



IN THE MATTER OF an application submitted by Flushing Commons LLC and the NYC Economic Development Corporation pursuant to Sections 197-c and 201 of the New York City Charter for the grant of special permits pursuant to the following sections of the Zoning Resolution:

1. Section 74-743(a)(2) – to allow the location of buildings without regard for the height and setback requirements of Sections 23-632, 33-432 and 35-60, the rear yard requirements of Sections 23-532 and 35-53, the rear yard setback requirements of Section 23-663, the minimum distance between buildings and minimum distance between legally required windows and building walls regulations of Section 23-711;
2. Section 74-743(a)(4) - to allow the maximum floor area ratio permitted pursuant to Section 23-142 without regard for height factor or open space ratio requirements;
3. Section 74-744(b) – to allow residential and non-residential uses to be arranged within buildings without regard for the requirements of Section 32-42.

to facilitate a proposed mixed use development, on property located at 38-15 138th Street a.k.a. 37-10 Union Street (Block 4978, p/o Lot 25), in a C4-4 District, within a General Large Scale Development, Borough of Queens, Community District 7.

This application for a special permit pursuant to Section 74-743 and 74-744 of the Zoning Resolution was filed by Flushing Commons LLC and the NYC Economic Development Corporation on January 12, 2010 for modifications to height and setbacks, rear yard requirements, location of uses within buildings, minimum distance between buildings and open space to facilitate the construction of the Flushing Commons project, an approximately 1.16 million square-foot mixed-use development with a 1.5 acre publicly accessible open space and a 1,600 space, below-grade public parking garage to be built on a city-owned site (Municipal Lot #1).

RELATED ACTIONS

In addition to the special permits, which are the subject of this report (C 100208 ZSQ), implementation of the applicant's proposal also requires action by the City Planning Commission on the following applications which are being considered concurrently with this application:

- C 100206 PPQ** Disposition of city-owned property.
- C 100207 ZMQ** Application for an amendment of the Zoning Map, changing from a C4-3 District to a C4-4 District.
- C 100209 ZSQ** Special permit pursuant to Section 74-512 to allow a public parking facility with a maximum capacity of 1,600 spaces.
- N 100210 ZRQ** Zoning text amendment relating to Section 74-743 (Special Provisions for Bulk Modification), relating to open space in General Large Scale Developments (GLSD) in C4-4 Districts.
- N 100211 ZRQ** Zoning text amendment pursuant to Section 62-952 relating to the Downtown Flushing Waterfront Access Plan (WAP Q-2) to allow public parking lots as-of-right and to exempt such parking from requirements for public access and visual corridors.
- C 100212 ZSQ** Special permit pursuant to Section 74-512 to allow a public parking lot with a maximum capacity of 647 spaces.
- C 100213 ZSQ** Special permit pursuant to Sections 62-835 and 74-512 to allow a public parking lot with a maximum capacity of 309 spaces.
- C 100214 ZSQ** Special permit pursuant to Section 74-512 to allow a public parking lot with a maximum capacity of 275 attended parking spaces.
- N 100215 ZCQ** Chair certification pursuant to Section 62-811 relating to waterfront public access and visual corridors.

BACKGROUND

The proposed Flushing Commons project involves a number of land use applications that would facilitate a new, approximately 1.16 million square foot development containing approximately 671,000 square feet of residential floor area (approximately 620 dwelling units); 405,000 square feet of commercial floor area; 87,000 square feet of community facility floor area; and which would also include a 1.5 acre publicly-accessible open space and a 1,600-space below-grade parking garage.

In 2002, the Downtown Flushing Task Force was created by Mayor Bloomberg and Deputy Mayor Daniel Doctoroff to undertake a community planning process involving community members, local businesses, elected officials, and City and State agencies. The resulting work, entitled “Development Framework for Downtown Flushing”, was completed in May 2004 and identified a series of goals to enhance Downtown Flushing, the Flushing River waterfront and the Willets Point area. Among the most important goals was the strengthening of the core of Downtown Flushing; the redevelopment of Flushing’s Municipal Lot #1 was identified as a principal strategy to achieve this goal. The report pointed to the redevelopment of the municipal lot as key to establishing a standard of quality in Downtown Flushing and for catalyzing development to the east of Main Street. Other goals included the creation of a town-square style public open space that would become the center of community activity; enhancement of the pedestrian environment with street-level retail to attract shoppers east of Main Street; creation of new housing opportunities in Downtown Flushing; and the maintenance of competitively priced on-site parking.

In February 2004, EDC released an RFP for the redevelopment of Municipal Lot #1 based on the goals set forth in the “Development Framework for Downtown Flushing” report. In June 2005, Flushing Commons LLC, a joint venture between TDC Development and Construction Group and the Rockefeller Group Development Corporation was conditionally designated as the developer of the site.

The proposed development site is an approximately 5-acre city-owned parcel located in Downtown Flushing, a mid-to-high density regional center in northeast Queens, Community District 7. The site is currently zoned C4-3 and bounded by 37th Avenue to the north, Union Street to the east, 39th Avenue to the south, and 138th Street to the west. It is occupied by a 1,101-space surface public parking lot (Municipal Lot #1) that contains a second-level deck structure in the western half of the lot. Sharing Block 4978 with the subject site is a community facility, the Macedonia AME Church, which is located directly east of the site, which is one block east of Main Street and one block north of Roosevelt Avenue.

The surrounding area contains a broad mix of office, commercial and community facilities, local and regional retail uses, and a significant and growing residential presence. Residential uses are

primarily located to the north and east of the Flushing Commons site. Although commercial uses are located throughout Downtown Flushing, they are primarily concentrated on the area's main streets: Roosevelt Avenue, Main Street and Northern Boulevard. These streets, and many of the smaller streets within several blocks of them, are lined with numerous retail and food establishments.

The blocks immediately to the west of the site contain a mix of commercial buildings, including Queens Crossing, a recently constructed 12-story, mixed-use office and retail building. The block to the north contains a wide range of uses including the Flushing Armory, the Masonic Temple, numerous commercial buildings and the 11-story Towers residential condominium. The blocks to the east contain commercial uses fronting on Union Street, the Flushing YMCA, the 109th police precinct building, a supermarket, a nursing home and several residential apartment buildings, including 7- and 11-story condominiums. There are some 2- and 3-story multifamily residential buildings along 37th and 38th avenues. The blocks to the south contain primarily commercial buildings with retail and office uses. A number of industrial and auto-related uses are located further to the west along College Point Boulevard and the Flushing River.

The area is well-served by public transportation. The subject site is located one block north of the Main Street station, the terminus for the #7 transit line which runs westward through Queens to Midtown Manhattan. It is also within walking distance of the Flushing station stop of the Long Island Rail Road, which provides direct service to Grand Central Terminal and other stations throughout Queens and Nassau County. In addition, more than 20 bus routes service the immediate area, generally radiating in every direction to neighborhoods throughout Queens and several neighborhoods in the Bronx and Nassau County.

Proposed Development

The Flushing Commons site would be constructed with an approximately 1.16 million square foot, mixed-use development consisting of five building segments and containing approximately 671,000 square feet of residential floor area; 405,000 square feet of commercial floor area; 87,000 square feet of community facility floor area; a 1.5 acre publicly-accessible open space; and a 1,600-space below-grade parking garage.

The proposed buildings would be organized around a publicly-accessible open space with adjacent walkways, providing a large high-quality open space. The proposed development includes five building segments, known as Buildings A, B, C, D and E.

Building A is proposed as a 17-story, L-shaped building located at the northwest corner of the development site with frontage along 37th Avenue and 138th Street. It would contain a 3-story base with commercial and community facility uses, and a residential tower above.

Building B is proposed just east of Building “A” with frontage on 39th Avenue and would also have a 17-story residential tower and would rise on the same base as Building “A”.

Building C a proposed 16-story mixed-use building located in the southern portion of the site with frontage on 39th Avenue, would consist of a 3-story retail and community facility base and a residential tower above.

Building D a proposed 13-story office or hotel building located adjacent to Building “C” would share the same base.

Building E a 5- to 6-story retail and office building is proposed at the southwest corner of the site.

The proposed development would provide a pivotal new 1.5 acre public open space to serve as a vibrant and green communal gathering spot otherwise lacking in Downtown Flushing. The open town square-style space would include a terraced lawn and amphitheater, planters, benches, moveable chairs and tables, and a total of approximately 70 trees and 15,410 square feet of planting beds and accessible lawn areas. Bike racks would be provided in the open space that would accommodate parking for at least 30 bicycles. Additional amenities would include a water feature and artwork display. The open space is proposed to be publicly accessible from at least 6 AM to 12 AM during all months of the year, and it would be available for programming for public events.

The proposed development will also include a tri-level, below-grade 1,600-space public parking garage with 906 self-park and 694 attended spaces. The planned public parking garage would have the following distribution of parking spaces:

- 487 spaces (134 self-park and 353 attended) on the 1st level;
- 489 spaces (346 self-park and 143 attended) on the 2nd level; and
- 624 spaces (426 self-park and 198 attended) on the 3rd level.

Attended parking will generally consist of 2 to 3 car stackers which will be separated from the self-park areas. Bicycle parking for 160 bikes would also be provided in the garage.

Vehicles would enter the public parking garage either from 39th Avenue on the south, using two inbound lanes and a 30-foot wide curb cut, or from 37th Avenue on the north, using one inbound lane and a 20-foot wide curb cut. The 39th Avenue entrance would lead to the first level of the garage, while the 37th Avenue entry would lead to the second level. 50 reservoir spaces would be provided at the entrances to the garage, and these spaces would be distributed with 23 reservoir spaces at the 37th Avenue entry and 27 spaces at the 39th Avenue entry.

Requested Actions

The proposed development requires a disposition of city-owned property from the NYC Department of Transportation (DOT) to the NYC Economic Development Corporation (EDC) (C 100206 PPQ), a zoning map amendment (C 100207 ZMQ), special permits for public parking facilities (C 100209 ZSQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ), a special permit for waivers pursuant to a General Large Scale Development (C 100208 ZSQ), a zoning text amendment pursuant to provisions of a General Large Scale Development (N 100210 ZRQ), a zoning text amendment to the Downtown Flushing Waterfront Access Plan (N 100211 ZRQ), and a related waterfront certification (N 100215 ZCQ).

1. Disposition of City Owned Property (100206 PPQ)

The Department of Citywide Administrative Services (DCAS) is proposing the disposition of a 240,000 square foot portion of Block 4978, Lot 25, a city-owned property known as the Flushing Commons site, which is located on a block bounded by 37th Avenue, Union Street, 39th Avenue and 138th Street. Once disposition is approved, DCAS intends to dispose of the property to the New York City Economic Development Corporation (EDC) for subsequent disposition to Flushing Commons LLC to facilitate the development of Flushing Commons, an approximately

1.16 million square foot, five-building mixed-use development with a 1.5 acre publicly-accessible open space and a 1,600-space below-grade public parking garage. In a separate application (“AME Macedonia Plaza”), DCAS and the New York City Department of Housing Preservation and Development (HPD) are proposing the disposition (C 100216 HAQ) of the remainder of Lot 25 to facilitate the development of Macedonia Plaza, a 140 unit, 15-story affordable housing building with ground floor retail and/or community facility use.

2. Zoning Map Amendment (C 100207 ZMQ)

All of Block 4978 is proposed to be rezoned from an existing C4-3 zoning district to a C4-4 zoning district to facilitate the proposed development and Macedonia Plaza, a proposed 140-unit mixed-use development (C100216HAQ). C4-3 and C4-4 districts are general commercial districts, generally mapped in regional shopping and business districts. C4-4 and C4-3 districts permit the same maximum floor area ratio (FAR) of 3.40 for commercial uses. However, C4-4 districts permit a maximum 6.5 FAR for community facility uses and 3.44 for residential, while C4-3 districts permit a maximum 4.8 FAR and 2.43 FAR, respectively.

The increase in FAR maximums resulting from the proposed rezoning would accommodate the proposed development which would have a total overall FAR of 5.51. This would include a commercial FAR of 1.92, a residential FAR of 3.19, and a community facility FAR of .41. The Macedonia Plaza project would have a total FAR of 4.01. This includes a commercial FAR of .13, a residential FAR of 3.35, and a community facility FAR of .53.

Because C4-4 zones are often mapped in commercial districts that are well served by public transportation, less accessory parking is required as compared to C4-3 zones. Whereas parking is required for general retail uses at a rate of one space for every 400 square feet of floor area in a C4-3 zone, one space is required for every 1,000 square feet of general retail use in a C4-4 zone. Similarly, whereas one space is required for 70 percent of the residential units in a C4-3 zone, one space is required for 50 percent of the units in a C4-4 zone.

3. Special Permit to build as a General Large Scale Development pursuant to ZR Sections 54-743 and 74-744 (C 100208 ZSQ)

For general large scale developments (GLSD), zoning regulations may impose unnecessary rigidities that can prevent the achievement of the best possible site plan. Recognizing this,

Section 74-74 of the Zoning Resolution allows GLSDs to modify a number of use and bulk regulations by special permit provided the City Planning Commission finds that, among other things, the modifications result in a better site plan. Currently for GLSDs located partially in C6-1, C6-2 or C6-3 Districts within Community District 7 in Manhattan, the CPC may permit the maximum floor area ratio permitted pursuant to Section 23-142 without regard to height factor and open space ratio regulations. The proposed zoning text amendment would extend the applicability of this provision to include C4-4 Districts in Queens Community District 7 as well.

Requested waivers for the proposed development would affect height and setback, rear yard, the location of uses within buildings, the minimum distance between buildings, and open space.

- Height and setback waivers are requested for each of the buildings in the proposed development.

Building A: along 138th Street, the westernmost 4 feet 10 inches of the building wall will be within the 20-foot initial setback distance and portions of floors 9 through 16 will penetrate the sky exposure plane to a maximum depth of 32 feet 2 inches. Along 37th Avenue, the uppermost 3 feet of the building wall will be within the 20-foot initial setback distance, and portions of floors 9 through 16 will penetrate the sky exposure plane to a maximum depth of 33 feet 2 inches.

Building B: Along 37th Avenue, the uppermost 9 feet 6 inches of Building “B” will be within the 20-foot initial setback, and portions of floors 10 through 17 will penetrate the sky exposure plane to a maximum depth of 31 feet 8 inches.

Building C: Along 39th Avenue, the uppermost 4 feet of Building “C” will be within the 20-foot initial setback, and portions of floors 10 through 16 will penetrate the sky exposure plane to a maximum depth of approximately 30 feet.

Building D: Along 39th Avenue, the uppermost 10 feet of Building “D” will be within the 20-foot setback, and portions of floors 7 through 13 will penetrate the sky-exposure plane to a maximum depth of 24 feet 6 inches. Along Union Street, the uppermost approximately 8 feet of Building D will penetrate the sky-exposure plane to a maximum depth of approximately 9 feet.

Building E: Portions of the 6th floor and mechanical bulkhead do not comply with the 20-foot setback at 60 feet.

- A rear yard equivalent waiver is requested for Building “B” because an 8 foot-1 inch area on the southern side of the building would be located within the rear yard equivalent.
- A waiver related to the location of uses within buildings is requested for Buildings “A”, “B”, “C” and “D”. In mixed-use buildings, non-residential uses generally are limited to floors below residential uses. Flushing Commons contains two areas that do not comply with this regulation:

Buildings A & B: Retail uses on the third floor of the retail base shared by Buildings A & B will be located on the same level as the lowest two levels of residential use in Building B. The uses will occupy adjacent sections on the same floor but no movement between the sections is possible, and each has separate fire access.

Buildings C & D: these two buildings share the same commercial/CF base, but above the base Building C is a residential tower and Building D is an office/hotel tower. The waiver is required because the base’s ground floor will contain both a residential and a commercial lobby on the same level. The buildings are separate above the base, with no movement between the two, each building will provide separate fire egress.

- Waivers related to the minimum distance between buildings are requested for Buildings “A”, “B”, “C” and “E”:

Buildings A & B: Section 23-711 requires a minimum distance of 60 feet between legally required windows on the eastern side of Building “A” and the western side of Building “B”. The distance between the two varies, but would never be less than 54 feet 6 inches.

Building B and the Base of Buildings A & B: This A/B base contains a raised elliptical structure that provides a “signature entrance” into the development as well as architectural variation. The minimum required distance between the structure and the southwest wall of Building B would be 50 feet. The distance provided varies, but would never be less than 40’10”.

Buildings C & E: The required wall-to-window distance between Buildings “C” & “E” would be 50 feet; the project provides 44 feet 5 inches.

- Open Space Waiver is requested because the project would provide less open space than typically required in a C4-4 (R7 equivalent) district. A proposed text amendment (N 100210

ZRQ), described below, would reduce the minimum required open space to 73,768 square feet. The proposed development will provide 85,427 square feet of open space.

4. Special Permit for a public parking garage with 1,600 spaces per 74-512 (C 100209 ZSQ)

The special permit pursuant to Section 74-512 would facilitate the development and operation of a 1,600-space (906 self-park and 694 attended) public parking garage in three cellar levels of the Flushing Commons development. The project garage would replace the 1,101 parking spaces that would be displaced as a result of the redevelopment of Municipal Lot #1, and would provide additional spaces to offset the demand generated by the new uses in the Flushing Commons project. Within the garage, the three cellar levels would be connected via ramps located in the northeast corner of the Garage. Each level would contain a self-park area and an attended area. All three attended parking areas would be physically separated from the self-park areas and would contain an attendant booth at its entry.

Municipal Lot #1, which has been in operation since 1954, is currently accessed by several curb cuts, including one on 37th Avenue at approximately the same location as the proposed curb cut for the new facility. Another curb cut is located at 39th Avenue approximately 60' east of the proposed curb for the new facility. Vehicles would enter the new proposed garage either from 39th Avenue on the north frontage via two inbound lanes of a 30-foot wide, three-lane curb cut or from 37th Avenue on the south frontage via one lane of a 20-foot wide, two-lane curb cut. The 39th Avenue entrance would lead to the first level of the garage, while the 37th Avenue ramp would lead to the second level. Fifty reservoir spaces would be provided at the entrances to the garage; 23 spaces on the 37th Avenue ramp and 27 spaces on the 39th Avenue ramp.

5. Zoning text amendment to apply an existing allowance to reduce required open space, currently available to GLSDs in Manhattan CD 7, to GLSDs in C4-4 districts in Queens CD 7 pursuant to Section ZR 62-852 (N 100210 ZRQ)

The proposed zoning text amendment would apply an existing allowance to reduce the required open space currently available to GLSDs in Manhattan CD7, to GLSDs in C4-4 districts in

Queens CD7. Currently, ZR 74-743 allows GLSDs in C6-1-C6-3 districts in Manhattan CD7 to determine the required OSR, regardless of height factor, by using the lowest applicable OSR at the maximum permitted FAR and then providing 50% of the resulting required open space. The proposed text amendment would apply this allowance to C4-4 districts in Queens CD7.

Currently, the only other C4-4 district in Queens is Willets Point, but in that area the building heights and open space are controlled by the Urban Renewal Plan and Zoning Special District, so this allowance is inapplicable.

For Flushing Commons, the proposed text amendment would set a minimum open space requirement of 73,768 square feet based upon an Open Space Ratio (OSR) of 22% of the total floor area of the development and the provision of an amount equal to 50% of this result.

6. Zoning text amendment to the Downtown Flushing Waterfront Access Plan (WAP Q-2) to allow public parking lots as of right, and to exempt such parking from requirements for public access and visual corridors. (N 100211 ZRQ)

Waterfront Access Plan Q-2; Downtown Flushing WAP requires that developments on the College Point site (Parcel 2) provide public access, specifically a shore public walkway with a minimum width of 20 feet along the entire length of the shoreline, and an upland connection located between College Point Boulevard and the shore public walkway. The WAP also requires that developments on Parcel 2 provide a visual corridor to the pierhead line as the prolongation of the street lines of 37th Street.

ZR Section 62-735 provides that in C1, C2, C4, C5, C6 and C7 Districts the City Planning Commission may permit public parking lots on waterfront blocks in accordance with applicable district regulations and Sections 75-51 and 74-52, provided that the parking facility is an interim use limited to a term of not more than five years.

A zoning text amendment is sought which would allow the City Planning Commission to permit public parking lots on Parcel 2 (a waterfront block) in accordance with applicable district regulations and Section 74-71, provided that the parking facility is an interim use limited to a term of not more than ten years, notwithstanding the provisions of ZR 62-735. This proposed increase in the permitted term of an interim parking lot on Parcel 2 from five to ten years would

ensure that the proposed College Point parking lot would be available for the duration of construction of the Flushing Commons project and that there would be adequate interim parking prior to the opening of the proposed 1,600-space Flushing Commons project garage during the full length of the construction period.

The proposed text amendment would also exempt public parking lots located on Parcel 2 approved pursuant to ZR 74-51 and limited to a term of not more than ten years, such as the College Point parking lot, from the public access and visual corridor requirements of the WAP.

The amendment would apply only to temporary parking lots with a term of ten years or less located on Parcel 2. Thus, its impact on the achievement of the goals of the WAP would be limited. The College Point site ultimately would be developed pursuant to the WAP after construction of the Flushing Commons Project is complete and there is no longer a need for the College Point site as an interim parking lot.

7. Special Permit for a 647-space interim parking lot pursuant to ZR 74-512 (Fulton/Max Parking Lot) (C 100212 ZSQ)

A special permit is requested to facilitate the development and interim operation of a 647-space public parking lot at 133-41 39th Avenue (Block 4972, Lots 8, 23 and 65). The proposed parking lot would comprise 100,900 square feet of the 116,600 square foot site and would contain a total of 201 self-park spaces and 446 attended spaces with 111 four-car stackers. The parking lot would be an interim use that would provide parking for a maximum term of ten years during construction of the Flushing Commons mixed-use project.

The site is an irregularly-shaped lot that extends from 37th Avenue on the north to 39th Avenue on the south, between College Point Boulevard to the west and Prince Street to the east, and it is currently developed with a mix of one-and two-story retail buildings with surface and below-grade accessory parking, known as the Flushing Mall. Flushing Mall is currently 50% vacant and its remaining tenants occupy their premises on a month-to-month basis. It is scheduled for eventual demolition and redevelopment, irrespective of the Flushing Commons project. The parking area on the site is currently accessed via a 15-foot wide, two-lane curb cut on College

Point Boulevard, which is a two-way north-south arterial with two travel lanes in each direction, an approximately 50-foot wide curb-cut and an approximately 24-foot wide curb cut on 37th Avenue, which is a one-way, westbound local street.

The site is located in a C4-2 zoning district, two blocks west of the Flushing Commons site and one block west of Main Street. To the north of the site is a mix of commercial, residential and educational buildings. To the south are one-story commercial buildings and two-family homes. To the east is Municipal Lot #2, a City-owned 87-space public parking lot, which is the subject of a separate application for a public parking lot special permit to enlarge the existing lot by 188 spaces. West of the site along College Point Boulevard is a permitted accessory parking lot owned by the Applicant, which is the subject of a separate application (C 100213 ZSQ) for a 309-space public parking lot special permit to provide interim parking during construction of the Flushing Commons project.

Cars would enter the interim parking lot via a 24-foot wide, two-lane, entry-only curb cut on College Point Boulevard, located 60 feet north of the existing curb cut, and via two lanes of a three-lane 30-foot wide curb cut on 37th Avenue, located approximately 50 feet west of the existing curb cut. There would be 34 reservoir spaces located at the parking lot entrances, one more than the 33 required. The attended parking area would be located in the northern portion of the site along 37th Avenue, and would be separated from the self-park area by a fence. Egress would be via two 24-foot wide, two-lane curb cuts on the 39th Avenue site of the site, as well as from one lane of the three-lane curb-cut on the 37th Avenue site of the site.

Although the 37th and 30th Avenue frontages of the Fulton/Max Parking Lot would provide perimeter landscaping as required by ZR 37-92, interior landscaping, which is not required for public parking lots, is not proposed due to the temporary nature of the use. The Fulton/Max Site is expected to be developed in the future, after the completion of construction of the Flushing Commons project.

8. Special Permit for a 309 space interim public parking lot pursuant to ZR 74-512 (College Point Parking Lot) (C 100213 ZSQ)

A third special permit is requested to facilitate the development and interim operation of a 309-space self-park and attended public parking lot at 37-02 College Point Boulevard (Block 4963,

Lot 85). The proposed parking lot would comprise 82,500 square feet of the 175,100 square foot site and would contain a total of 207 self-park spaces and 102 attended spaces with 33 three-car stackers. The remainder of the College Point Boulevard site, which is currently a grassy area that slopes down to the Flushing River, would remain undeveloped. The College Point Parking lot would be an interim use for a maximum of ten years that would provide parking during construction of the Flushing Commons project.

The College Point site, which is currently used as a 135-space permitted accessory parking lot for the applicant's employees (Fulton/Max International Inc.), consists of a 175,100 square foot lot located on the Flushing River, on the west side of College Point Boulevard between 37th Avenue on the north and 39th Avenue on the south. College Point Boulevard is a north-south roadway with two travel lanes in each direction, as well as a turning lane. The existing parking lot is currently accessed via a 44-foot-wide, three lane, entrance/exit curb cut located at the northern edge of the College Point site, and a 16-foot wide, one lane, exit only curb cut located 116 feet south of the northern curb cut.

The College Point site is located in a C4-2 zoning district. It is identified as a waterfront lot pursuant to ZR 62-11 and is located on Parcel 2 of the Downtown Flushing Waterfront Access Plan -- three blocks west of the Flushing Commons site and two blocks west of Main Street. To the north of the College Point site is a 5-story manufacturing building. To the south of the site are two, 2-story commercial buildings. Across College Point Boulevard to the east are lower-rise commercial, manufacturing and residential buildings. Further east is the Flushing Mall, which is expected to be demolished and is the subject of a separate application for a public parking lot special permit to provide interim parking.

Cars would access the College Point parking lot via one lane of a 22-foot wide, two-lane curb cut located on College Point Boulevard, six feet south of the northern property line. There would be 16 reservoir spaces located at the College Point parking lot entrance. The attended parking area would be located in the northwest portion of the Lot, and would be separated from the self-park area by a fence. Egress would be via a two-lane, 24-foot wide curb cut located 83 feet from the College Point site's southern property line, as well as from the south side of the curb cut located to the north.

9. Chair waterfront certification (that public access and visual corridors are not required) (N 100215 ZCQ)

The Chairperson of the City Planning Commission is requested to certify, pursuant to ZR Section 62-711, that there are no waterfront public access or visual corridor requirements for the proposed College Point parking lot because the WAP, as proposed to be amended, exempts public parking lots on Parcel 2 with a term of not more than ten years from such requirements.

In addition to these applications requiring approvals from the City Planning Commission, a special permit pursuant to Zoning Resolution Section 73-66 is also being submitted by the applicant to the Board of Standards and Appeals (BSA) pursuant to Article VI, Chapter 1 of the Zoning Resolution, which establishes height limits for buildings located near flight paths of major airports in New York City based on sloping planes that extend from the edge of airport runways. The Flushing Commons project is located in the flight path of LaGuardia Airport, which is located 2.5 miles northwest of the site. Because the upper portions of Buildings A, B, C and D extend above the sloping plane established in the Zoning Resolution, an application for a special permit pursuant to Section 73-66 has been submitted to the BSA. The United States Federal Aviation Administration, the federal agency that has jurisdiction over commercial airports and the flight space that surrounds them, reviewed the Flushing Commons project and issued “No Hazard Determinations” for the proposed buildings, concluding that their heights would not constitute a hazard.

ENVIRONMENTAL REVIEW

This application (C 100208 ZSQ), in conjunction with the related actions (C 100206 PPQ, C 100207 ZMQ, C 100209 ZSQ, N 100210 ZRQ, N 100211 ZRQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ, N 100215 ZCQ, and C 100216 HAQ—Macedonia Plaza) was reviewed pursuant to the New York State Environmental Quality Review Act (SEQRA), and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations, Section 617.00 *et seq.* and the City Environmental Quality Review (CEQR) Rules of Procedure of 1991 and Executive Order No. 91 of 1977. The designated CEQR No. is 06DME10Q. The lead is the Office of the Deputy Mayor for Economic Development.

It was determined that the proposed action may have a significant effect on the environment, and that an environmental impact statement would be required. A Positive Declaration was issued on May 17, 2006, and distributed, published and filed, and the applicant was asked to prepare a Draft Environmental Impact Statement (DEIS). A public meeting on the Draft Scope of Work for the DEIS was held on June 21, 2006, and the Final Scope of Work for the DEIS was issued on December 4, 2009.

The lead agency prepared a DEIS and a Notice of Completion for the DEIS was issued on January 20, 2010. Pursuant to the SEQRA regulations and the CEQR procedures, a joint public hearing was held on the DEIS on May 12, 2010, in conjunction with the public hearing on this ULURP item (C 100208 ZSQ) and the related items (C 100206 PPQ, C 100207 ZMQ, C 100209 ZSQ, N 100210 ZRQ, N 100211 ZRQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ, N 100215 ZCQ, C 100216 HAQ).

The Final Environmental Impact Statement (FEIS) was completed, and a Notice of Completion of the FEIS was issued on June 11, 2010. The Notice of Completion for the FEIS identified significant adverse impacts and proposed mitigation measures that are summarized in the FEIS Executive Summary attached as Exhibit B hereto.

UNIFORM LAND USE REVIEW

This application (C 100208 ZSQ), in conjunction with the applications for the related actions (C 100206 PPQ, C 100207 ZMQ, C 100209 ZSQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ and C 100216 HAQ (Macedonia Plaza)), was certified as complete by the Department of City Planning on January 25, 2010, and was duly referred to Community Board 7 and the Borough President, in accordance with Article 3 of the Uniform land Use Review Procedure (ULURP) rules, along with the related non-ULURP applications (N 100210 ZRQ, N 100211 ZRQ, N 100215 ZCQ), which were sent to Community Board 7 and the Borough President for information and review.

Community Board Public Hearing

Community Board 7 held a public hearing on this application (C 100208 ZSQ) on April 5, 2010, and on that date, by a vote of 37 to 0 with 1 abstention, adopted a resolution recommending approval of the application with the following conditions:

1) Police

- We want a Letter of Agreement signed by the NYPD Commanding Officer of 109th Precinct and NYPD Queens North Borough Commander confirming terms #5 & #6 in DM Letter.

2) Parking/Traffic

- We want the Parking Rate Structure capped in perpetuity as per the terms of the Doctoroff-Liu Letter of Agreement dated July 11, 2005.

- We want a plan addressing the permanent location and rates for Long Term Parking Needs of the Merchants and Workers of Flushing (including those of Flushing Commons).

- CB7 must be included in the Draft RFP process for the operation of Muni Lot #2.

- We need the ongoing support of Queens Borough President Helen Marshall and NYC CM Peter Koo to ensure the Small Business Interruption Plan is effective and allows all merchants the opportunity to remain open during the Construction period of both projects.

- If the Modified Two-Way Traffic Plan is deemed unsuccessful or insufficient by the agreed December 31, 2010 Trial conclusion date, we want NYC DOT to immediately implement the One-Way Pair approved by CB#7 and the Flushing Business Groups.

3) Signage

- We want uniform signage for all commercial space with English as the primary language.

4) YMCA

- Everyone agrees the YMCA is a great community organization and a great fit for Downtown Flushing. However, the size and cost

of their new facility in Flushing Commons has increased subsequent to the terms of the Doctoroff letter. This comes at a price since other components promised in this project (i.e., Movie Theater, National Bookstore, Business Class Hotel, capped parking rates) are no longer included. Also the YMCA remains in control of the sale of their existing site on Northern Boulevard and Bowne Street, which could potentially cause problems for our Community if the property falls into the hands of the wrong developer.

Therefore, we believe YMCA has an obligation to the people of Flushing to agree to the following:

-CB#7 must have input and approval regarding the sale of their existing Northern Boulevard site.

-We want open enrollment in a subsidized “strong seniors” program for Flushing residents.

-We want free lunchtime use of facility for workers in Downtown Flushing.

-We want free designated time for “open pool free swim” for Flushing residents.

-We want a subsidized summer day camp enrollment for Flushing residents.

5) Investment of Purchase Price

-On December 13, 2004, CB#7 unanimously passed the attached resolution insisting the proceeds of the purchase price of Flushing Municipal Lot #1 be reinvested into Capital Improvements and Programs for Downtown Flushing.

We the people who live and work in Flushing have made this land valuable, and the benefit of this value should remain within the community where it was created.

We also recognize NYC will benefit tremendously from the development of this site due to:

- a) an increase in NYC real estate tax revenues generated by this development, an
- b) an increase in NYC sales tax revenues generated by additional retail commerce, and
- c) an increase in NYC income tax revenues generated by additional construction and permanent employment.

Therefore as part of the reinvestment into Downtown Flushing, we ask our Elected officials to support us with the following needs:

-We want extensions to the mezzanine corridor for the Main Street Subway Station extended north along Main Street to Queens Crossing (39th Avenue) and west along Roosevelt Avenue to Prince Street to alleviate congestion at the intersection of Main Street and Roosevelt Avenue (the third most congested pedestrian intersection in NYC).

-The City should purchase the current YMCA Parking Lot on 37th Avenue and maintain its use for neighborhood parking.

-We want additional schools in the Downtown Flushing area, and the current YMCA site on Northern Boulevard and Bowne Street should be retrofitted as a school.

-We want a movie theater included in this project as per the Doctoroff Letter.

Borough President Recommendation

This application (C 100208 ZSQ) was considered by the Queens Borough President who issued a recommendation approving the application on April 26, 2010 with the following conditions:

The Queens Borough President together with Councilmember Peter Koo will co-chair the Downtown Flushing Traffic Task Force comprised of representatives from the Mayor's Office, Community Board 7, NYPD, Department of Transportation, Police Department, Fire Department, Metropolitan Transportation Authority, Flushing Commons and Macedonia Plaza projects, Flushing BID, community representatives, business owners and all other affected parties to have monthly meetings before, during and after construction. The meetings will be a forum for the relevant agencies to give updates on Downtown Flushing traffic related issues, to work out solutions to any traffic issues that may arise, construction updates and to receive input from the community on traffic concerns;

The developers should make an ongoing outreach effort to inform and promote opportunities available to the community and local MWBE firms to provide goods and services for the project during construction and allow local MWBEs to participate in the commercial activity that will occur after construction is completed;

Small businesses particularly those along the perimeter surrounding the proposed projects on 37th & 39th Avenues, 138th Street and along Union Street between Roosevelt Avenue north to Northern Boulevard will be most directly impacted during construction by the loss of public parking with the removal of Flushing Municipal Parking Lot #1. The Queens Borough President will work with Councilmember Peter Koo and the NYC Small Business Administration in developing the Business Interruption Plan for the most effective use of the \$2 million business assistance fund that will be established to help small businesses affected during construction of the proposed projects;

The availability of affordable parking spaces is of utmost importance to attract customers to small businesses in the area. Therefore, parking rates for the Flushing Commons should be maintained below-market rate close to the municipal rates beyond the five-year cap. Public parking must be affordable to sustain and support the existing local small businesses who have invested heavily into their trust the future economic health of Downtown Flushing;

Downtown Flushing is the most used major intermodal transit hub in New York City outside of Manhattan. The Roosevelt Avenue and Main Street intersection is the third busiest intersection with the heaviest volumes of pedestrian traffic topped only by Times Square and Herald Square in Manhattan. Traffic enforcement agents should be posted year round at the Roosevelt Avenue and Main Street intersection during the peak rush hours Monday through Friday and during the Saturday and Sunday peak hours identified in the Environmental Impact Statement to keep traffic flowing in an orderly manner. The presence of traffic enforcement agents at these locations should be on a permanent basis like the other two busiest intersections in the City, not just for the duration of DOT's Pedestrian Traffic Improvement Pilot program;

As part of the Business Interruption Plan, the City should explore various means to help small businesses, including aggressive marketing strategies, tax relief programs, and alternative parking spaces closer to them during the construction period;

Downtown Flushing is a growing residential community with thriving commercial and retail activity. The retail and commercial mix that will be brought into Flushing Commons should not be duplicative of the goods and services readily

found in Downtown Flushing today. Instead, new retail and commercial uses, such as a national book chain that would complement the existing businesses in Downtown Flushing should be sought for Flushing Commons.

City Planning Commission Public Hearing

On April 28, 2010 (Calendar No. 6), the City Planning Commission scheduled May 12, 2010 for a public hearing on this application (C 100208 ZSQ). The hearing was duly held on May 12, 2010 (Calendar No. 21) in conjunction with the hearing on the related actions (C 100206 PPQ, C 100207 ZMQ, C 100209 ZSQ, N 100210 ZRQ, N 100211 ZRQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ, and C 100216 HAQ (Macedonia Plaza)). There were 44 speakers in favor of the application and related actions and 19 speakers in opposition.

Speakers in favor included the senior policy advisor for the Deputy Mayor of Economic Development, representatives the project development team, the project architect and landscape architect, the Senior Vice President of the YMCA, representatives from NYC EDC and the NYC Department of Housing Preservation and Development (HPD), the Reverend of the Macedonia AME Church, representatives from area community groups and neighborhood associations, members of local labor unions and construction groups, a representative from the Queens Chamber of Commerce, the Chief of Staff of the Councilmember for the 20th District, and a representative from the Queens Borough President's office, and a number of local residents.

The speakers in favor stressed the economic development benefits of the project, particularly its associated 2,600 construction jobs and 1,900 permanent jobs and the importance of those jobs to revitalizing the local economy. The project development team described the mixed-use development the applicant intends to construct, giving a detailed description of the general large scale design and noting that the requested height and setback modifications would provide a more varied massing and fine-tune the scale of the project to appropriately frame the new town square. The project architect and landscape architect explained that the 1.5-acre, publicly-accessible open space would have pedestrian access from each street surrounding the development, and it could serve as both a haven from nearby street activity and be a lively

gathering spot since it will have an amphitheater and terraced lawn that can be programmed for a wide range of events.

Other speakers testified in support of the proposed new 62,000 square-foot YMCA that would replace the 86-year old Flushing Y facility and provide much-needed new community recreational resources, including two swimming pools. A number of speakers noted that the project's proposed shopping, eating and community uses would strengthen the core of Downtown Flushing and make it an even more appealing location for area residents and enhance its role as a regional attraction.

The senior policy advisor for the Deputy Mayor of Economic Development explained that the concept of using the redevelopment of the Municipal Lot #1 site to provide affordable housing opportunities was addressed by working with an important local non-profit group, the Macedonia Redevelopment Corporation, to develop a portion of the site. The Reverend of Macedonia AME Church, testified that the proposed 140-unit, 15-story Macedonia Plaza affordable housing development would complement the Flushing Commons project, and he noted that the church would celebrate its 200th anniversary next year. Several members of the church congregation testified to the church's long-standing mission to serve the community.

The project development team also addressed community concerns about redevelopment of the Municipal Lot #1 site and its effect on off-street public parking supply, stating that when completed there would be 1,600 public parking spaces that would serve visitors and residents for both Flushing Commons and Macedonia Plaza. The team explained that this amount of off-street parking would be adequate for the projected parking accumulation of approximately 1,550 vehicles to be generated by the development during the peak hour on a typical weekend. The team also explained the interim parking plan that would provide 1,144 off-street spaces during the estimated three-year construction period for the project, noting that it would utilize three sites located within a 10-minute walking distance Municipal Lot #1. An EDC representative explained that the parking fee rates are to be capped at significantly below market rates during the construction period and for the first two years of the operation of the Flushing Commons parking garage.

A representative for the Queens Borough President noted that she would create a Downtown Flushing Traffic Task Force to address issues during and after construction, and that a \$2 million Business Interruption Plan was being prepared. An EDC representative noted that the Councilmember for the 20th District would lead the outreach and formulation of the plan in conjunction with EDC and the Department of Small Business Services. The Councilmember's Chief of Staff testified that the plan would provide resources to support small businesses that may be adversely affected during the construction of the Flushing Commons project.

Speakers in opposition included members of REDO (coalition to reconsider and evaluate development opportunities), Asian Americans for Equality (AAFE), the Flushing Small Business Association, Union Street Merchants and several area residents. Many of the speakers testifying in opposition believed that the planned 1,600 public parking spaces to be provided by the project would be insufficient and that the three interim parking lots were less conveniently located than Municipal Lot #1 to serve their businesses. Several speakers expressed concerns about the increased parking rates due to the disposition of Municipal Lot #1 and its subsequent development. Other speakers expressed opposition because of possibly disruptive construction impacts and long-term traffic impacts. Some speakers, including a representative of AAFE, opposed the project because they felt it did not provide enough affordable housing.

There were no other speakers, and the hearing was closed.

CONSIDERATION

The Commission believes that the grant of the special permit (C 100208 ZSQ), in conjunction with the related applications for the disposition of city-owned property (C 100206 PPQ), an amendment to the Zoning Map (C 100207 ZMQ), special permits for public parking facilities (C 100209 ZSQ, C 100212 ZSQ, C 100213 ZSQ, C 100214 ZSQ), amendments to the zoning text (N 100210 ZRQ, N 100211 ZRQ), is appropriate.

The Commission notes that the proposed development would create new employment and residential opportunities in Downtown Flushing. The Commission further notes that the proposed project will generate economic and fiscal benefits to the City in the form of economic

activity, tax revenue, and community benefits, including approximately 87,000 square feet of community facility space and a 1.5-acre town square-style public open space. At the same time, the Commission is pleased that the applicant has worked closely with the Macedonia AME Church, the subject of a separate but concurrent action (C 100216 HAQ), on the same block that would provide affordable housing.

The Commission notes that the proposed disposition (C 100206 PPQ) of a portion of Block 4978, Lot 25 would allow for the disposition of this property by the Department of Citywide Administrative Services (DCAS) to the NYC Economic Development Corporation (EDC) for subsequent disposition to the selected developer, Flushing Commons LLC, thereby facilitating the proposed development.

The Commission notes that the proposed zoning map amendment (C 100207 ZMQ) changing the zoning for Block 4978 from a C4-3 district to a C4-4 district would facilitate the proposed Flushing Commons and Macedonia Plaza (C 100216 HAQ) developments. The zoning change would result in an increase in the community facility FAR from 4.8 to 6.5 and an increase in the residential FAR from 2.43 to 3.44. The Commission further notes that the proposed rezoning would not result in any change in the commercial FAR which is 3.4.

The Commission notes that the Flushing Commons development site is located in the heart of a major regional center, and that the proposed development at a total maximum 5.51 FAR will be compatible in height and bulk to other nearby buildings in adjacent C4-3 and R6 districts. The Commission is aware, however, that the proposed zoning change would result in a lower parking requirement, but the Commission notes that Downtown Flushing is an area well-served by public transportation and believes the development site is able to accommodate a higher density of residential use than is presently permitted.

The Commission believes that the grant of this special permit (C 100208 ZSQ) to modify certain specific zoning requirements within a General Large Scale Development (GLSD) will result in a development that will enhance the character of the surrounding area. The Commission notes that the proposed development would replace an at-grade parking lot and provide much needed housing in the area, enhance the pedestrian environment with street-level retail, maintain

competitively priced parking on-site and create a very significant town-square style public open space for Downtown Flushing, thereby, providing a clear benefit for the neighborhood.

The Commission believes that the requested height and setback waivers contribute to keeping the planned central open space as open and airy as possible. These waivers also facilitate an appropriate massing of the mixed-use development program of housing generally above commercial and ground floor retail uses. The Commission also believes that the waiver regarding the location of the uses within the buildings would allow for the broad mix of uses proposed while ensuring appropriate separation of these uses. The Commission notes that collectively, the requested waivers help facilitate the project's superior architectural design and results in a better distribution of bulk on the site, a better site plan, and an improved relationship among surrounding buildings and open spaces.

The Commission notes that while the building mass has been shifted to the periphery of the site, the proposed massing would be of a scale compatible with buildings in the surrounding area, including the 12-story building located one block to the east and an 11-story residential building one block to the north.

The Commission believes the streets providing access to the GLSD will be adequate to handle traffic. The Commission notes that the development site is directly accessible from 37th Avenue, 138th Street, 39th Avenue and Union Street. The Commission further notes that the site is located within one-quarter mile of four major thoroughfares: Roosevelt Avenue, Main Street, College Point Boulevard and Northern Boulevard.

The Commission notes that the proposed project includes the development of an approximately 1.5 acre publicly-accessible open space that would be accessible to residents, office workers, shoppers and visitors. The Commission acknowledges that the FEIS discloses the area as currently suffering from a shortfall of passive open space resources, but the Commission notes the FEIS also states that "the proposed action's new open space would provide a quality passive open space amenity ---green, landscaped, and relatively separated from major traffic flows---that is notably absent in this densest portion of Downtown Flushing near the Main Street No. 7 subway station." With respect to active open space, the Commission acknowledges that the FEIS discloses that the residential population would remain underserved by the available active

open resources in 2013 with the proposed action. The Commission notes, however, that the FEIS also states that the quantitative analysis does not account for the approximately 6.75 acres of active open space in the Department of Education-owned athletic field that lies within ½ mile of the project site and rezoning. Nor does it account for the amenity space within the residential portion of the Flushing Commons project or the new YMCA space that would be provided. The Commission is pleased that the proposed development will contain approximately 62,000 square feet of state-of-the art recreational facilities, including two indoor swimming pools, a full basketball court, classrooms and meeting rooms for youth, as well as standard exercise equipment. The Commission understands that neither of these resources would be considered to be public open space. However, each would include a number of uses that would relieve future open space demands, especially for active open space, created by residential and worker populations introduced by the proposed action.

The Commission notes that collectively, the requested special permits to allow public parking facilities (C 100209 ZSQ, C 100212 ZSQ, C 100213 ZSQ and C 100214 ZSQ) will facilitate the construction of a permanent 1,600-space parking facility and more than 1,100 interim parking spaces on three sites during the construction phase. The principal vehicular access for each of the sites is located on a major roadway or within one-quarter mile of a major roadway.

The Commission notes that the Flushing Commons site is located within one-quarter mile of four major streets, including Roosevelt Avenue, Main Street, College Point Boulevard and Northern Boulevard. The Commission further notes that two interim parking lots proposed to provide 956 parking spaces are located along College Point Boulevard. The remaining interim lot known as Municipal Lot #2 would provide 275 parking spaces during the construction phase and is located within one quarter mile of four major streets, including Roosevelt Avenue, Main Street, College Point Boulevard and Northern Boulevard. The Commission believes that the streets providing access to the parking lot sites will be adequate to handle traffic because of the close proximity of these locations to major roadways.

The Commission believes that each of the parking lot sites are located in such a way as to draw a minimum of vehicular traffic to and through local streets in nearby residential areas. The

Commission understands that changes to the existing roadway configurations surrounding the project garage are planned by DOT for implementation prior to the project's build year of 2013.

The Commission notes that adequate reservoir space is provided in the proposed plan for each of the parking areas. The Commission further notes that on the Flushing Commons site, 50 reservoir spaces would be provided at its entrances to accommodate automobiles. The Commission understands that the three interim parking sites are proposed to provide no less than 14 and no more than 34 reservoir spaces.

The Commission recognizes the need for flexibility to achieve the best possible site plan on this unique site in Downtown Flushing and believes that the proposed text amendment (N 100210 ZRQ) to extend the applicability of Section 23-142 to include C4-4 districts in Queens Community District 7, would result in an improved layout and function of the proposed program.

The Commission notes that the proposed text amendment (N 100211 ZRQ) to allow public parking lots as-of-right on a waterfront block would facilitate interim parking needs by modifying the zoning text to permit public parking on a waterfront block and increase the permitted term of an interim parking lot on Parcel Q-2 of the Waterfront Access Plan from five to ten years. The Commission also notes that this proposed text amendment would exempt the site from public access and visual corridor requirements for a period of up to ten years. The Commission notes that this measure will insure that this proposed parking lot site would be available for the duration of pre-development phase and construction of the Flushing Commons project.

The Commission heard testimony from 15 Flushing business owners primarily located on Union Street between Roosevelt Avenue and Northern Boulevard who are opposed to Flushing Commons. The Commission notes that approximately 150 small businesses are housed in three-to four-story buildings on Union Street with a diverse array of businesses and services from small jewelry and clothing stores, restaurants and bakeries, and professional legal and accounting services. The Commission understands that Municipal Lot #1 is a primary source of parking for many of the customers who frequent the businesses on Union Street. The Commission understands that business owners are concerned about the impacts on their businesses during the three year construction period of Flushing Commons. The Commission shares these concerns,

but also recognizes that the development of Flushing Commons will bring economic benefit to the area and notes that the FEIS prepared for the project did not identify any indirect business displacement impacts. The Commission, nonetheless, believes that proper remediation is desirable and consistent with the city's goal of economic revitalization, and would, therefore, encourage the applicant to work with the local Councilmember's office and continue outreach with the Union Street businesses in order to work on development of a fair and effective business assistance plan.

The Commission concurs with the Borough President that outreach with the local community should be ongoing with the relevant agencies with respect to parking and traffic issues as well as employment and business opportunities. The Commission is pleased that the Downtown Flushing Traffic Task Force, co-chaired by the Borough President and Councilmember, will meet monthly before, during and after the construction to provide a forum for providing updates to the community on Downtown Flushing traffic-related issues and addressing traffic issues that may arise. The Commission understands that the Borough President and Councilmember will also work together with the NYC Small Business Administration in developing the Business Assistance Plan for the most effective use of the business assistance fund that will be established to help small businesses affected during construction of the proposed projects.

The Commission is pleased to acknowledge a letter dated May 19, 2010 from Councilmember Peter Koo which outlines the components of a business assistance plan for local merchants and reiterates his office's commitment to continued negotiations with EDC and SBS in the development of an effective assistance plan. The Commission is also aware that Deputy Mayor Lieber in a letter dated April 5, 2010 to Community Board 7 and Councilmember Koo, gave assurances that his office will work closely with Community Board 7, Councilmember Koo and the Queens Borough President on the implementation of the small business assistance plan.

Similarly, the Commission finds that Senior Policy Advisor Robert Goldrich's May 20, 2010 letter satisfactorily explains how the development of affordable housing on the Macedonia AME portion of the Municipal Lot #1 site progressed in tandem with Flushing Commons. The Commission believes that the 140 units of affordable housing associated with Macedonia Plaza is appropriate.

In response to concerns raised by the public and Community Board 7 about the lack of parking on site, the Commission notes that the area is well-served by mass transit, buses and rail. The Commission further notes that the proposed Flushing Commons development will provide a total of 1,600 public parking spaces, which will replace the 1,101 parking spaces presently in the municipal lot.

The Commission understands Community Board 7's concerns about the shortage of senior housing, and notes that the proposed Macedonia project will be affordable to families and individuals, including senior citizens. The Commission believes that the project will help address the need for affordable housing in the area.

The Commission acknowledges that many of the conditions attached to Community Board 7's recommendations are beyond the Commission's purview, however, the Commission notes that Deputy Mayor Lieber, the Borough President, Councilmember Koo and the involved agencies have provided documentation describing their commitment to working with the community before, during and after the construction period to address the community's issues.

The Commission believes the proposed development will provide strong long-term benefits to Downtown Flushing and to the City as a whole and looks forward to the project's realization.

FINDINGS

The City Planning Commission hereby makes the following findings pursuant to Sections 74-743 of the Zoning Resolution:

- (1) the distribution of floor area, open space, dwelling units, rooming units and the location of buildings, primary business entrances and show windows will result in a better site plan and a better relationship among buildings and open areas to adjacent streets, surrounding development, adjacent open areas and shorelines than would be possible without such distribution and will thus benefit both the occupants of the general large-scale development, the neighborhood, and the City as a whole;
- (2) the distribution of floor area and location of buildings will not unduly increase the bulk of buildings in any one block or unduly obstruct access of light and air to the detriment of the occupants or users of buildings in the block or nearby blocks or of people using the public streets;

- (3) where a zoning lot of a general large-scale development does not occupy a frontage on a mapped street, appropriate access to a mapped street is provided;
- (4) considering the size of the proposed general large-scale development, the streets# providing access to such general large-scale development will be adequate to handle traffic resulting there from;
- (5) when the Commission has determined that the general large-scale development# requires significant addition to existing public facilities serving the area, the applicant has submitted to the Commission a plan and timetable to provide such required additional facilities. Proposed facilities that are incorporated into the City's capital budget may be included as part of such plan and timetable; (Not applicable)
- (6) where the Commission permits the maximum floor area ratio in accordance with the provisions of paragraph (a)(4) of this Section, the open space provided is of sufficient size to serve the residents of new or enlarged buildings. Such open space shall be accessible to and usable by all residents of such new or enlarged buildings, have appropriate access, circulation, seating, lighting and paving, and be substantially landscaped. Furthermore, the site plan of such general large-scale development shall include superior landscaping for open space of the new or enlarged buildings;
- (7) where the Commission permits the exclusion of lot area or floor area in accordance with the provisions of paragraph (a)(5) of this Section, such modification will facilitate a desirable mix of uses in the general large-scale development and a plan consistent with the objectives of the Inclusionary Housing program; and
- (8) a declaration with regard to ownership requirements in paragraph (b) of the general large-scale development definition in Section 12-10 (DEFINITIONS) has been filed with the Commission.

The City Planning Commission hereby makes the following findings pursuant to Sections 74-744(b) (Location of commercial uses in a general large scale development) of the Zoning Resolution:

- (1) the commercial uses are located in a portion of the mixed building that has separate access to the outside with no opening of any kind to the residential portion of the building at any story;
- (2) the commercial uses are not located directly over any story containing dwelling units; and

- (3) the modifications shall not have any adverse effect on the uses located within the building.

RESOLUTION

RESOLVED, that having considered the Final Environmental Impact Statement (FEIS), for which a Notice of Completion was issued on June 11, 2010, with respect to this application (CEQR No. 06DME10Q), the City Planning Commission finds that the requirements of the New York State Environmental Quality Review Act and Regulations have been met and that, consistent with social, economic, and other essential considerations:

1. From among the reasonable alternatives thereto, the actions to be approved are ones which minimize or avoid adverse environmental impacts to the maximum extent practicable; and
2. The adverse environmental impacts revealed in the environmental impact statement will be minimized or avoided to the maximum extent possible by incorporating as conditions to the approval those mitigative measures that were identified as practicable.

The report of the City Planning Commission, together with the FEIS, constitutes the written statement of facts, and of social, economic and other factors and standards, that form the basis of the decision, pursuant to Section 617.9(c)(3) of the SEQRA regulations; and be it further

RESOLVED that the City Planning Commission, in its capacity as the City Coastal Commission, has reviewed the waterfront aspects of this application and finds that the proposed action is consistent with WRP policies; and be it further

RESOLVED, by the City Planning Commission, pursuant to Sections 197-c and 200 of the New York City Charter, that based on the environmental determination, and the consideration and findings described in this report, the application submitted by Flushing Commons LLC and the NYC Economic Development Corporation for the grant of special permits pursuant to the following sections of the Zoning Resolution:

1. Section 74-743(a)(2) – to allow the location of buildings without regard for the height and setback requirements of Sections 23-632, 33-432 and 35-60, the rear yard

requirements of Sections 23-532 and 35-53, the rear yard setback requirements of Section 23-663, the minimum distance between buildings and minimum distance between legally required windows and building walls regulations of Section 23-711;

2. Section 74-743(a)(4) - to allow the maximum floor area ratio permitted pursuant to Section 23-142 without regard for height factor or open space ratio requirements;
3. Section 74-744(b) – to allow residential and non-residential uses to be arranged within buildings without regard for the requirements of Section 32-42.

to facilitate a proposed mixed use development, on property located at 38-15 138th Street, also known as 37-10 Union Street, (Block 4978, p/o Lot 25), in a C4-4 District, within a General Large Scale Development, Borough of Queens, Community District 7, is approved subject to the following terms and conditions:

1. The property that is the subject of this application (C 100208 ZSQ) shall be developed in size and arrangement substantially in accordance with the dimensions, specifications and zoning computations indicated on the following plans, prepared by Perkins Eastman Architects, filed with this application and incorporated in this resolution:

<u>Drawing No.</u>	<u>Title</u>	<u>Last Date Revised</u>
Z0.0	Cover Sheet & Drawing List	11/13/09
Z2.0	Zoning Analysis	01/19/10
Z3.0	Site Plan	11/13/09
Z4.0	Required Yards	11/13/09
Z4.1	Distance Btw Bldgs & Residential Lot Coverage	11/13/09
Z4.2	Open Space	11/13/09
Z4.3	Site Plan Waiver Diagram	11/13/09
Z5.0	Use Regulation Waiver Diagram I (Building AB)	11/13/09
Z5.1	Use Regulation Waiver Diagram II (Building CD)	11/13/09
Z6.0	Ground Floor Plan	11/13/09
Z7.0	Height & Setback Sections I	11/13/09
Z7.1	Height & Setback Sections II	11/13/09

Z7.2	Height & Setback Sections III	11/13/09
Z7.3	Height & Setback Sections IV	11/13/09
Z7.4	Height & Setback Sections V	11/13/09
Z11.0	Illustrative Landscape Plan	11/13/09
Z11.1	Illustrative Enlarged Landscape Plan I	11/13/09
Z11.2	Illustrative Enlarged Landscape Plan II	11/13/09
Z11.3	Illustrative Landscape Sections I	11/13/09
Z11.4	Illustrative Landscape Sections II	11/13/09
Z11.5	Illustrative Landscape Sections III	11/13/09
Z11.6	Illustrative Site Details	11/13/09

2. Such development shall conform to all applicable provisions of the Zoning Resolution, except for the modifications specifically granted in this resolution and shown on the plans listed above which have been filed with this application. All zoning computations are subject to verification and approval by the New York City Department of Buildings.
3. Such development shall conform to all applicable laws and regulations relating to its construction, operation and maintenance.
4. All leases, subleases, or other agreements for use or occupancy of space at the subject property shall give actual notice of this special permit to the lessee, sublessee or occupant.
5. Development pursuant to this resolution shall be allowed only after the attached Restrictive Declaration marked as Exhibit A hereto, as modified with any necessary administrative and technical changes acceptable to counsel to the Department, is executed by Flushing Commons LLC or its successor, and such declaration shall have been recorded and filed in the Office of the Register of the City of New York, County of New York.
6. Any ground disturbance of the project site in connection with this resolution shall be allowed only after a restrictive declaration in form and substance acceptable to the New York City Department of Environmental Protection, in relation to the identification of potential hazardous materials and remediation, is executed by Flushing Commons LLC or its successor, and such declaration shall have been recorded and filed in the Office of the Register of the City of New York, County of New York.

7. Upon the failure of any party having any right, title or interest in the property that is the subject of this application, or the failure of any heir, successor, assign, or legal representative of such party, to observe any of the covenants, restrictions, agreements, terms or conditions of this resolution whose provisions shall constitute conditions of the special permit hereby granted, the City Planning Commission may, without the consent of any other party, revoke any portion of or all of said special permit. Such power of revocation shall be in addition to and not limited to any other powers of the City Planning Commission, or of any other agency of government, or any private person or entity. Any such failure as stated above, or any alteration in the development that is the subject of this application that departs from any of the conditions listed above, is grounds for the City Planning Commission or the City Council, as applicable, to disapprove any application for modification, cancellation or amendment of the special permit hereby granted.

8. Neither the City of New York nor its employees or agents shall have any liability for money damages by reason of the city's or such employee's or agents failure to act in accordance with the provisions of this special permit.

The above resolution (C 100208 ZSQ), duly adopted by the City Planning Commission on June 23, 2010 (Calendar No. 4), is filed with the Office of the Speaker, City Council, and the Borough President together with a copy of the plans of the development, in accordance with the requirements of Section 197-d of the New York City Charter.

AMANDA M. BURDEN, FAICP, Chair
KENNETH J. KNUCKLES, ESQ., Vice Chairman
ANGELA M. BATTAGLIA, RAYANN BESSER, IRWIN G. CANTOR, P.E.,
ALFRED C. CERULLO, III, BETTY Y. CHEN, RICHARD W. EADDY,
NATHAN LEVENTHAL, ANNA HAYES LEVIN, Commissioners

MARIA M. DEL TORO, Commissioner, Recused

KAREN A. PHILLIPS, Commissioner Voting No, dissenting statement attached

COMMISSIONER KAREN PHILLIPS

FLUSHINGS COMMONS STATEMENT

Today we celebrate a milestone for the Flushings Commons project following years of study and continued implementation of the NYC strategy to reduce the number of municipal parking facilities. The large publicly owned site that is being invested in through this innovative project represents an irreplaceable asset to the City. Our charge in overseeing this disposition is to insure that its value is fully realized, and that the proposal produces the greatest possible benefit to NYC.

The program for this site is expansive and represents many of the desires expressed over the last 5 years by this community's leadership. The open space, parking, community facility, commercial space and housing development will result in a major change for this bustling commercial district. Flushing has been enlivened by the Asian business community that has transformed a marginal shopping area into a vibrant retail center. The creation of Flushing Commons will greatly impact this current retail activity. It is important to insure that this transition and upgrade to neighborhood character maintain the vitality of the current business environment while bringing in new retail establishments and residents.

In the City Planning Commission's review and guidance to proposed improvements in this city, recommendations should foster growth of so called 'emerging' communities without destroying the very characteristics that made them attractive in the first place. Here small, primarily Asian businesses will be affected by this development in ways that are predictable. EDC has been proactive in providing alternative parking sites to accommodate the loss of municipal parking spaces and setting up a fund to assist businesses in the area survive the construction phase of the project. However, more work should be done that includes shuttle buses to some of the new lots, continuous information bulletins and language appropriate marketing of the area, and detailed investigation of ways to preserve and upgrade existing businesses. Perhaps some method can be devised to provide incentives to property owners to maintain commercial rent levels for a few years following construction, while the currently resourceful merchants get back on their feet and try to compete with new market demands.

The existing parking facility is an excellent example of the impact of urban renewal! The effect of those public actions on the African American community and the historic Macedonia AME church itself are still "in your face" after 3 decades. In one corner we have Macedonia's low income housing that represents only 18% of the total units to be built on the entire city owned site. I feel these units should be supplemented with at least 10% middle income housing on the Flushings Commons' site, with levels that target 100 - 150% of median income, work force

housing. In that fashion there would be public input into the selection of future residents, and the existing neighborhood would be better positioned to obtain housing on this major section of the site. Please let this project go forward with an action now that insures that we don't create an 'us, them and them' situation in downtown Flushing.

The provision of affordable housing is a critical issue in the City of New York and has been a prominent feature of current leadership. However, the crisis of affordable housing cannot be left out of any disposition of city owned land when NYC faces so much growth in our population. How can we maintain a livable city for the future when, for example, NYC grew by 686,000 residents between 1990 and 2000 while 81,000 units of housing were created. Those units obviously didn't accommodate the demand generated by serious problems of homelessness and overcrowding, and, as we now know, the decade of the great 'boom' in residential development was tilted to the 'luxury market' while population and need for affordable housing experienced a greater growth. Rarely has there been a development project that has received NYC land for housing development when there was not at least 20% designated for affordable units to some income level of the population below market rate..

Though I applaud the developer and EDC for all of the community benefits that were a part of the proposed project, NYC owned land is a scarce and precious resource that needs to address the needs of this city and all its residents. I recognize that during the creation of this Flushing Commons project the economic conditions in the world have changed. The developer is bound by a proposal that provided him the opportunity to undertake this project, and will continue to benefit when the market for residential and commercial development eventually shifts as has been the historical trend. In any case, NYC will never have 5 acres in the middle of this transit rich, commercially viable area in the most diverse borough of Queens. Therefore, NYC must dispose of this precious treasure as astutely as possible.

I vote NO on this project.

Queens Borough President Recommendation

APPLICATION: ULURP C100208 ZSQ

COMMUNITY BOARD: Q07

DOCKET DESCRIPTION

IN THE MATTER of an application submitted by Flushing Commons LLC and the NYC Economic Development Corporation pursuant to Sections 197-c and 201 of the New York City Charter for the grant of special permits pursuant to the following sections of the Zoning Resolution:

1. Section 74-743(a)(2) - to allow the location of buildings without regard for the height and setback requirements of Sections 23-632, 33-432 and 35-60, the rear yard requirements of Sections 23-532 and 35-53, the rear yard setback requirements of Section 23-663, the minimum distance between buildings and minimum distance between legally required windows and building walls regulations of Section 23-711;
2. Section 74-743(a)(4)* - to allow the maximum floor area ratio permitted pursuant to Section 23-142 without regard for height factor or open space ratio requirements;
3. Section 74-744(b) - to allow residential and non-residential uses to be arranged within buildings without regard for the requirements of Section 32-42;

to facilitate a proposed mixed use development, on property located at **38-15 138th Street a.k.a. 37-10 Union Street**, Block 4978, p/o Lot 25, in a C4-4** District, within a General Large-scale Development, Flushing, Borough of Queens. (Related items: BSA# 326-09 BZ, ULURP# C100206 PPQ, C100207 ZMQ, C100208 ZSQ, C100209 ZSQ, N100210 ZRQ, N100211 ZRQ, C100212 ZSQ, C100213 ZSQ, C100214 ZSQ, N100215 ZCQ)

* Section 74-743(a)(4) is proposed to be changed under a concurrent related application (N100210 ZRQ) for a zoning text change; and

** The site is proposed to be rezoned from a C4-3 to a C4-4 District under a related application (C100207 ZMQ).

PUBLIC HEARING

A Public Hearing was held in the Borough President's Conference Room at 120-55 Queens Boulevard on April 20, 2010 at 10:30 A.M. pursuant to Section 82(5) of the New York City Charter and was duly advertised in the manner specified in Section 197-c (i) of the New York City Charter. The applicant made a presentation. There were fifteen (15) speakers in favor, thirteen (13) speakers opposed to the application. The hearing was closed.

CONSIDERATION

Subsequent to review of the application and consideration of testimony received at the public hearing, the following issues and impacts have been identified:

- This application is requesting special permits to allow the location of the buildings without regard for the height, setback, rear yard, the minimum distance between buildings and minimum distance between legally required windows and building walls, to allow the maximum floor area ratio without regard for height factor or open space ration requirement, and to allow residential and non-residential uses within buildings to facilitate redevelopment of the existing Flushing Municipal Lot #1 with construction of Flushing Commons a mixed-use development in a C4-4 District within a General Large-Scale Development;
- Flushing Commons is a proposed 1.16 million sf mixed-use development containing approximately 620 market rate residential units, up to 275,000 sf of retail and restaurant space, up to 234,000 sf for commercial use or 250 hotel rooms, up to 98,000 sf of community facility including the shell and core for a 62,000 sf YMCA facility to be provided by the developer. The mixed-use development would be located in three building groups with retail space on the ground level and residential towers above. Dependant upon market conditions a commercial or hotel building is proposed for the southeast corner of the project site. Public parking would be provided in a 1,600 space below-grade garage that would replace the existing 1,101 municipal parking lot. The project would include a 1.5 acre publicly accessible open space available for the programming of public events and function as a town square with a formal plaza, terraced lawn, seating, and a water feature. Pedestrian passageways would connect the open space and provide access through the site to 37th Avenue, 39th Avenue, 138th Street and Union Street. Two residential buildings at the north side of the site on 37th Avenue would stand above a 2 to 3-story commercial base and the total heights would be 17-stories above the open space area. In the southeastern corner of the site on 39th Avenue and Union Street, a residential building and

QUEENS BOROUGH PRESIDENT RECOMMENDATION

ULURP #C100208 ZSQ

PAGE 2

a hotel/office building would be built over a base that contains retail, restaurant space and the 62,000 sf YMCA. The building heights would be approximately 16 stories and approximately five to six stories respectively. An approximately five- to six-story building to be located at the southwest edge of the site would contain retail and office uses and is designed to form a continuous streetwall with existing buildings;

- The Macedonia Plaza project site is located on the northwest corner of the rezoning area around the Macedonia AME Church. In a related action, approximately 30,000 sf will be disposed by the Department of Housing and Preservation (HPD) to the Macedonia AME Church that would result in a 41,490 sf development parcel. Macedonia Plaza is a proposed 14-story mixed-use development comprising up to 140 affordable residential units, 5800 sf community facility space to house a daycare center and 7200 sf of retail space.;
- Downtown Flushing is the major intermodal transit hub of northeast Queens. The site is one block north of the Flushing-Main Street station, the terminus of the No 7 Flushing line, within four blocks of the Long Island Rail Road Flushing Main Street Station, and central to over 20 radial bus routes connecting to various sections of eastern Queens, Manhattan, the Bronx, and Nassau County. Also La Guardia Airport is located approximately four miles northeast of the site. The Main Street and Roosevelt Avenue intersection has been identified as the third busiest pedestrian intersection in New York after Times Square and Herald Square. The Department of Transportation (DOT) has been studying and designing traffic circulation improvements for Downtown Flushing for years. DOT will implement a modified 2-way pedestrian and traffic improvement program in July 2010 for a 6-month trial to address longstanding congestion, traffic circulation and pedestrian safety issues;
- The subject block is mostly occupied by Flushing Municipal Parking Lot #1 (Lot 25) with approximately 1,100-space parking spaces. The eastern portion of the parking lot is on street level, while the western portion is a bi-level parking deck. The upper deck is designated for 451 long-term parking spaces. The street level parking is broken down as follows 538 short term spaces, 72 reserved permit spaces and 40 spaces reserved for NYPD use. The remainder of the block (Lot 46 – approximately 10,000 sf) is occupied by the Macedonia African Methodist Episcopal (AME) Church on the east side of the parking lot along Union Street;
- The site is located in the heart of Downtown Flushing. The immediate surrounding area is currently zoned C4-3 and developed with a mix of commercial and residential uses and community facilities. The recently completed 12-story Queens Crossing is a mixed-use development located directly across 138th Street, between 38th and 39th Avenues. The block immediately east of the site is developed with a mix of commercial and residential uses as well as the 109th Police Precinct directly across Union Street. The Lippmann Arcade, a pedestrian passageway, connects the south of the subject block to Roosevelt Avenue. Development around the intersection of Main Street and Roosevelt Avenue includes a variety of national and regional chain stores, as well entrances on each of the corners of the intersection to the No. 7 subway station. The LIRR station is one block farther south at Main Street and 40th Road. A variety of institutional uses are located throughout the area amongst residential and commercial uses including public schools, hospitals, religious institutions, senior housing facilities, and community centers. Additional municipal parking facilities are located immediately south of the LIRR station on 41st Avenue (Municipal Lot 3), at the northeast corner of 39th Avenue and Prince Street (Municipal Lot 2) and under the Northern Boulevard Viaduct (Municipal Lot 4). The site is located within the “flight obstruction area” for LaGuardia Airport;
- In 2002, the Mayor’s Office established the Downtown Flushing Task Force consisting of city and state technical agencies, local developers and business owners, community board members and local elected officials to work with the consultant firm Cooper Carry on a community planning process focused on the Downtown Flushing area of Queens. In 2004, the Task Force produced the Downtown Flushing Development Framework which proposed redevelopment of Flushing Municipal Lot #1 as a way to reconnect and renew Downtown flushing. Some of the goals of the redevelopment were stated as follows: to create a town square-style public open space; enhancement of the pedestrian environment with street-level retail; help meet housing demand and stabilize the retail market; maintain competitively priced parking on-site; to serve as a clear example of high-quality design and construction for the area;
- Following a Request For Proposals process, the Flushing Commons development team was selected to redevelop Flushing Municipal Parking Lot #1. These projects have gone through many years of planning and meetings with elected officials, Community Board 7, nearby business owners and area residents. To address many issues that were raised a letter from former Deputy Mayor Daniel Doctoroff was sent to former Councilmember John Liu confirming some of agreed upon conditions between NYCEDC and the developer including a parking rate cap for five years, business interruption plans and youth center space;
- The existing municipal parking facility on the site would be closed and demolished at the start of construction. The parking lot currently accommodates short-term parking as well as long-term commuter parking. To accommodate the short-term parking demand during construction, the proposed project includes an interim plan for public parking facilities on three nearby sites providing a total of 1,144 public parking spaces. Three interim-parking sites owned by the developer are located at the existing Flushing Mall north and south of 37th Avenue between Prince Street and College Point Boulevard which would provide 647 temporary public parking spaces, a 4-acre parcel also owned by

the developer at College Point Boulevard between 39th and 37th Avenues would provide 309 temporary public spaces, and the existing Municipal Lot #2 (Prince Street between 38th and 39th Avenues) would be increased from 87 spaces to 275 public parking spaces. The current long-term parking at Flushing Municipal Lot #1 will be moved to the Citi Field parking lot permanently. The interim parking fees will be capped well below market-rate and increased only for inflation during the expected three-year construction period and first two years after the completion of the project. The parking rate cap would be removed after approximately 5 years and the applicant has stated that parking fees will remain below-market rate. A parking validation program will be available for all neighborhood merchants and businesses;

- A letter dated April 5, 2010 from Deputy Mayor Robert Lieber was sent to Councilmember Peter Koo and CB 7 to assure that his office would work diligently to achieve the following: a liaison from the developer's construction management firm will be provided and meet on a monthly basis with CB 7, the Queens Borough President's Office and Councilmember Peter Koo before and during construction; construction workers will park on site, the Queens Crossing garage or other off-street parking facilities, not on street; the YMCA will present to CB 7 before YMCA begins to market the sale of their Northern Boulevard property and update the sales progress; the City will work with Councilmember Peter Koo on the implementation of the small business assistance plan and will present the plan to Queens Borough President and CB 7; NYPD will remove evidence vehicles expeditiously; any issues with parking associated with 109th Precinct will be addressed in monthly District Service Cabinet Meetings; Muni Lot #2 for 275 valet parking spaces and Flushing Commons parking garage will be public parking facilities licensed by the NYC Department of Consumer affairs; the 1600 parking spaces in Flushing Commons will exceed the amount required by the RFP; during the three-year construction period and for the first two years of operations after opening Flushing Commons' and Muni Lot 2's parking rate will be capped as stipulated in Doctoroff/Liu letter; thereafter, parking rates will be competitive with other Queens retail centers; the School Construction Authority (SCA) assesses the school capacity need within each area of School District 25 where the Flushing Common is located annually and will adjust recommendations based on sustained trends; EDC will work with CB 7, the Flushing BID and the Flushing Chamber of Commerce to encourage to bring a multiplex movie theater in Downtown Flushing; additional 24 mini-meters will be installed on Main and Union Streets; DOT will work with the community and businesses to study all on-street parking options; the completion of computerization of traffic signals anticipated by the end of June 2011; the pilot pedestrian and traffic improvement proposal (the modified 2-way operation) will be implemented in July for a 6-month trial; if warranted, the one-way pairing of Main and Union Streets will be explored; DOT is planning to conduct a traffic monitoring program for the Downtown Flushing Traffic and Safety Improvement (the modified two-way operation). Based on the analysis of the traffic data and field observations, additional improvement measures will be implemented; HPD has been working with Macedonia Development Corporation to ensure an experienced development team is formed;
- Community Board 7 (CB 7) approved this application with conditions by a vote of thirty-seven (37) in favor with none (0) against and one (1) abstaining at the Community Board meeting held on April 5, 2010. CB 7's conditions of approval for the proposed Flushing Commons development were as follows: CB 7 wants a Letter of Agreement signed by the NYPD commanding officer of 109th Precinct and NYPD Queens North Borough Commander confirming the conditions stated in the Deputy Mayor's letter to CB 7 regarding the police evidence cars and; police parking; parking rate structure be capped in perpetuity as per the terms of the Doctoroff-Liu Letter of Agreement dated July 11, 2005; the permanent location and rates for Long Term Parking Needs of the Merchants and Workers of Flushing be addressed; CB 7 must be included the Draft RFP process for the operation of Muni Lot #2; ongoing support of Queens Borough President Helen Marshall and Councilmember Peter Koo to ensure the Small Business Interruption Plan is effective; if the modified two-way traffic plan is deemed unsuccessful or insufficient by the agreed December 31, 2010 Trail conclusion date, DOT should immediately implement the one-way pair plan; uniform signage for all commercial space with English as primary language; CB 7 must have input and approval regarding sale of the current YMCA site; YMCA provide subsidized "Strong Seniors" program, day care service, summer day camp, "Open Pool-Free Swim" for Flushing residents and free lunchtime use of facility for workers in Downtown Flushing; the proceeds of the purchase price of Flushing Municipal Lot #1 be reinvested into capital improvements and programs for Downtown Flushing including extension to the Mezzanine Corridor for the Main Street Subway Station, the current YMCA parking lot on 37th Avenue for municipal neighborhood parking, consideration given to the current YMCA site as a school, and movie theater in the area. CB 7's conditions of approval for the proposed Macedonia Plaza affordable housing project were as follows: the affordable housing complex must provide parking; the 7,500sf retail component should be eliminated and the space be replaced with additional housing units or community space; senior affordable housing be included; and construction of Macedonia Plaza should be delayed to allow customer parking for Union Street merchants;
- At the Borough President's Land Use Public Hearing, many speakers expressed concerns about the loss of the 1101 parking spaces during the three-year construction period and increased traffic after the completion of the project that will affect the small businesses especially those directly around Flushing Municipal Lot #1. There were also speakers who were supportive of the plan to develop the site with new retail, open space, housing and employment opportunities.

RECOMMENDATION

Based upon the above consideration, I hereby recommend approval of this application with the following conditions:

- The Queens Borough President together with Councilmember Peter Koo will co-chair the Downtown Flushing Traffic Task Force comprised of representatives from the Mayor's Office, Community Board 7, NYPD, Department of Transportation, Police Department, Fire Department, Metropolitan Transportation Authority, Flushing Commons and Macedonia Plaza projects, Flushing BID, community representatives, business owners and all other affected parties to have monthly meetings before, during and after construction. The meetings will be a forum for the relevant agencies to give updates on Downtown Flushing traffic related issues, to work out solutions to any traffic issues that may arise, construction updates and to receive input from the community on traffic concerns;
- The developers should make an ongoing outreach effort to inform and promote opportunities available to the community and local MWBE firms to provide goods and services for the project during construction and allow local MWBEs to participate in the commercial activity that will occur after construction is completed;
- Small businesses particularly those along the perimeter surrounding the proposed projects on 37th & 39th Avenues, 138th Street and along the Union Street between Roosevelt Avenue north to Northern Boulevard will most be directly impacted during construction and by the loss of public parking at the removal of Flushing Municipal Parking Lot #1. The Queens Borough President will work with Councilmember Peter Koo and the NYC Small Business Administration in developing the Business Interruption Plan for the most effective use of the \$2 million business assistance fund that will be established to help small businesses affected during construction of the proposed projects;
- The availability of affordable parking spaces is of utmost importance to attract customers to small businesses in the area. Therefore, parking rates for the Flushing Commons should be maintained below-market rate close to municipal rates beyond the five-year cap. Public parking must be affordable to sustain and support the existing local small businesses who have invested heavily into their trust of the future economic health of Downtown Flushing;
- Downtown Flushing is most used major intermodal transit hub in New York City outside of Manhattan. The Roosevelt Avenue and Main Street Intersection is the third busiest intersection with the heaviest volumes of pedestrian traffic topped only by Times Square and Herald Square in Manhattan. Traffic enforcement agents should be posted year round at the Roosevelt Avenue and Main Street intersection during the peak rush hours Monday through Friday and during the Saturday and Sunday peak hours identified in the Environmental Impact Statement to keep traffic flowing in an orderly manner. The presence of traffic enforcement agents at these locations should be permanent basis like other two busiest intersections in the City, not just for the duration of DOT's Pedestrian Traffic Improvement Pilot program;
- As part of the Business Interruption Plan, the City should explore various means to help small businesses including aggressive marketing strategies, tax relief programs, and alternative parking spaces closer to help them during the construction period.;
- Downtown Flushing is a growing residential community with thriving commercial and retail activity. The retail and commercial mix that will be brought into Flushing Commons should not be duplicative of the goods and services readily found in Downtown Flushing today. Instead, new retail and commercial uses, such as a national book chain that would complement the existing businesses in Downtown Flushing should be sought for Flushing Commons.


PRESIDENT, BOROUGH OF QUEENS


DATE

Community/Borough Board Recommendation

CITY PLANNING COMMISSION
22 Rade Street, New York, NY 10007
FAX # (212) 720-3356

Application # C 100208 ZSQ
CEQR # 06DME010Q
Community District No. 07 Borough: Queens
Community District No. 7 Borough: QUEENS
Project Name: Flushing Commons

INSTRUCTIONS

1. Complete this form and return one copy to the Calendar Information Office, City Planning Commission, Room 2E, at the above address.

2. Send one copy of the completed form with any attachments to the applicant's representative at the address listed below, one copy to the Borough President, and one copy to the Borough Board, when applicable.

Docket Description:

IN THE MATTER OF an application submitted by Flushing Commons LLC and the NYC Economic Development Corporation pursuant to Sections 197-c and 201 of the New York City Charter for the grant of special permits pursuant to the following sections of the Zoning Resolution:

- Section 74-743(a)(2) - to allow the location of buildings without regard for the height and setback requirements of Sections 23-632, 33-432 and 35-60, the rear yard requirements of Sections 23-532 and 35-53, the rear yard setback requirements of Section 23-663, the minimum distance between buildings and minimum distance between legally required windows and building walls regulations of Section 23-711;
- Section 74-743(a)(4)* - to allow the maximum floor area ratio permitted pursuant to Section 23-142 without regard for height factor or open space ratio requirements;
- Section 74-744(b) - to allow residential and non-residential uses to be arranged within buildings without regard for the requirements of Section 32-42;

to facilitate a proposed mixed use development, on property located at 38-15 138th Street a.k.a. 37-10 Union Street (Block 4978, p/o Lot 25), in a C4-4** District, within a General Large-Scale Development, Borough of Queens, Community District 7.

Note: * Section 74-743(a)(4) is proposed to be changed under a concurrent related application (N 100210 ZRQ) for a zoning text change; and

** The site is proposed to be rezoned from a C4-3 to a C4-4 District under a related application (C 100207 ZMQ).

Plans for this proposal are on file with the City Planning Commission and may be seen in Room 3N, 22 Rade Street, New York, N.Y. 10007.

Applicant(s):

Flushing Common LLC
1221 Avenue of Americas, New York, New York
10020

NYC Economic Development Corporation
110 William Street, New York, NY 10038

Applicant's Representative:

Robert S. Davis, Esq.
Bryan Cave LLP
1290 Avenue of the Americas,
New York, New York 10104

Community Board No. 7 Borough: Queens

Borough Board

Date of public hearing: MARCH 22, 2010

Location: 7:00 P.M.

Was a quorum present? YES NO

A public hearing shall require a quorum of 20% of the appointed members of the board, but in no event fewer than seven such members.

Vote adopting recommendation taken: APRIL 5, 2010 location: same

RECOMMENDATION

Approve

Approve With Modifications/Conditions SEE ATTACHED

Disapprove

Disapprove With Modifications/Conditions

Explanation of Recommendation-Modification/Conditions (Attach additional sheets if necessary)

MOTION - TO APPROVE AS PER ATTACHED LETTERS AND COMMITTEE REPORT.

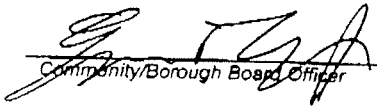
Voting

In Favor: 37

Against: 0

Abstaining: 1

Total members appointed to the board: 50


Community/Borough Board Officer

CHAIRPERSON

Title

APRIL 6, 2010

Date

v.012006w

* Indicates application was certified by the CPC pursuant to Section 197-C(c) of the City Charter.

TO: Gene Kelly – Chairman CB#7 Queens
FROM: Chuck Apelian
RE: FLUSHING COMMONS – Macedonia Plaza Affordable Housing
DATE: April 5, 2010

Our Committee met numerous times since these projects were certified on January 25, 2010 (Attendance Sheets in File). After exhaustive presentations and detailed questioning, our Committee voted to conditionally approve these projects as per the attached Letter of Agreement from Deputy Mayor Robert Lieber dated April 5, 2010 (DM LETTER), and our following stipulations:

POLICE

- We want a Letter of Agreement signed by the NYPD Commanding Officer of 109th Precinct and NYPD Queens North Borough Commander confirming terms #5 and #6 in DM LETTER.

PARKING/TRAFFIC

- We want the Parking Rate Structure *capped* in perpetuity as per the terms of the Doctoroff-Liu Letter of Agreement dated July 11, 2005 (DOCTOROFF LETTER).
- We want a plan addressing the permanent location and rates for Long Term Parking Needs of the Merchants and Workers of Flushing (including those of Flushing Commons).
- CB#7 must be included the Draft RFP process for the operation of Muni Lot #2.
- We need the ongoing support of Queens Borough President Helen Marshall and NYC CM Peter Koo to ensure the Small Business Interruption Plan is effective and allows all merchants the opportunity to remain open during the Construction period of both projects.
- If the Modified Two-Way Traffic Plan is deemed unsuccessful or insufficient by the agreed December 31, 2010 Trail conclusion date, we want NYC DOT to immediately implement the One-Way Pair approved by CB#7 and the Flushing Business Groups.

SIGNAGE

- We want Uniform Signage for all Commercial Space with English as Primary Language.

MACEDONIA PLAZA

- The Affordable Housing Complex must provide parking. It is unconscionable to build 140 units of housing in downtown Flushing and not provide *any* parking. Where will these residents park? Where will the Congregants of the Macedonia Church park once free Sunday parking is eliminated in Muni Lot #1? There is a great concern the Church is creating a parking and traffic nightmare on Union Street that will not be able to be mitigated.
- The 7,500 SF Retail Component should be eliminated and this space should be replaced with approximately 10 – 12 additional housing units or Community Space. There will be 300,000 SF of new Retail space provided in Flushing Commons; the proposed Macedonia retail space is duplicitous.
- There is a shortage of Senior Housing in Downtown Flushing; therefore, we want Senior Affordable Housing included in this building.
- The project is in close proximity south of the Union Street Merchants. Construction of Macedonia Plaza should be delayed to allow customer parking for Union Street Merchants.

YMCA

Everyone agrees the YMCA is a great community organization and a great fit for Downtown Flushing. However, the size and cost of their New Facility in Flushing Commons has increased subsequent to the terms of the DOCTOROFF LETTER. This comes at a price since other components promised in this project (i.e. Movie Theatre, National Bookstore, Business Class Hotel, capped parking rates) are no longer included. Also the YMCA remains in control of the sale of their existing Site on Northern Boulevard and Bowne Street, which could potentially cause problems for our Community if the property falls into the hands of the wrong developer.

Therefore, we believe YMCA has an obligation to the people of Flushing to agree to the following:

- CB#7 must have input and approval regarding sale of their existing Northern Boulevard Site.
- We want Open Enrollment in a Subsidized "Strong Seniors" program for Flushing residents.
- We want Subsidized Day Care Service for Flushing residents.
- We want Free Lunchtime use of Facility for workers in Downtown Flushing.
- We want Free designated time for "Open Pool-Free Swim" for Flushing residents.
- We want a Subsidized Summer Day Camp enrollment for Flushing residents.

INVESTMENT OF PURCHASE PRICE

On December 13, 2004, CB#7 *unanimously* passed the attached Resolution insisting the Proceeds of the Purchase Price of Flushing Municipal Lot #1 be reinvested into Capital Improvements and Programs for Downtown Flushing.

We the people who live and work in Flushing have made this land valuable, and the benefit of this value should remain within the community where it was created.

We also recognize NYC will benefit tremendously from the development of this site due to:

- a) An increase in NYC Real Estate Tax revenues generated by this development, and
- b) An increase in NYC Sales Tax revenues generated by additional retail commerce, and
- c) An increase in NYC Income Tax revenues generated by additional construction and permanent employment.

Therefore as part of the reinvestment into Downtown Flushing, we ask our Elected Officials to support us with the following needs:

- We want Extensions to the Mezzanine Corridor for the Main Street Subway Station extended North along Main Street to Queens Crossing (39th Avenue) and West along Roosevelt Avenue to Prince Street to alleviate congestion at the Intersection of Main Street and Roosevelt Avenue (the third most congested pedestrian intersection in NYC).
- The City should purchase the current YMCA Parking Lot on ~~Bowne Street~~ ^{37th Ave} and maintain its use for neighborhood parking.
- We want additional schools in the Downtown Flushing area, and the current YMCA Site on Northern Boulevard and Bowne Street should be retrofitted as a school.
- We want a Movie Theatre included in this project as per the DOCTOROFF LETTER.

Our Full Committee Vote was 14-3 to approve, and your Community Board Members in Committee voted unanimously 14-0 to approve.

Respectfully Submitted,

Chuck Apelian
Committee Chair - Flushing Commons - Macedonia Plaza
Land Use Co-Chair - CB#7
Vice Chair - Community Board #7



THE CITY OF NEW YORK
OFFICE OF THE MAYOR
NEW YORK, N.Y. 10007

ROBERT C. LIEBER
DEPUTY MAYOR FOR ECONOMIC DEVELOPMENT

April 5, 2010

Councilman Peter Koo
135-27 38 Ave, Suite 388
Flushing, NY 11354

Chairman Eugene T. Kelty Jr.
Vice Chair Chuck Apelian
Queens Community Board #7
133-32 41st Road, Third Floor
Flushing, NY 11355

Dear Councilman Koo, Chairman Kelty, and Vice Chair Apelian:

The Flushing Commons and Macedonia Plaza projects should generate \$850 million in economic output from construction, and an estimated \$720 million in annual economic output from operations and expenditures into Downtown Flushing at a time when new jobs are most needed. The projects are the result of a comprehensive multi-year planning process involving City and State agencies, local and state elected officials, community members, advocacy groups, and local business leaders. The mixed-use development program will provide a broad range of benefits to the community including:

- Approximately 2,600 construction and 1,900 permanent jobs;
- 1.5 acres of public outdoor open space to support community sponsored cultural events and performances;
- A 62,000-square foot, state-of-the-art YMCA which will include a full size gym/basketball court, running track, two pools, daycare and a significant youth center;
- 36,000 additional square feet of community space;
- The creation and implementation of a comprehensive strategy to identify local businesses and residents to work on the project during and after construction;
- The use of low impact development techniques and green building technologies by the Flushing Commons developer to achieve LEED certification;
- \$2 million allocated to assisting small businesses affected by the construction of the project;
- A 1,600 space parking garage sized to meet parking demand and priced at below-market rates;
- Dynamic retail options that will complement existing retail supply, including outdoor cafes and seating areas;

- Parking capacity at Muni Lot 2 increased from 87 spaces to 275 spaces;
- 1,144 additional interim parking spaces within four blocks of Muni Lot 1 during construction;

Since January, this office, New York City's Economic Development Corporation (EDC), Department of Transportation (NYCDOT), Department of Housing Preservation and Development (HPD), and the developers of the Macedonia Plaza and Flushing Commons projects have met more than ten times with the Community Board and its leadership. During these meetings we have heard concerns regarding the following issues which I would like to address directly at this time. The purpose of this letter is to assure you that my office will work diligently to achieve the following:

Construction:

1. A liaison from the developers' construction management firm will be provided to interface with the community and meet on a monthly basis with Community Board 7, the Queens Borough President's Office and the Councilman before and during construction.
2. Construction workers will be expected to park on the site and will be encouraged to park at the Queens Crossing garage or other off-street parking facilities, and discouraged from parking on-street.

YMCA:

3. The YMCA will present to Community Board 7's land-use committee before the YMCA begins to market the sale of their Northern Boulevard property. The YMCA will also update the land-use committee on progress.

Business Interruption Plan:

4. We will work with Councilman Koo on the implementation of the small business assistance plan and will present the plan to the Queens Borough President and Queens Community Board 7's land-use committee.

Police Parking:

5. NYPD will make their best efforts to remove evidence vehicles expeditiously.
6. In the event that concerns arise around parking associated with the 109th Precinct, representatives from Patrol Borough Queens North, EDC and NYCDOT will address those issues with the community at the monthly District Service Cabinet Meetings.

Parking:

7. Muni Lot 2 will be reconstructed with stackers to provide 275 valet parking spaces and will be a public parking facility licensed by the New York City Department of Consumer Affairs.
8. The Flushing Commons parking garage will be a public parking facility licensed by the New York City Department of Consumer Affairs.

9. The 1,600 parking spaces in Flushing Commons will exceed the amount required by the RFP by 75 parking spaces. The combined total of 1,875 parking spaces in Flushing Commons and Muni Lot 2 will fulfill the understanding in the Doctoroff/Liu letter that all of the public parking spaces currently located on Site (1,101) will be replaced within the proposed development, and additional parking as required under C4-4 zoning (700) will be provided.
10. During the projected three-year construction period and for the first two years of operations after opening, Flushing Commons' and Muni Lot 2's parking rates will be capped as stipulated in the Doctoroff/Liu letter. Thereafter, parking rates will be competitive with other Queens retail centers.

School:

11. The School Construction Authority (SCA) assesses the school capacity need within each area of School District 25 annually and will adjust recommendations based on sustained trends. Downtown Flushing is part of a larger subdistrict of District 25 that SCA analyzes in developing capacity recommendations for the Department of Education's five-year capital plan. In September 2008, PS 244 opened and added approximately 350 seats to the Downtown Flushing area.

Movie Theater:

12. EDC will work with Queens Community Board 7, the Flushing BID and the Flushing Chamber of Commerce to encourage future developers of sites in Downtown Flushing to develop a multiplex movie theatre.

Traffic/DOT:

13. NYCDOT has already begun the installation of muni-meters in the downtown area – 136 muni-meters have replaced 863 single space meters along Northern Boulevard and the Avenues between Northern Boulevard and Roosevelt Avenue. The remaining 24 muni-meters will be installed on Main and Union Streets as soon as the planned sidewalk widening is completed. The Department is committed to working with the community and businesses to study all on-street parking options, including establishing loading zones and exploring the potential for commercial muni-meters within downtown Flushing.
14. Computerization of traffic signals along 14th Avenue, 20th Avenue, 32nd Avenue, 150th Street, 164th Street, Booth Memorial Avenue, College Point Blvd, Cross Island Parkway service roads, Francis Lewis Blvd, Kissena Blvd, Linden Place, Parsons Blvd, Sanford Ave, Union Street, Utopia Parkway, the Whitestone Expressway service roads, and Willets Point Blvd is well underway. To date, 310 of the 360 planned Advanced Solid State Traffic Controllers (ASTC) have been installed. The remaining 50 should be completed by September. The ASTCs are required to gain connectivity to the central computer system. The connections to the central computer network will begin in July. DOT anticipates full connection to the computer network

by the end of June 2011 as long as construction delays are not experienced. (Major weather events or other unforeseen circumstances cannot be predicted).

15. The pilot pedestrian and traffic improvement proposal for the downtown Flushing area will be implemented in July for a 6-month trial. The modified 2-way plan will be adjusted as traffic conditions and pedestrian activities are analyzed and will be coordinated with the MTA bus, NYCT bus and NYPD enforcement areas. The adjustments will be made in advance of the 6-month period as conditions warrant. Once sidewalks are expanded, future consideration, if warranted, of the one-way pairing of Main and Union Streets will be explored.
16. NYCDOT is planning to conduct a traffic monitoring program for the Downtown Flushing Traffic and Safety Improvement (the modified two-way operation) project. As part of the monitoring program, NYCDOT will collect pre- and post-implementation traffic data that will include Automatic Traffic Recorder (ATR) counts, vehicle turning movement/classification counts, pedestrian/bicycle counts, travel time and delay runs, and observation of field conditions (i.e., queues, congestions, etc.). Pre-implementation data will be collected in May/June 2010 and post data will be collected in the first, third and fifth months of the implementation. Field data and observations will be performed at up to fourteen critical intersections along Main Street, Union Street, Prince Street, Northern Boulevard, Roosevelt Avenue, and Sanford Avenue. Based on the analysis of traffic data and field observations, additional improvement measures, if warranted, will be implemented.

HPD/Macedonia

17. Macedonia Development Corporation (MDC) is in the process of finalizing its development team. HPD has been working with MDC to ensure an experienced development team is formed.

I look forward to working with you in developing a successful project. Please feel free to call with any questions.

Sincerely,



July 11, 2005

Honorable John C. Liu
20th Council District
135-27 38th Avenue, Suite 388
Flushing, NY 11354

Dear Council Member Liu:

We are pleased to confirm our understanding with respect to your support of the development of Municipal Lot #1 in Downtown Flushing (the "Site"), including your support for any public approvals that may be necessary in connection with the development contemplated in the Conditional Designation Letter agreed to by and between the New York City Economic Development Corporation ("NYCEDC") and the development team ("Developer") dated June 18, 2005. Your signature at the end of this letter will signify our understanding:

Need
CDL

As you know, development of the Site will be a high-quality mixed-use housing and commercial development. Design guidelines and recommended uses were formulated through a comprehensive planning process involving City and State agencies, local and State elected officials, community members, advocacy groups, and local business leaders. The mixed-use development program will address several important public goals for Downtown Flushing, including:

- Creating a town square-style open space that will be a center of community activity.
- Enhancing the pedestrian environment with street-level retail to attract shoppers east of Main Street.
- Addressing housing demand and helping to stabilize the retail market by establishing a new residential community downtown.
- Maintaining below-market rate parking on the Site both during and after construction.
- Serving as a clear example of high-quality, sustainable design and construction that will raise the standard for private investment in Downtown Flushing.

It is anticipated that after the Developer for the Site is announced, NYCEDC and the Developer will establish a Municipal Lot #1 working group. This working group will focus on effective communication and information sharing among the Developer, City agencies, local government officials and community and business representatives. The working group will be informed and engaged in the development process from project kick-off through the environmental review and the Uniform Land Use Review Procedure.

Together with your support within the working group and on future public approvals, the City intends to address the quality of life and other matters of community concern you have raised as follows:

1. Development Program/Tenant Mix

The intended development on the Site will include a vibrant street-level retail district including uses such as cafes, family-style restaurants, a bookstore, a multi-screen cinema, and other local and national retailers to expand shopping opportunities for Flushing residents. The development will also include a business-class hotel. The Developer will provide a public open space to be landscaped and utilized as a town square for Flushing. This space is to be located in the southwest quadrant of the Property and will be open to the public at all times of the day and year. The Developer will be responsible for the maintenance and security of this open space.

2. Parking

Subject to environmental review, all of the public parking spaces currently located on Site will be replaced within the proposed development, and additional parking as required under the C4-4 zoning will be provided. We will require that the deed from NYCEDC to the Developer contain a covenant that rates for the public parking spaces shall be no more than the following: For the first 2 years after opening of the development, rates (in 2004 dollars) shall be, at maximum, \$2 for one hour, \$3 for two hours, \$4 for three hours, and \$5 for 4 hours. Beginning in the third year of the development's operation, rates (in 2004 dollars) shall be, at maximum, \$3 for one hour, \$4 for two hours, \$5 for three hours, and \$6 for 4 hours. These rates include all taxes, fees and surcharges payable by the public.

To account for general market inflation, after the third year of the development's operation, the Developer may increase the public parking rates annually by an amount reflecting the greater of a) 3% annum, or b) annual increases in the Consumer Price Index to all Urban Consumers ("CPI-U"), published by the Bureau of Labor and Statistics of the United States Department of Labor, New York, N.Y. and Northeastern N.J. Area. Once the rates are included in the deed, there will be no change in public parking rates unless NYCEDC approves a modification to the deed. Upon notice from Developer requesting a modification to the deed, NYCEDC will review the request with the Flushing Business Improvement District ("BID") and the Department of Small Business Services ("SBS").

During construction, an interim parking plan will be implemented. This plan calls for the creation of hundreds of replacement public parking spaces in Downtown Flushing within a short walking distance to the Site, and the creation of a number of parking spaces on Site to be utilized by customers of businesses directly surrounding the Site. Offsite interim parking will be located at 39-08 Prince Street (approximately 300 cars) and at 37-02 College Point Boulevard (approximately 600 cars). The rates for the onsite interim parking spaces and the offsite interim parking spaces at 37-02 College Point Boulevard will mirror those specified for the first two years after opening of the development.

3. Business Improvement District ("BID")

The Developer will request that the Flushing BID expand its covered area to include the entirety of the site.

4. Community/Youth Center Space

We will require that the Developer provide a minimum of 50,000 gross square feet of compact and contiguous space with double-high ceiling heights to be used as a recreational facility for youth and families. This facility is to be provided to the recreation center tenant for \$0 in annual base rent. The tenant shall be responsible for common area charges and operating expenses, including water, electricity, garbage removal, security, and personnel. This facility shall be leased to the recreation center tenant for \$0 in annual base rent as long as the space remains a recreational facility.

In addition to providing the core and shell (described below), Developer shall provide a \$5,000,000 allowance for tenant improvements to the recreational facility. The base building shell and core shall include:

- A structural shell for a 10,000 square foot basketball court with a ceiling height of at least 28 feet.
 - A hard floor surface smooth and level appropriate for a basketball court ready to receive tenant finishes.
 - A structural shell for a 10,000 square foot swimming pool ready to receive tenant finishes. Ceiling height shall be at least 18 feet.
 - Areas of the recreation center not utilized for the pool or gym shall be of sufficient height to allow for two floors of general-purpose space.
 - The primary electrical service and panels connected to sub-panels providing adequate service for the tenant's needs, ready for tenant distribution within the premises.
 - Base building and supplemental HVAC capacity adequate for the tenant's needs stubbed out at shafts and ready for tenant distribution within the premises.
 - Sprinkler system including risers, panels and temper switches and main adequate for a temporary certificate of occupancy. Branch distribution and drops are to be provided by the tenant.
 - Life safety systems and devices installed pursuant to the New York City Building Code throughout the core areas.
 - Passenger elevators serving each floor, fully furnished with carpet, plastic laminate wall panels and stainless steel handrails on three sides or other equivalent finishes.
 - Stairways installed pursuant to New York City Building Code. Stairwell walls to be painted. Handrail detail to be per Landlord specification. No floor covering.
 - Sanitary and hot and cold-water piping roughed for bathrooms and showers ready for tenant installation of fixtures, tiling, etc.
 - A main telephone trunk line and empty conduit to accommodate tenant telecommunications.
 - The recreational facility premises cleaned, patched and finished to a reasonably uniform standard. All floors to be level and smooth ready to receive tenant's finish flooring. Any load bearing or other core walls will be installed and sheet-rocked taped and spackled and ready for the tenant's finishes. All partitions for bathrooms and elevator shafts to be slab to slab with acoustic insulation.
 - A building entry lobby installed pursuant to Developer's specification, which shall be provided to the tenant.
 - Security system to be installed at the tenant's expense.
5. **Business Interruption Program ("BIP")**
A BIP will be developed in conjunction with the New York City Department of Small Business Services to mitigate the impact of construction on the Site to surrounding businesses within a "construction impact zone." This BIP will reflect a comprehensive good-faith effort by NYCEDC to accommodate the concerns of the surrounding businesses and will include the allocation of \$2,000,000 for the creation and implementation of business outreach and other construction impact mitigation measures.
6. **Local Outreach Plan/Hiring Strategy**
Prior to construction, it is expected that the Developer will set up and host a variety of trade fairs and workshops, and seek assistance from area-wide minority and women-owned business associations (including, but not limited to, the Asian American Business Development Center, the Asian Women in Business Association, the Hispanic Chamber of

Commerce, and the Northeast Queens branch of the National Association for the Advancement of Colored People), local elected officials, the Flushing Chamber of Commerce and Business Association, the Korean American Association of Flushing, the Flushing Chinese Business Association, the Taiwan Merchants Association, and the Community Board to develop a comprehensive strategy to identify local businesses and residents that are looking for work in the construction and post-construction phases of the project. Additionally, upon completion of the project, it is expected that the Developer will actively pursue opportunities to participate in local hiring programs such as those provided by Workforce 1 Career Center, YMCA of Greater New York, LaGuardia Community College, New York Urban League, and the Consortium for Worker Education, Inc. to fill open positions with the development. In addition, it is expected that the Developer will strongly encourage the hotel operator and the retailers leasing space in the project to use these and other programs to assist them in hiring local workers.

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IP/line
Minda 10/5*

The public parking, the community/youth center space, the business interruption program and other investments referred to above, as well as the public open space, and the fit-out allowance for tenant improvements to the additional community/cultural facility space are all components of the Municipal Lot #1 development agreed to in the signed Conditional Designation Letter with the Developer, or are the obligation of the Administration, but their costs are estimates derived from the overall costs of the development and other assumptions. Furthermore, the estimated value of the benefits, reflected in the attached chart labeled "Municipal Lot #1 Community Investments", is in no way linked to the sale price of the Municipal Lot #1 site or any other expense associated with the development of the site.

In addition to the investments described above, NYCEDC will also continue to implement other capital improvement projects in the Flushing area that, while not part of the Municipal Lot #1 development, do constitute new improvements for the Flushing community and are a product of the Downtown Flushing Development Framework. The type and estimated cost of these benefits are included in the attached chart labeled "Downtown Flushing Investments".

Our preparedness to address and implement the above items is, of course, dependent upon your support for development on the Site in the form described above. If the foregoing satisfactorily reflects our understanding, please sign a copy of this letter in the space provided below and return it to me at City Hall within the next three days.

Sincerely yours,

Daniel L. Doxford
Deputy Mayor for Economic
Development and Rebuilding

(212) 772 1081

Accepted and Confirmed:

John Liu
New York City Councilmember
Queens

COMMUNITY BOARD #7 RESOLUTION
FLUSHING MUNICIPAL PARKING LOT #1

December 13, 2004

Whereas, NYC Economic Development Corporation currently has an RFP to sell and develop The Flushing Municipal Parking Lot #1, and

Whereas, NYC will benefit tremendously from the development of this site due to:

- a) an increase in NYC Real Estate Tax revenues generated by this development, and
- b) an increase in NYC Sales Tax revenues generated by additional retail commerce, and
- c) an increase in NYC Income Tax revenues generated by additional construction and permanent employment, and

Whereas, we the people who live and work in Flushing have made this land valuable, and we agree with our NYC Councilman John Liu that the benefit of this value should remain within the community where it was created.

Therefore, be it resolved by Community Board #7 Queens that the proceeds realized from the sale of Flushing Municipal Lot #1 are reinvested in projects and programs specifically designed for Downtown Flushing as recommended jointly by Community Board #7 Queens and all our affected local elected officials.

EXHIBIT A

DECLARATION OF GENERAL LARGE SCALE DEVELOPMENT

THIS DECLARATION, made as of the ____ day of _____, 2010 by Flushing Commons LLC, a New York limited liability company, having an address at 1221 Avenue of the Americas, New York, NY 10020 ("Declarant").

W I T N E S S E T H:

WHEREAS, Declarant is the fee owner of certain real property located in the Borough of Queens, Queens County, City and State of New York, designated for real property tax purposes as Block 4978, part of Lot 25, which real property is more particularly described in Exhibit "A" annexed hereto and made a part hereof (collectively, the "Subject Property"); and

WHEREAS, Declarant desires to improve the Subject Property as a "general large-scale development" meeting the requirements of Section 12-10 of the Zoning Resolution (Definitions), definition of "large-scale development, general" (such proposed improvement of the Subject Property, the "Large Scale Development Project"); and

WHEREAS, Section 74-743(b)(6) of the Zoning Resolution requires that a declaration with regard to ownership requirements in paragraph (b) of the general large scale development definition in Section 12-10 be filed with the New York City Planning Commission ("CPC"); and

WHEREAS, in connection with the effectuation of the Large Scale Development Project, the New York City Economic Development Corporation ("EDC") and Declarant filed an application with the New York City Department of City Planning (hereinafter, "City Planning") for (1) the rezoning of the Subject Property and an adjacent property currently located in C4-3

district to a C4-4 district (ULURP #C100207ZMQ); (2) a zoning text amendment to Zoning Resolution Section 74-743 to allow for the modification of open space regulations pursuant to a General Large Scale Development special permit (ULURP #N100210ZRQ); (3) special permits pursuant to Zoning Resolution Section 74-743 and 74-744 (General Large Scale Development) to permit modification of height and setback, rear yard equivalent, rear yard setback, location of uses within buildings, minimum distance between buildings, and open space regulations that would otherwise apply to the Large Scale Development Project under the terms of the Zoning Resolution (“Large Scale Special Permits”) (ULURP #100208ZSQ); (4) a special permit pursuant to Zoning Resolution Section 74-52 (Parking Garages or Public Parking Lots in High Density Central Areas) to permit the development of a below-grade, three-level public parking garage (ULURP #100209ZSQ); New York City Department of Citywide Administrative Services (“DCAS”) filed an application with City Planning for (5) the disposition of City-owned property (ULURP #100206PPQ); (items (1) through (5) collectively, the “Land Use Applications”); and

WHEREAS, Declarant also filed an application for a zoning text amendment to Zoning Resolution Section 62-852(Waterfront Access Plan Q-2; Downtown Flushing) to exempt certain interim parking lots from requirements from public access and visual corridors requirements (ULURP #C100211ZRQ); Fulton Max/International (Holdings) Inc. filed applications for special permits pursuant to Section 74-512 of the Zoning Resolution to allow (1) an interim public parking lot with a maximum of 647 spaces on property located at 133-41 39th Avenue (ULURP #C100212ZSQ) and (2) an interim public parking lot with a maximum capacity of 309 spaces on property located at 37-02 College Point Boulevard (ULURP # C100213ZSQ); and New York City Department of Transportation and EDC have filed an application for a special permit

pursuant to Section 74-512 of the Zoning Resolution to allow a public parking lot with a maximum capacity of 275 attended spaces on property located at 135-17 39th Avenue (ULURP # C100214ZSQ); and

WHEREAS, _____ has certified in a certification attached hereto as Exhibit “B” and made a part hereof, that as of _____, the parties listed on such Exhibit are the only “Part(ies) in Interest” to the Subject Property, as “Part(ies) in Interest” is defined in subdivision (c) of the definition of “zoning lot” in Section 12-10 of the Zoning Resolution; and

WHEREAS, Declarant desires to restrict the manner in which the Subject Property is developed in the future, and intends these restrictions to benefit all the land, including land owned by City, lying within a one-half-mile radius of the Subject Property.

NOW, THEREFORE, Declarant hereby declares, covenants and agrees as follows:

1. Designation of General Large Scale Development. Declarant hereby declares and agrees that, following the Effective Date (as defined in Section 7 hereof), the Subject Property shall be treated as a general large-scale development site and shall be developed and enlarged as a single unit.

2. Development of Large Scale Development Site. Declarant covenants that the Subject Property shall be developed in whole or part in accordance with the Large Scale Special Permits, and no other development of the Subject Property, including any development otherwise permitted on an “as-of-right” basis under the provisions of the Zoning Resolution, shall be permitted unless Declarant has submitted an application for a modification to this declaration in accordance with the provisions of Section 11 of this declaration, and such application has been approved. Declarant further covenants that the Subject Property shall be developed in substantial conformity with the following plans prepared by Perkins Eastman, approved as part of the Large Scale Special Permits and annexed hereto in Exhibit “C” and made a part hereof (the “Approved Plans”), and that unless developed in accordance with the Large Scale Special Permits, Declarant shall not apply for or accept building permits for any development, unless an application for a modification to this declaration in accordance with Section 11 hereof has been approved:

<u>Dwg No.</u>	<u>Title</u>	<u>Date</u>
Z2.0	ZONING ANALYSIS	1/19/2010
Z3.0	SITE PLAN	11/13/2009
Z4.2	OPEN SPACE	11/13/2009
Z4.3	SITE PLAN WAIVER DIAGRAM	11/13/2009
Z5.0	USE REGULATION WAIVER DIAGRAM I (BUILDING AB)	11/13/2009
Z5.1	USE REGULATION WAIVER DIAGRAM II (BUILDING CD)	11/13/2009
Z7.0	HEIGHT & SETBACK SECTIONS I	11/13/2009
Z7.1	HEIGHT & SETBACK SECTIONS II	11/13/2009
Z7.2	HEIGHT & SETBACK SECTIONS III	11/13/2009
Z7.3	HEIGHT & SETBACK SECTIONS IV	11/13/2009
Z7.4	HEIGHT & SETBACK SECTIONS V	11/13/2009
Z8.0	STREET LEVEL PARKING ENTRANCE PLAN	11/13/2009
Z8.1	P1 PARKING LEVEL PLAN	11/13/2009
Z8.2	P2 PARKING LEVEL PLAN	11/13/2009
Z8.3	P3 PARKING LEVEL PLAN	11/13/2009
Z11.0	ILLUSTRATIVE LANDSCAPE PLAN	11/13/2009
Z11.1	ILLUSTRATIVE ENLARGED LANDSCAPE PLAN I	11/13/2009

<u>Dwg No.</u>	<u>Title</u>	<u>Date</u>
Z11.2	ILLUSTRATIVE ENLARGED LANDSCAPE PLAN II	11/13/2009
Z11.3	ILLUSTRATIVE LANDSCAPE SECTIONS I	11/13/2009
Z11.4	ILLUSTRATIVE LANDSCAPE SECTIONS II	11/13/2009
Z11.5	ILLUSTRATIVE LANDSCAPE SECTIONS III	11/13/2009

3. Open Space Requirements.

3.1 The Large Scale Development Project’s publicly accessible open space (the “Open Space”) shall be constructed in accordance with the drawing Z11.0-Z11.5 (the “Open Space Plan”).

3.2 The Open Space shall be publicly accessible at a minimum between the hours of 6 AM and midnight during all months of the year, with the exception of closings to allow for repair and/or maintenance, safety and security, logistics and public safety during construction, and to avoid public dedication.

3.3 Certificate of Occupancy.

(a) Declarant shall not submit to the New York City Department of Buildings (“Buildings”) a Form PW-7 (or successor form promulgated by Buildings) that requests issuance of a temporary certificate of occupancy (“TCO”) for occupancy of any residential zoning floor area in, or permanent certificate of occupancy (“PCO”) for, the A and/or B buildings as shown on the Approved Plans annexed hereto as Exhibit C (all building references herein are as shown on the Approved Plans annexed hereto as Exhibit C), until (x) Declarant has Substantially Completed (as hereinafter defined in (f) items (i) – (iv) in paragraph (c) below in accordance with the final approved Open Space Plan, (y) the Chair of the CPC (the “Chair”) has certified that same have been Substantially

Completed, which certification (or written objections, specifying which items have not been Substantially Completed) shall be issued within 30 days following request by Declarant); provided, however, that failure by the Chair to provide such certification or written objections to Declarant within such 30-day period shall be deemed an issuance by the Chair of such certification; provided, further, that if Declarant's request for such certification is submitted between November 15 and March 1, the Substantial Completion of item (iv) shall not be a precondition to the issuance of such certification, and (z) Declarant shall have posted a letter of credit equal to the verifiable cost to complete the Open Space. The foregoing shall not prohibit Declarant from submitting paperwork or requesting TCO inspections for residential zoning floor area, including submitting to DOB Form PW-6 (or successor form promulgated by the DOB) prior to Substantially Completing items (i) – (iv).

(b) Declarant shall not submit to Buildings a Form PW-7 (or successor form promulgated by Buildings) which requests issuance of a TCO for occupancy of more than 50% of residential zoning floor area in, or PCO for, the A and/or B buildings until (x) Declarant has Substantially Completed items (i) - (v) in paragraph (c) below in accordance with the Open Space Plan, and (y) the Chair has certified that same have been Substantially Completed, which certification (or written objections, specifying which items have not been Substantially Completed) shall be issued within 30 days following request by Declarant; provided, however, that failure by the Chair to provide such certification or written objections to Declarant within such 30-day period shall be deemed an issuance by the Chair of such certification. The foregoing shall not prohibit Declarant from submitting paperwork or requesting TCO inspections for residential zoning floor

area, including submitting to Buildings Form PW-6 (or any successor form promulgated by Buildings) prior to Substantially Completing items (i) – (v).

(c) The Open Space shall be deemed Substantially Completed when the following elements are Substantially Completed in accordance with the Open Space Plan and a final approved drainage plan:

(i) All drainage, horizontal paving and hardscape shall be installed and, as applicable, shall be operational.

(ii) Planters, seat walls, benches and water features shall be installed and, as applicable, shall be operational.

(iii) Plaza lighting shall be installed and, as applicable, shall be operational.

(iv) Plantings and trees shall be installed.

(v) Central green space with lawn terraces and central seat walls shall be installed.

(d) Declarant shall not submit to Buildings a Form PW-7 (or any successor form promulgated by Buildings) that requests issuance of a TCO or PCO for the C and/or D buildings which, in the aggregate with any other TCO or PCO for the C and/or D buildings, would permit the occupancy of more than 90% of the residential zoning floor area of either the C or the D building until Declarant also shall have Substantially Completed a Minimum Landscaping Treatment (as hereinafter defined). The Chair shall

certify that the Minimum Landscaping Treatment has been Substantially Completed in accordance with the Open Space Plan, which certification (or written objections, specifying which items of Minimum Landscaping Treatment have not been Substantially Completed) shall be issued within 30 days following request by Declarant; provided, however, that failure by the Chair to provide such certification or written objections to Declarant within such 30-day period shall be deemed an issuance by the Chair of such certification. “Minimum Landscaping Treatment” shall mean those components of the Open Space which border the C and D buildings as identified in the Minimum Landscaping Treatment Plan, dated June 5, 2009, attached as Exhibit D hereto.

(e) No later than the earlier of (x) twenty-four (24) months from the issuance of a TCO for occupancy of any non-retail zoning floor area in either the C or D Buildings, whichever of the two shall be the first of the buildings to be issued such a TCO, or (y) twelve (12) months from the issuance of a TCO for occupancy of any non-retail zoning floor area in the C or D Buildings, whichever of the C and D Buildings shall be the second of the two buildings to be issued such a TCO, the Declarant shall either (1) proceed directly to commence construction of the A and/or B Buildings or (2) promptly develop the Open Space in accordance with the Interim Open Space Plan, dated June 5, 2009, as shown and described in Exhibit D attached hereto and made a part hereof. If Declarant proceeds to commence development of the Open Space in accordance with the Interim Open Space Plan, Declarant shall Substantially Complete the same within six (6) months after such commencement, provided that such period may be extended in the reasonable judgment of New York City Economic Development Corporation (“NYCEDC”) based upon a determination that extension is necessary to permit

construction required to achieve substantial completion of the C and D Buildings.

Thereafter such improvements shall be maintained in accordance with the Interim Open Space Plan, until such time as construction pursuant to the Open Space Plan is commenced.

(f) For purposes of this Declaration, “Substantial Completion” or “Substantially Complete”, shall mean completion of construction substantially in accordance with the final approved Open Space Plan and final approved drainage plan, in the reasonable determination of the Chair, notwithstanding that minor or insubstantial details of construction, decoration or mechanical adjustment remain to be performed. With respect to any phase of the Open Space described in clauses (a), (b), (d) and (e) of this Section 3.3 (including, without limitation, the Minimum Landscaping Treatment), Substantial Completion shall mean that such Open Space phase has been completed substantially in accordance with the final approved Open Space Plan and final approved drainage plan and to such an extent that such Open Space phase may be operated and made available for public use, in the reasonable determination of the Chair, notwithstanding that landscaping, planting of vegetation or other tasks which must occur seasonally has not been completed, provided that Declarant supplies assurances in a manner reasonably acceptable to the Chair that such task will be completed in the appropriate season.

3.4 Declarant shall be responsible for all maintenance and repair of Open Space in accordance with the following:

(a) Litter and obstructions removed no less than daily and leaves collected and removed as needed to maintain the open space in clean, neat and good condition;

(b) Walkways, lighting and all other improvements and facilities installed in Open Space shall be routinely cleaned and maintained so as to keep such in clean, neat and good condition;

(c) Graffiti shall be regularly painted over or removed, as appropriate to the nature of the surface, promptly, with reasonable dispatch;

(d) Drains, sewers and catch basins shall be cleaned regularly to prevent clogging or flooding;

(e) Branches and trees damaged or felled by winds, ice, vandalism or by any other reason whatsoever, shall be promptly removed;

(f) Snow and ice shall be promptly removed from all walkways so as not to interfere with safe passage and from all other paved surfaces no more than 24 hours after each snowfall or accumulation of ice.

(g) Declarant shall be responsible for a maintenance program for the planted portions of the Open Space that will include without limitation the following maintenance activities: regular tree inspection, weeding, raking, applying fertilizer, reseeding, removing dead trees, and mowing grass.

(h) Declarant shall be responsible for repairs and replacements as needed to maintain the Open Space in good order and working condition. This includes repairs and replacement to benches, walls, barriers, paving, lighting, signage, water features, and any items with painted surfaces.

3.5 If any portion of the Large Scale Development Project is sold to a third party, Declarant shall form a property owners' association ("POA") whose members shall be the owners of the Large Scale Development Project and which POA shall be responsible for maintaining and repairing the Open Space as required herein and for all associated costs and which will assume all obligations of the Declarant. If a POA is formed, it shall include among its members, the condominium associations representing the owners of the individual commercial and residential condominium units in the Large Scale Development Project.

3.6 The POA shall establish rules for the use of the Open Space. Those rules shall allow the Open Space to be used by all members of the public for activities appropriate to an Open Space of similar design and size in the City of New York ("Open Space Activities"), including, but not limited to, the following Open Space Activities:

- (a) walking or standing;
- (b) walking domestic animals (provided such animals are leashed and properly curbed);
- (c) jogging;
- (d) sitting on benches and seating areas provided in the Open Space;
- (e) use of public facilities provided in the Open Space.

3.7 Those rules shall also require that, with respect to any activities carried on in all or any part of the Open Space, no member of the public shall use the Open Space for an

activity or in a manner that injures or endangers the health or safety of any person, or disturbs or causes injury to trees, shrubs, or Open Space amenities.

3.8 Declarant and/or POA shall prepare and submit annual reports about Open Space compliance to the Chair.

4. Representation. Declarant hereby represents and warrants that there is no restriction of record on the development, enlargement, or use of the Subject Property, nor any present or presently existing estate or interest in the Subject Property, nor any existing lien, obligation, covenant, easement, limitation or encumbrance of any kind that shall preclude the restriction and obligation to develop and enlarge the Subject Property as a general large-scale development as set forth herein.

5. Binding Effect. The restrictions, covenants, rights and agreements set forth in this Declaration shall be binding upon Declarant and any successor or assign of Declarant as of the Effective Date; provided, that the Declaration shall be binding on any Declarant, only for the period during which such Declarant, or any successor or assign thereof, is the holder of an interest in the Subject Property, and only to the extent of such Declarant's interest in the Subject Property. At such time as a Declarant or any successor to a Declarant no longer holds an interest in the Subject Property, such Declarant's or such Declarant's successor's obligations and liability under this Declaration shall wholly cease and terminate, and the party succeeding such Declarant or such Declarant's successor shall assume the obligations and liability of Declarant pursuant to this Declaration with respect to actions or matters occurring subsequent to the date such party assumes an interest in the Subject Property to the extent of such party's interest in the Subject Property. For purposes of this Declaration, any successor to a Declarant shall be deemed a

Declarant for such time as such successor holds all or any portion of any interest in the Subject Property. Reference in this Declaration to agencies or instrumentalities of the City shall be deemed to include agencies or instrumentalities succeeding to jurisdiction thereof pursuant to the laws of the State of New York and the New York City Charter.

6. Recordation. Declarant shall file and record this Declaration in the Office of the City Register of the City of New York (the "Register's Office"), indexing it against the Subject Property within fifteen (15) days of the date which is the later of (a) final approval of the Land Use Applications by the New York City Planning Commission (the "CPC") or the City Council, as the case may be (the "Final Approval"), and (b) acquisition by Declarant of the fee interest in the Subject Property (such date, the "Recording Date"). Declarant shall promptly provide to the Chairperson of the CPC a copy of the Declaration as recorded, so certified by the City Register. If Declarant fails to so record this Declaration by the Recording Date, CPC may record a duplicate original of this Declaration, but all costs of recording, whether undertaken by Declarant or by CPC, shall be borne by Declarant.

7. Effective Date. This Declaration and the provisions and covenants hereof shall become effective as of the Recording Date.

8. Notice. All notices, demands, requests, consents, approvals, and other communications (each, a "Notice") which may be or are permitted, desirable, or required to be given under this Declaration shall be in writing and shall be sent or delivered as follows:

(i) if to Declarant:
to the address at the commencement of this Declaration
Attn: Secretary, Rockefeller Group Development Corporation,

with a copy to:

Robert S. Davis, Esq.
Bryan Cave LLP
1290 Avenue of Americas
New York, NY 10104

(ii) if to the Chair or to CPC:
New York City Planning Commission
22 Reade Street
New York, New York 10007
Attention: Chairperson

with a copy to:
the general counsel of CPC at the same address

(iii) if to a Party in Interest other than Declarant:
at an address which will have been provided in writing to CPC in
accordance with this Section 8

(iv) if to a Mortgagee:
at an address which will have been provided in writing to CPC
in accordance with this Section 8

Declarant, CPC, any Party in Interest, and any Mortgagee may, by notice provided in accordance with this Section 8, change any name or address for purposes of this Declaration. In order to be deemed effective, any Notice shall be sent or delivered in at least one of the following manners: (A) sent by registered or certified mail, postage pre-paid, return receipt requested, in which case the Notice shall be deemed delivered for all purposes hereunder five days after being actually mailed; (B) sent by overnight courier service, in which case the Notice shall be deemed delivered for all purposes hereunder on the date the Notice was actually received or was refused; or (C) delivered by hand, in which case the Notice will be deemed delivered for all purposes hereunder on the date the Notice was actually received. All Notices from CPC to Declarant shall also be sent to every Mortgagee of whom CPC has notice, and no Notice shall be deemed properly given to Declarant without such notice to such Mortgagee(s). In the event that there is more than one Declarant at any time, any Notice from the CPC shall be provided to all Declarants of whom CPC has notice.

9. Defaults and Remedies.

9.1 Declarant acknowledges that the restrictions, covenants, and obligations of this Declaration will protect the value and desirability of the Subject Property, as well as benefit the City. If Declarant, and/or its successors and assigns, including the POA, fails to perform any of Declarant's obligations under this Declaration, including, but not limited to the performance of the maintenance obligations set forth in Section 3.4 hereof, City shall have the right to enforce this Declaration against Declarant and exercise any administrative, legal or equitable remedy available to City, and Declarant hereby consents to same; provided that this Declaration shall not be deemed to diminish Declarant's or any other party-in-interest's right to exercise any and all administrative, legal, or equitable remedies otherwise available to it; and provided further, that City's rights of enforcement shall be subject to the cure provisions and periods set forth in Section 9.3 hereof. Declarant also acknowledges that the remedies set forth in this Declaration are not exclusive and that City and any agency thereof may pursue other remedies not specifically set forth herein including, but not limited to, a mandatory injunction compelling Declarant to comply with the terms of this Declaration.

9.2 Notwithstanding any provision of this Declaration, only Declarant, and Declarant's successors and assigns and the City, shall be entitled to enforce or assert any claim arising out of or in connection with this Declaration. Nothing contained herein should be construed or deemed to allow any other person or entity to have any interest in or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Large Scale Special Permits, the Land Use Applications or any Final Approval.

9.3 Prior to the City instituting any proceeding to enforce the terms or conditions of this Declaration due to any alleged violation hereof, City shall give Declarant, every mortgagee of all or any portion of the Property (a "Mortgagee") and every Party In Interest thirty (30) business days written notice of such alleged violation, during which period Declarant, any Party in Interest and Mortgagee shall have the opportunity to effect a cure of such alleged violation or to demonstrate to City why the alleged violation has not occurred. If a Mortgagee or Party In Interest performs any obligation or effects any cure Declarant is required to perform or cure pursuant to this Declaration, such performance or cure shall be deemed performance on behalf of Declarant and shall be accepted by any person or entity benefitted hereunder, including CPC or City, as if performed by Declarant. If Declarant, any Party in Interest or Mortgagee commences to effect such cure within such thirty (30) day period (or if cure is not capable of being commenced within such thirty (30) day period, Declarant, any Party in Interest or Mortgagee commences to effect such cure when such commencement is reasonably possible), and thereafter proceeds diligently toward the effectuation of such cure, the aforesaid thirty (30) day period (as such may be extended in accordance with the preceding clause) shall be extended for so long as Declarant, any Party in Interest or Mortgagee continues to proceed diligently with the effectuation of such cure. In the event that more than one Declarant exists at any time on the Subject Property, notice shall be provided to all Declarants from whom City has received notice in accordance with Section 8 hereof, and the right to cure shall apply equally to all Declarants.

9.4 If, after due notice and opportunity to cure as set forth in this Declaration, Declarant, a Mortgagee or a Party in Interest shall fail to cure the alleged violation, City may exercise any and all of its rights, including without limitation those delineated in this Section 9,

and may disapprove any amendment, modification or cancellation of this Declaration on the sole ground that Declarant is in default of a material obligation under this Declaration.

10. Applications.

10.1 Declarant shall include a copy of this Declaration with any application made to Buildings for a foundation, new building, alteration, or other permit (a “Permit”) for any portion of the Large Scale Development Project built pursuant to the Large Scale Special Permits. Except as provided in Section 3.3 hereof, nothing in this Declaration, including but not limited to the declaration and covenant made in Section 1 hereof to develop and enlarge the Subject Property as a single unit, shall be construed to prohibit or preclude Declarant from filing for, or Buildings from issuing, any permit for all or any portion of the Large Scale Development Project, in such phase or order as Declarant sees fit in Declarant’s sole discretion.

10.2 Nothing in this Declaration shall be construed to prevent Declarant or any of Declarant’s successors or assigns from making any application of any sort to any governmental agency or department (each, an “Agency”) in connection with the development of the Subject Property; provided, that Declarant shall include a copy of this Declaration in connection with any application for any such discretionary approval, and provided that nothing in this Section 10.2 shall be construed as superseding the requirements, restrictions, or approvals that may be required under agreements with any other Agency or the City.

11. Amendment, Modification and Cancellation.

11.1 This Declaration may be amended, cancelled, or modified only upon application by Declarant with the express written consent of CPC or an agency succeeding to

CPC's jurisdiction, and no other approval shall be required from any other public body, private person, or legal entity of any kind.

11.2 Notwithstanding anything to the contrary contained in Section 11.1 hereof, the Chair of CPC may by its express written consent administratively approve modifications or amendments to this Declaration that, in the sole judgment of the Chair, are determined by the Chair to be a minor amendment or modification of this Declaration, and such minor modifications and amendments shall not require the approval of CPC.

12. Cooperative or Condominium Ownership. In the event that the Subject Property or any portion thereof is developed as, sold, or converted to cooperative or condominium ownership requiring the approval of the Attorney General, a copy of this Declaration and any subsequent modification hereof shall be provided to the Attorney General with the offering documents at the time of application for approval of any such cooperative or condominium offering plan. If Declarant applies for approval of any such cooperative or condominium offering plan, Declarant shall include in the offering plan for such cooperative or condominium this Declaration or any portions hereof which the Attorney General determines shall be included and, if so included in the offering plan, shall make copies of this Declaration available to cooperative shareholders and condominium purchasers.

13. Boards and Associations. With respect to any portion of the Subject Property which shall be subject to a cooperative, condominium or similar form of ownership, for the purposes of this Declaration, the board of directors or managers of the cooperative, condominium, or similar association (such entity, a “Board”) or a master association (an “Association”) selected by the Board and authorized by underlying organizational documents to act on behalf of the individual cooperative shareholders, condominium or similar owners, shall have the sole right to assess a lien for any costs incurred under this Declaration or to otherwise act with respect to this Declaration (including but not limited to consenting to any modification, amendment, or cancellation of this Declaration), to the extent such action is required for any purpose under this Declaration, and the consent of any individual cooperative unit owner, condominium unit owner, or other similar owner who may be considered a party in interest shall not be required. For the purpose of this Declaration, the Board or the Association, as the case may be, shall be deemed the Declarant and sole Party in Interest with respect to the property interest subjected to the cooperative, condominium, or similar ownership arrangement.

14. Limited Liability. Notwithstanding anything to the contrary contained in this Declaration:

14.1 the restrictions, covenants, obligations and agreements herein shall be binding on the Declarant or any other individual, business, organization or other entity, as the case may be, only for the period during which the Declarant or any such party-in-interest holds an interest in the Subject Property and subject to the further provisions of this Section 14.

14.2 the City shall first look solely to the interest of the Declarant in the Subject Property for the collection of any judgment recovered against the Declarant or the enforcement

of any remedy based upon any breach by the Declarant under this Declaration, and no other property of the Declarant or its principals, disclosed or undisclosed, partners, shareholders, directors, officers, members or employees shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City under or with respect to this Declaration, and no such party shall have any personal liability under this Declaration; and

14.3 The City shall then look solely to the interest of any party-in-interest in the Subject Property for the collection of any deficiency not collected from Declarant or any judgment recovered against Declaration or the enforcement of any remedy based upon any breach by the Declarant under this Declaration, but only after the City has exhausted all legal and equitable remedies against Declarant. No other property of any party-in-interest or its principals, disclosed or undisclosed, partners, shareholders, directors, officers, members or employees shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City under or with respect to this Declaration and any party-in-interest, disclosed or undisclosed, shall have no personal liability under this Declaration.

15. Severability. In the event that any of the provisions of the Declaration shall be deemed, decreed, adjudged, or determined to be invalid or unlawful by a court of competent jurisdiction, such provision shall be severable and the remainder of this Declaration shall continue to be in full force and effect.

16. Applicable Law. This Declaration shall be governed and construed by the laws of the State of New York, without regard to principles of conflicts of law.

IN WITNESS WHEREOF, the undersigned has executed this Declaration this __ day of _____, 2010.

FLUSHING COMMONS LLC

By: _____,
Name:
Title:

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On the _____ day of _____, 2010, before me, the undersigned, a Notary Public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed this instrument.

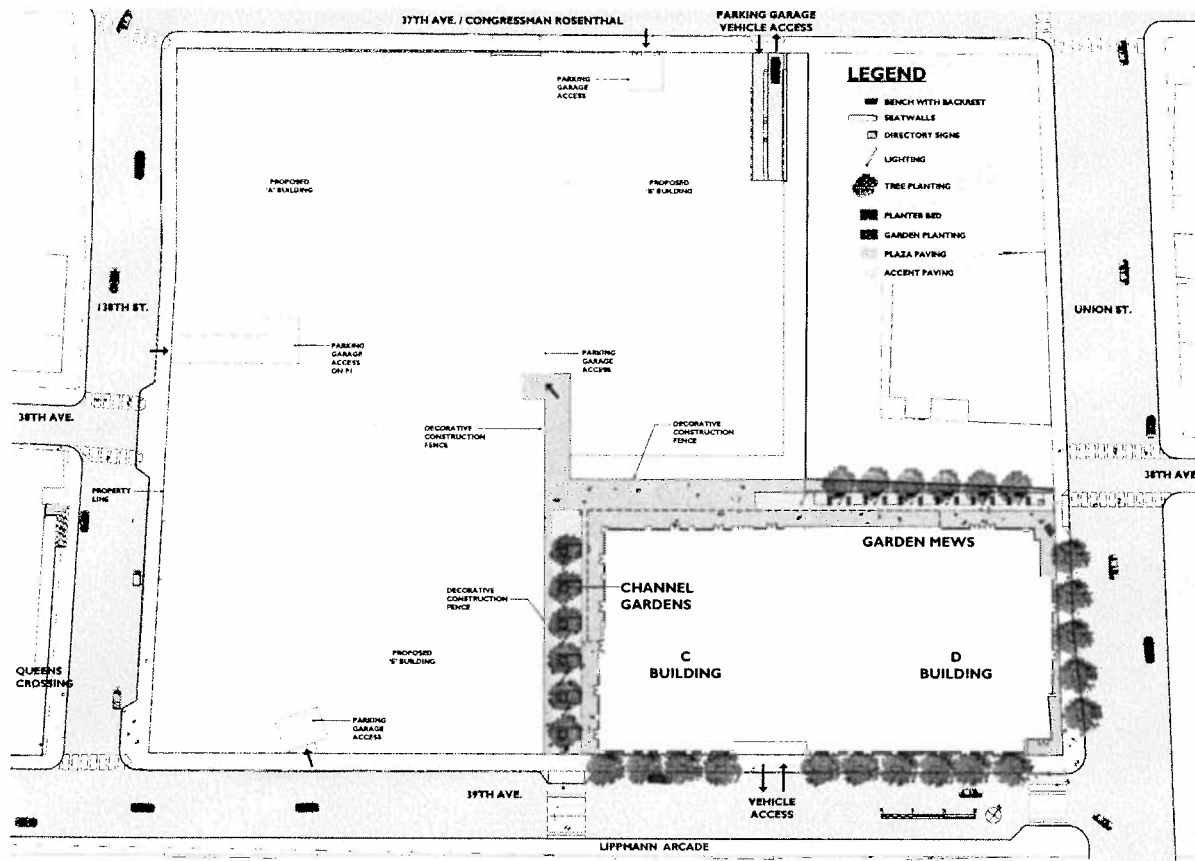
Notary Public

EXHIBIT A
Description of Subject Property

EXHIBIT B
Certification of Parties-in-Interest

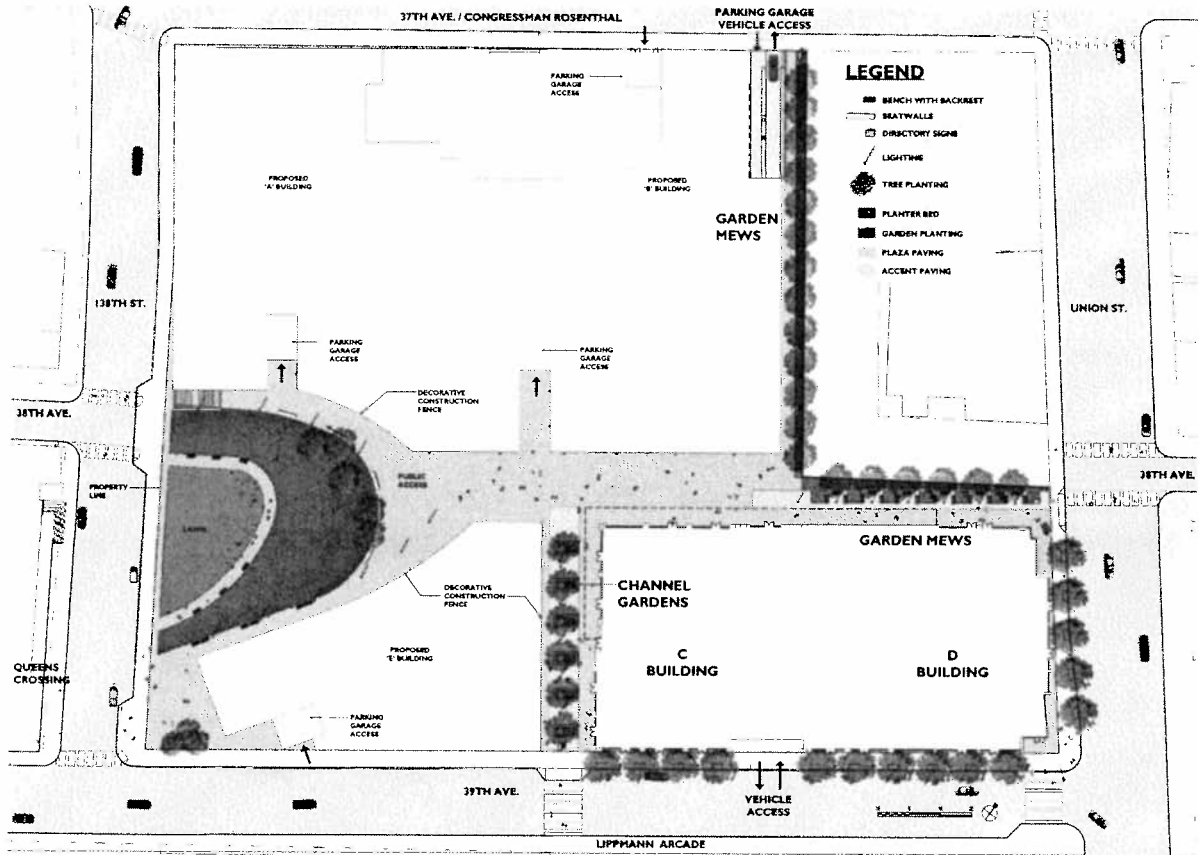
EXHIBIT C
Approved Plans

EXHIBIT D
Minimum Landscaping Treatment Plan
Interim Open Space Plan



Minimum Landscaping Treatment Plan
 Flushing Commons

June 5, 2009
 Thomas Baisky Associates



Interim Open Space Plan

Flushing Commons Scale: 1/8" = 1'-0"

June 5, 2009
Thomas Raitley Associates

EXHIBIT B

A. PROJECT IDENTIFICATION

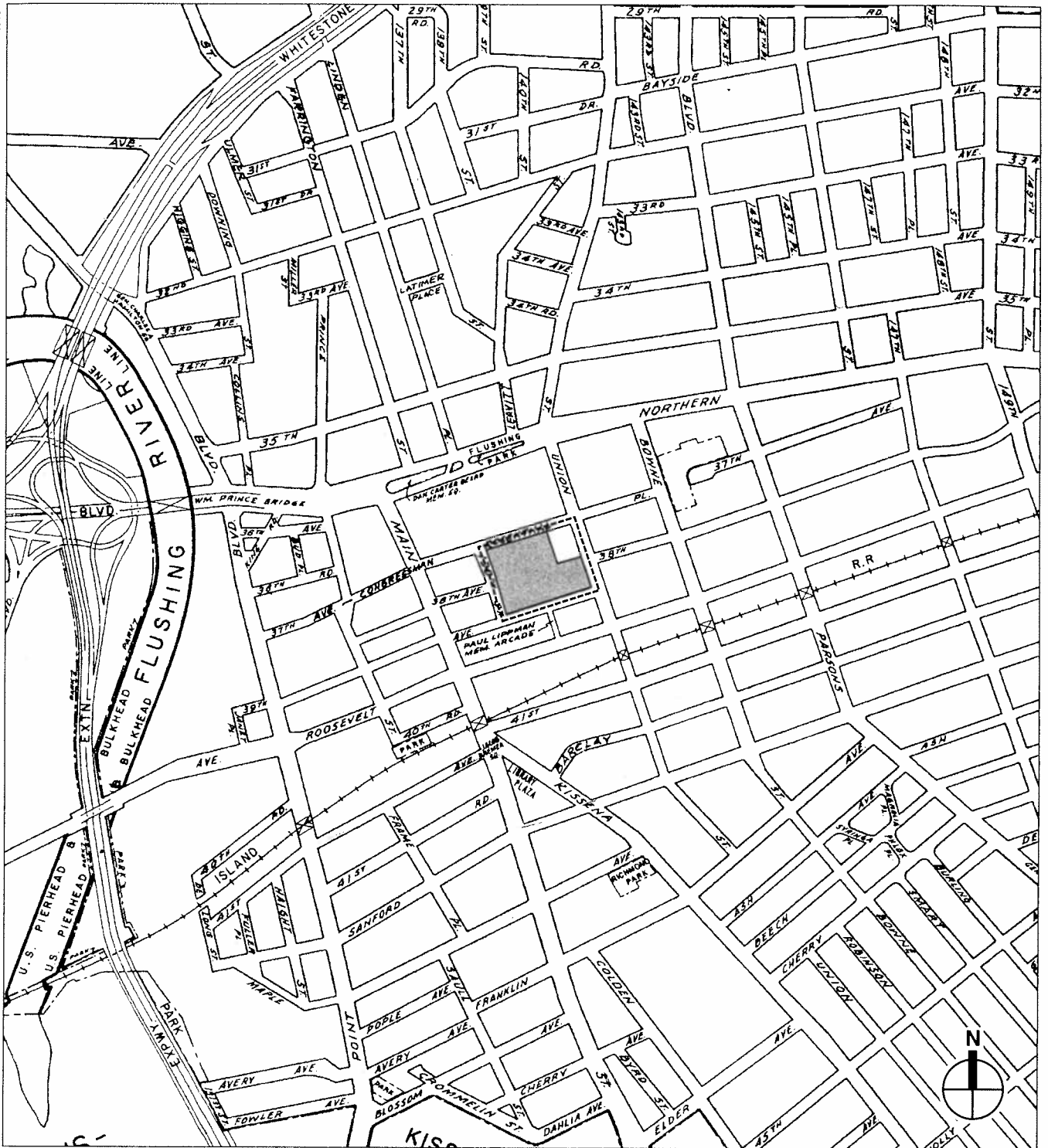
Flushing Commons is a proposal to redevelop Municipal Lot 1 in Downtown Flushing, Queens, into a mixed-use project containing residential, commercial (including office, retail, restaurant, and possibly hotel uses), and community facility uses; a multi-level underground parking garage; and an approximately 1.5-acre town square-style open space (collectively, the “proposed project”).

Public actions required to permit the proposed Flushing Commons project to go forward include disposition of interests in City-owned property from the New York City Department of Transportation (NYCDOT) to the New York City Economic Development Corporation (NYCEDC) and, subsequently, from NYCEDC to the designated developer, Flushing Commons LLC, based on business terms to be finalized pursuant to City Charter Section 384(b)(4); rezoning the project site block; special permits for public parking facilities; a special permit for waivers pursuant to a General Large-Scale Development; a zoning text amendment pursuant to provisions of a General Large-Scale Development; a zoning text amendment to the Downtown Flushing Waterfront Access Plan and related waterfront certification; and a special permit from the New York City Board of Standards and Appeals (BSA) to allow for modification of height regulations that apply to areas around major airports (collectively, the “proposed action”).

The proposed rezoning would encompass the entire block bounded by 138th Street, 37th Avenue, 39th Avenue, and Union Street (Block 4978, Lots 25 and 46) (see Figure S-1), located in Queens Community District 7. The proposed Flushing Commons project would be constructed on a portion of Lot 25 (“project site”). The remainder of the rezoning area is occupied by Macedonia African Methodist Episcopal (AME) Church (Lot 46), as well as a portion of the municipal parking lot (Lot 25) not included in the Flushing Commons project site (see Figure S-2).

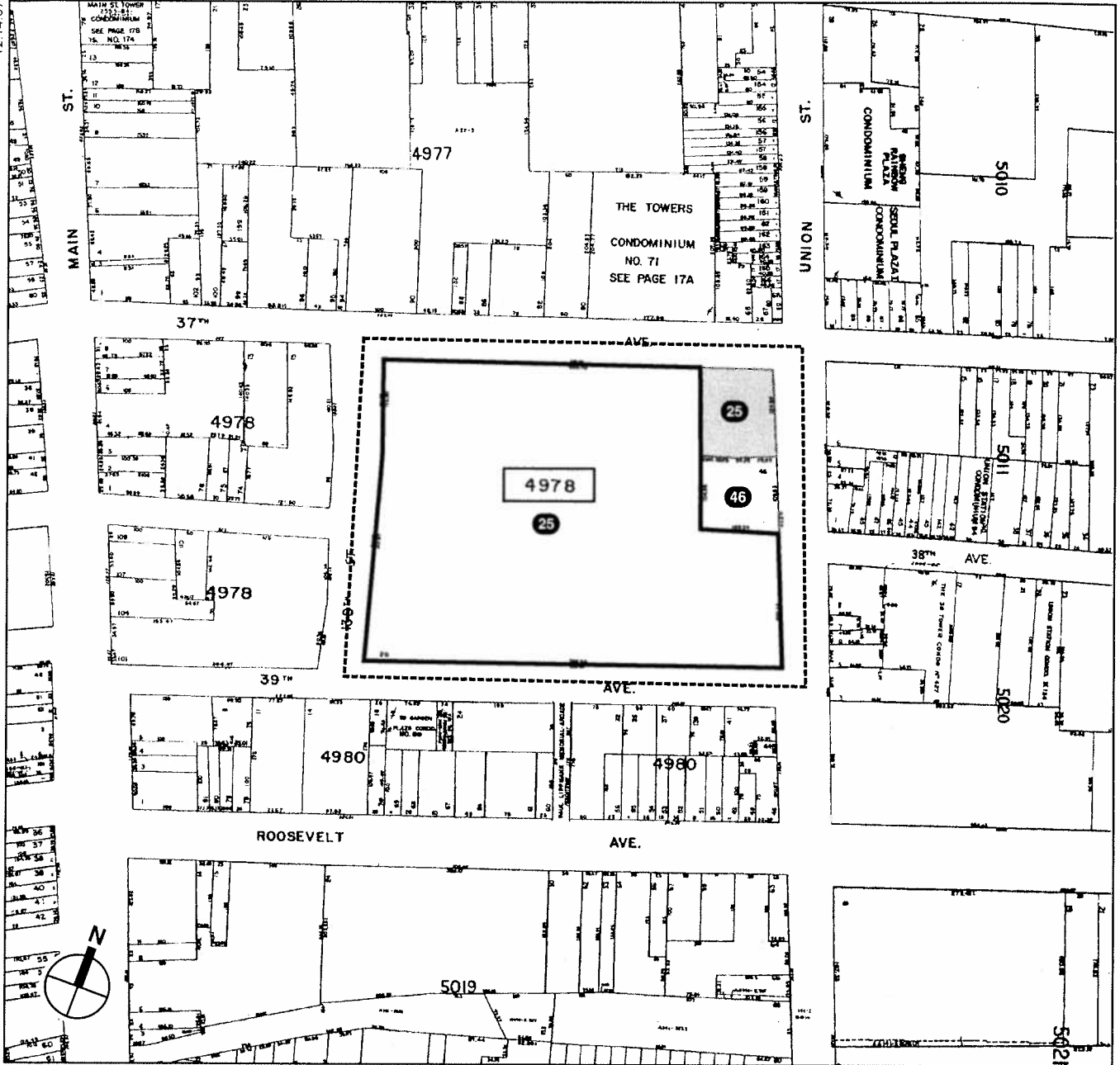
The proposed rezoning would also allow for the development of the Macedonia Plaza affordable housing project on the northeast portion of the municipal parking lot, which is not part of the Flushing Commons project site.¹ To facilitate that development, the proposed action includes the transfer of management and jurisdiction of City-owned property from the NYCDOT to the New York City Department of Housing Preservation and Development (HPD) and, subsequently, disposition of the property from HPD to an entity established specific to the project. The Macedonia Plaza project is subject to the Uniform Land Use Review Procedure (ULURP) under City Charter Sections 197(c) and 197(d) and with business terms to be finalized pursuant to Article 16 of the General Municipal Law and Section 1802(6)(j) of the City Charter.

¹ Separate ULURP and BSA applications are associated with the Macedonia Plaza project. This Environmental Impact Statement (EIS) analyzes the potential environmental impacts associated with both the Flushing Commons and Macedonia Plaza projects.

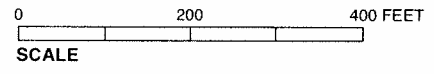


Project Site
 - - - - - Rezoning Area Boundary

0 1000 FEET
 SCALE



- Flushing Commons
- Rezoning Area Boundary
- 4978 Block Number
- 25 Lot Number
- Macedonia Plaza Project Site



If the proposed action is approved, the Flushing Commons and Macedonia Plaza projects are anticipated to be completed in 2013.

B. PROPOSED ACTIONS

The proposed action would entail a number of City approvals requiring review under City Environmental Quality Review (CEQR). Several of these are discretionary actions requiring review under ULURP. Others require environmental review but are not subject to ULURP; nonetheless, these are subject to review under each relevant agency's public mandate.

DISCRETIONARY APPROVALS FROM THE CITY PLANNING COMMISSION

Approval for the Flushing Commons business terms pursuant to City Charter Section 384(b)(4) and Article 16 of the General Municipal Law is required by the Office of the Deputy Mayor for Economic Development (ODMED). Based on this primary action, ODMED is the CEQR lead agency for the proposed project.

The following discretionary actions from the New York City Planning Commission (CPC) are required for the development of the project site and rezoning. Additional discretionary actions are also required for the use of three off-site public parking areas during construction.

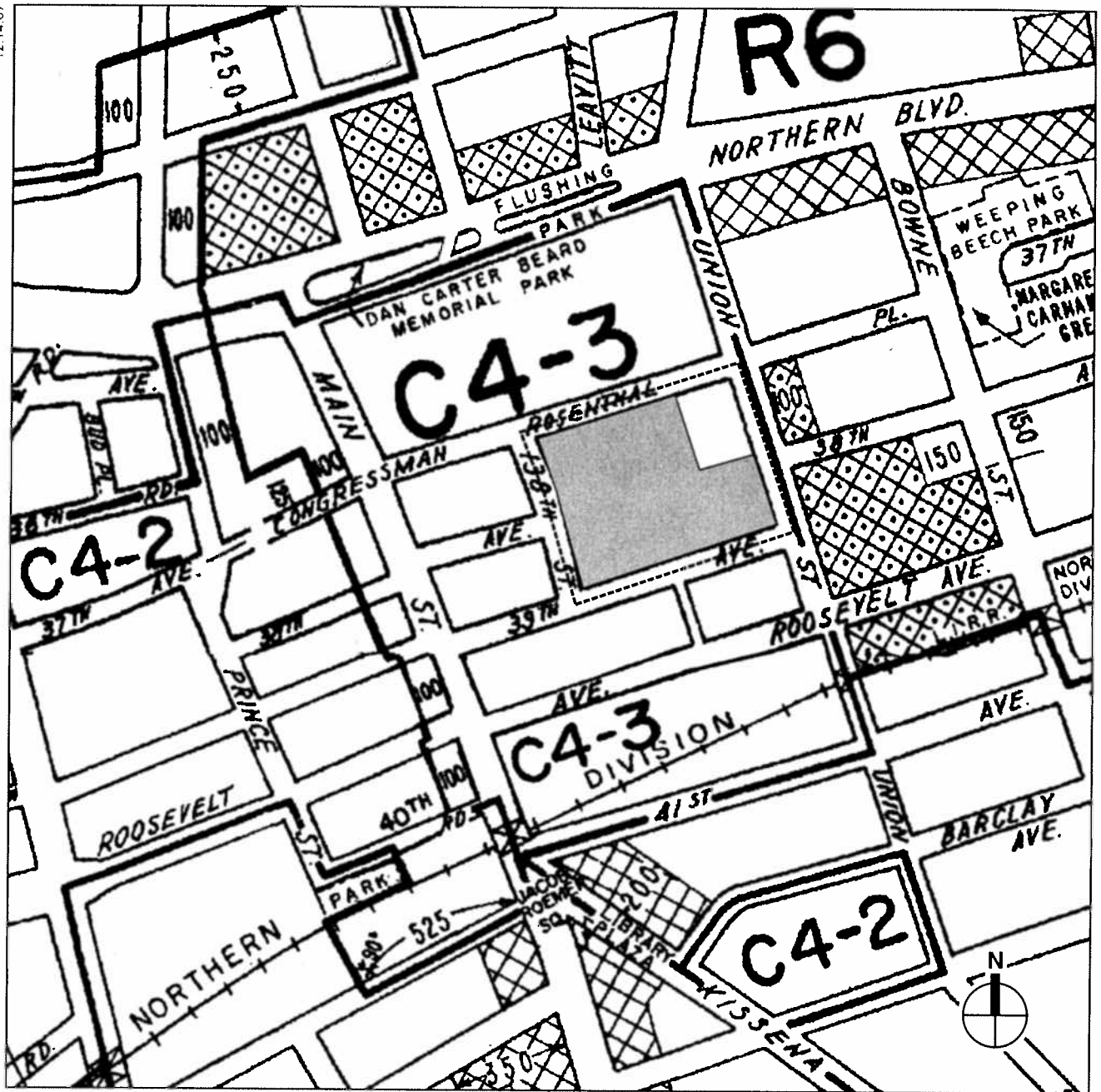
REZONING AREA




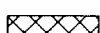
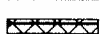
- **Zoning Map Amendment** to rezone the block bounded by 37th Avenue to the north, Union Street to the east, 39th Avenue to the south, and 138th Street to the west from C4-3 (see Figure S-3) to C4-4 (see Figure S-4). C4-4 and C4-3 permit the same maximum floor area ratio (FAR) for commercial uses—3.40. However, C4-4 districts permit a maximum 6.5 FAR for community facility uses and 3.44 FAR for residential uses—C4-3 districts only permit a maximum 4.8 FAR and 2.43 FAR, respectively. C4-4 districts have lower parking requirements than C4-3 districts. For example, C4-4 has a parking requirement for certain commercial uses of one space per 1,000 sf of development, while C4-3 requires one space per 400 sf.

As part of the zoning map amendments, E-designations would be mapped, as appropriate, to address potential issues related to air quality and noise. The specific language for the E-designations is described in greater detail in Chapter 16, "Air Quality," and Chapter 17, "Noise."

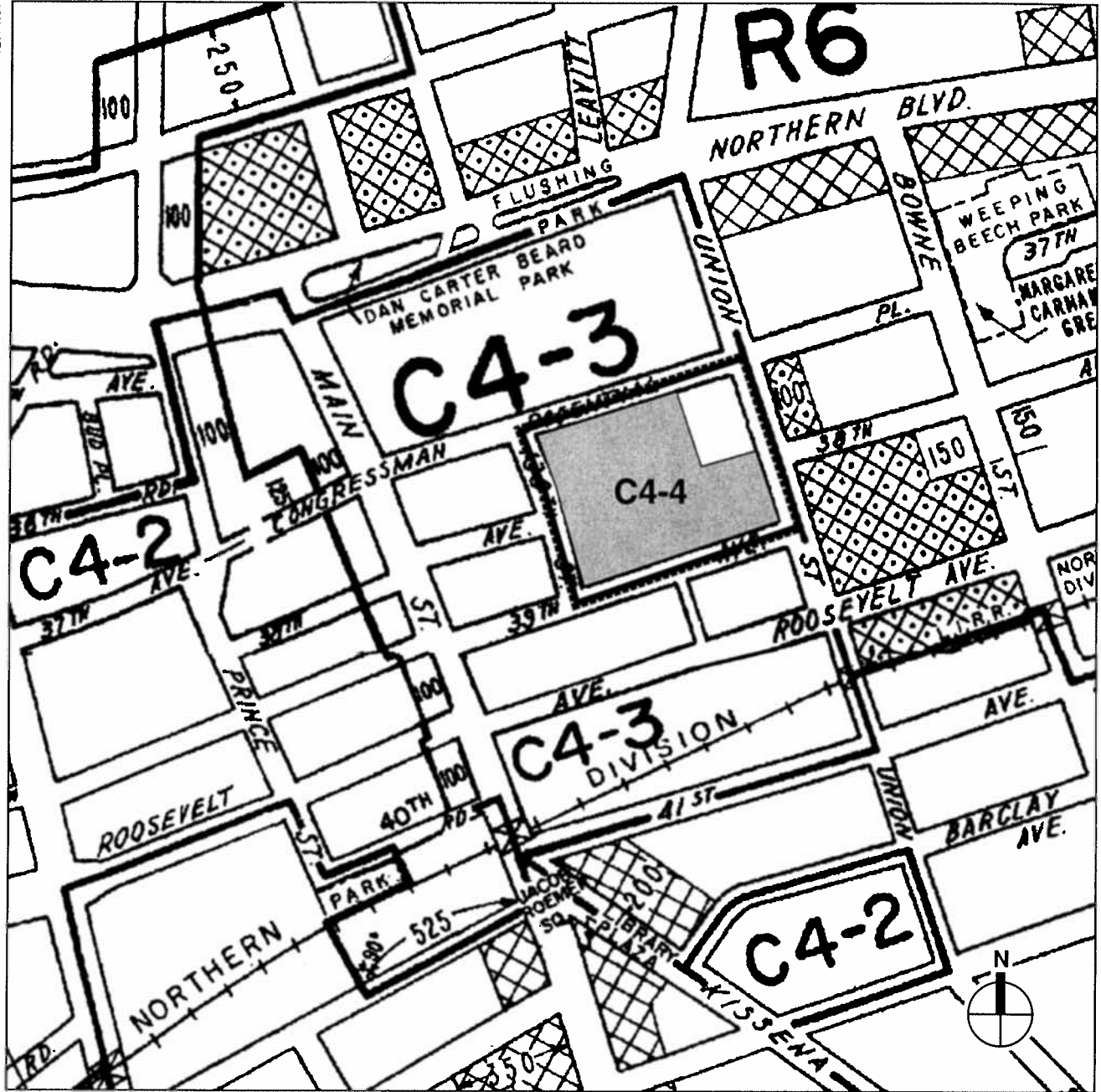
Flushing Commons






- **A General Large-Scale Development** would be declared for the Flushing Commons project site pursuant to Zoning Resolution (ZR) Section 74-74. Special permits pursuant to ZR Sections 74-743 and 74-744 (General Large Scale Development) would be required to obtain waivers from certain specific zoning requirements (height and setback, rear yard equivalent, rear yard setback, location of uses within buildings, minimum distance between buildings, and open space).
- **Zoning Text Amendment** to ZR Section 74-743 to allow modification of open space regulations pursuant to the General Large-Scale Development special permit for the Flushing Commons project.
- **Disposition of City-owned property** to NYCEDC for the Flushing Commons project. A portion of Block 4978, Lot 25 would be disposed of, first to NYCEDC and then to Flushing

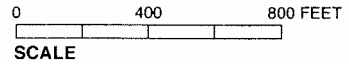


-  Project Site
-  Rezoning Area Boundary
-  Zoning District Boundary
-  C1-2 Overlay
-  C2-2 Overlay

0 400 800 FEET
SCALE



-  Project Site
-  Rezoning Area Boundary
-  Zoning District Boundary
-  C1-2 Overlay
-  C2-2 Overlay



Commons LLC. Disposition would require approval through ULURP under City Charter Section 197(c) and separate Borough Board and Mayoral approval pursuant to City Charter Section 384(b)(4) for the approval of the business terms pursuant to Article 16 of the General Municipal Law and Section 1802(6)(j) of the City Charter.

- **Public Parking Special Permit** pursuant to ZR Section 74-512 (Parking Garages or Public Parking Lots Outside High Density Central Areas) for the Flushing Commons project's public parking garage.

Macedonia Plaza

- **Urban Development Action Area Project (UDAAP) Designation, Disposition, and Project Approval** for the Macedonia Plaza project pursuant to Article 16 of the General Municipal Law.
- **Disposition of City-owned property** from HPD to a developer to be selected by HPD. Disposition would require approval through ULURP under City Charter Section 197(c) and 197(d).

OFF-SITE: COLLEGE POINT PARKING LOT

During construction, the lot located at 37-02 College Point Boulevard (Block 4963, Lot 85) would be used as an interim parking lot. The waterfront lot is also located on Parcel 2 of the Downtown Flushing Waterfront Access Plan.

- **Public Parking Special Permit** pursuant to ZR Section 74-512 and ZR Section 62-835 (Public Parking Facilities on Waterfront Blocks) to permit an interim (for a maximum term of ten years) public parking lot within a waterfront area at 37-02 College Point Boulevard (Block 4963, Lot 85).
- **Zoning Text Amendment** to ZR Section 62-952 (Waterfront Access Plan Q-2, Downtown Flushing), which requires development on sites within the Downtown Flushing Waterfront Access Plan to provide access to the waterfront from College Point Boulevard and a public walkway along the river, and to maintain a visual corridor from College Point Boulevard to the pierhead line. The proposed text amendment would exempt interim parking lots only on Parcel 2 from the access, public walkway, and visual corridor requirements and allow CPC to permit a public parking lot on Parcel 2 for a term of no more than 10 years.
- **Waterfront Certification** pursuant to ZR Section 62-811 relating to waterfront public access and visual corridors.

OFF-SITE: FULTON/MAX SITE

During construction, additional public parking would be provided between Prince Street and College Point Boulevard at the site of the existing Flushing Mall located west of the project site between 37th Avenue and 39th Avenues. With or without the proposed action, the existing Flushing Mall would ultimately be demolished and the site would be redeveloped for other uses to be determined in the future. The demolition and displacement of existing businesses is considered in the future condition without the proposed action.

- **Public Parking Special Permit** pursuant to ZR Section 74-512, for a maximum of 10 years, for the off-site parking lot.

Flushing Commons

OFF-SITE: MUNICIPAL PARKING LOT 2

Additional public parking would also be provided at the existing Municipal Lot 2 located west of the project site on the east side of Prince Street between 38th and 39th Avenues, by expanding the existing 87-space lot by 188 spaces.

- **Public Parking Special Permit** pursuant to ZR Section 74-512 for the off-site parking lot.

OTHER APPROVALS AND ACTIONS

- **Office of the Deputy Mayor for Economic Development** approval of the Flushing Commons business terms to be finalized pursuant to City Charter Section 384(b)(4) and Article 16 of the General Municipal Law.
- **HPD** approval of Macedonia Plaza business terms to be finalized pursuant to Article 16 of the General Municipal Law and Section 1802(6)(j) of the City Charter.
- **BSA Special Permit** pursuant to ZR Section 73-66 (Height Regulations around Airports) for modification of height regulations applying to areas around major airports. This permit is required for both the Flushing Commons and Macedonia Plaza projects.
- **New York City Department of Environmental Protection (NYCDEP)** approval for an Amended Drainage Plan.
- **Industrial Development Authority (IDA)** benefits potentially including tax abatement and financing for the Flushing Commons project.
- **Federal Aviation Administration (FAA)** determination of No Hazard to Air Navigation is required for both the Flushing Commons and Macedonia Plaza projects. The FAA issued five Determinations of No Hazard to Air Navigation for the Flushing Commons project, one determination for each of the encroaching building points on the Flushing Commons project site, and no further action is required. The Macedonia Plaza project has also received its FAA Determination of No Hazard to Air Navigation.
- **Mayoral Zoning Overrides** are being requested for the Macedonia Plaza project, that would waive regulations associated with ZR Sections 23-142, 23-632, 36-352, and 36-21 pertaining to minimum open space ratio, height and setback limits, and minimum accessory parking spaces. The waivers of these regulations are needed to allow for the development of the project site and to support the financial feasibility of the proposed affordable housing.

DESCRIPTION OF PROPOSED PROJECT

The proposed action would rezone the entire project block from C4-3 to C4-4. The rezoning, along with the other actions, would allow for the Flushing Commons development as described below. In addition, the rezoning would also allow for the development of the affordable housing Macedonia Plaza project on the northeastern portion of the project block, not included in the Flushing Commons project site. Therefore, this Environmental Impact Statement (EIS) will consider the potential significant adverse environmental impacts from the Flushing Commons and Macedonia Plaza projects. To be conservative, the EIS examines slightly larger build programs, as described below, for both the Flushing Commons and Macedonia Plaza projects than presented in the ULURP applications for the projects.

FLUSHING COMMONS

The proposed action would allow for the development of Flushing Commons, a mixed-use development containing residential, commercial, and community facility uses; a multi-level underground parking garage; and an approximately 1.5-acre town square-style publicly accessible, privately owned open space to be constructed on the project site. Flushing Commons would be located on a portion of Lot 25 on Block 4978.

Building Program

The proposed Flushing Commons project would comprise a mix of uses in five buildings; A, B, C, D, and E (see Figure S-5). As currently conceived, the project would include approximately 620 market-rate apartments; up to 275,000 square feet (sf) of retail and restaurant space; up to 234,000 sf of office space; up to 250 hotel rooms; and up to 98,000 sf of community facility space, including an approximately 62,000-square-foot YMCA and medical offices. For a portion of the D building, different potential development scenarios of either hotel or office use, or some combination of those two uses, will be studied. Under the office scenario, a portion of the building would consist of 124,000 sf of office space, and the project would include a total of 234,000 sf of office space. The hotel scenario would provide 130,000 sf of hotel space for approximately 250 hotel rooms.

The project would also include a 1,600 space below-grade public parking garage, which would replace the 1,101 parking spaces presently in the municipal lot. Of these spaces, about 700 would be accessory parking required by the Zoning Resolution for the proposed uses. Total gross square footage, including below-grade space and parking, would be 1.89 million sf, approximately 538,000 sf of which would be below-grade.

The proposed Flushing Commons project would provide the number of accessory parking spaces required by the proposed C4-4 zoning district, and its overall floor area would be less than what would be permitted in the proposed district. However, the project represents a reasonable maximum development scenario that will be the basis for the proposed business terms with NYCEDC. A summary of the proposed development is provided below in Table S-1.

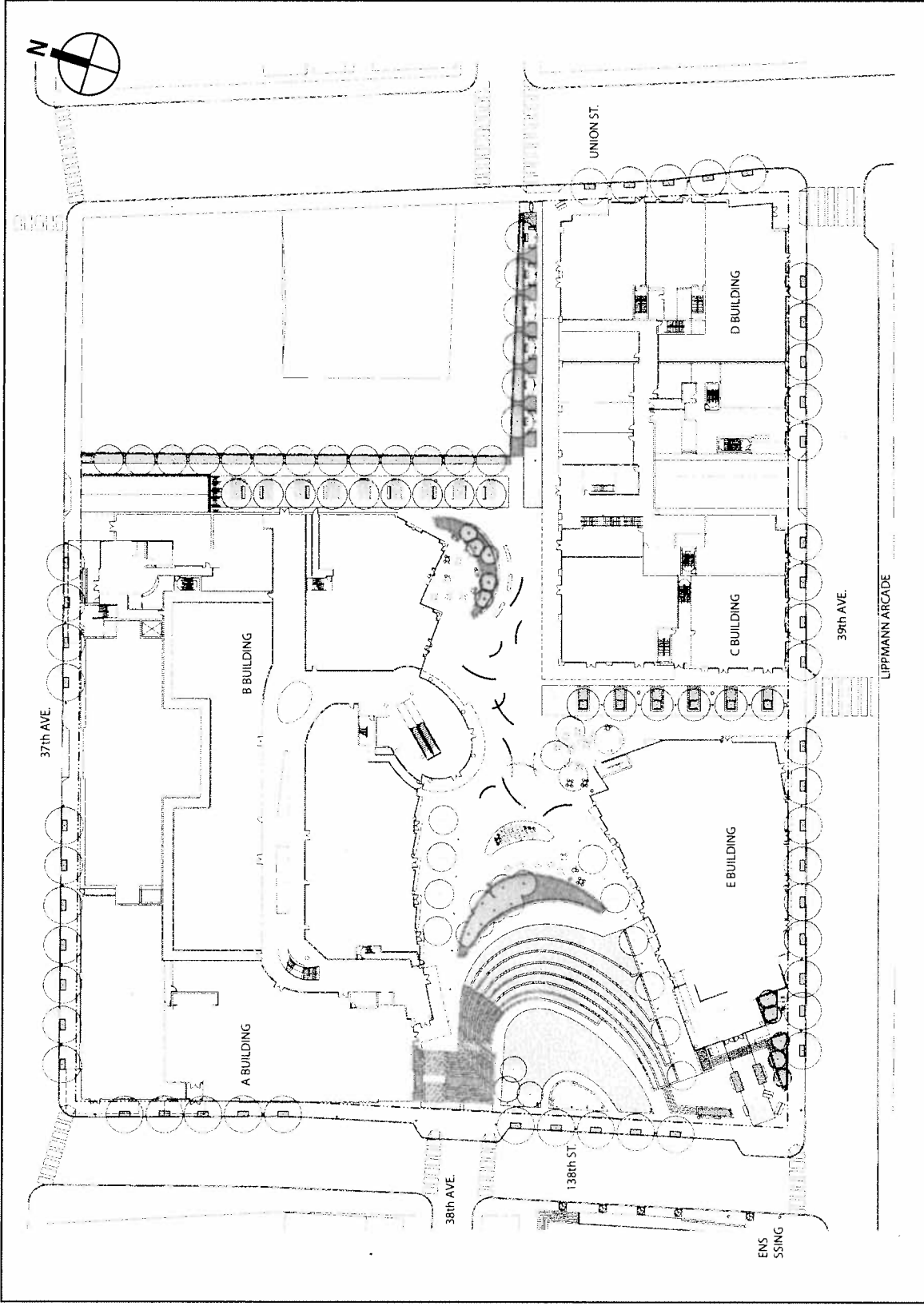
**Table S-1
Summary of Flushing Commons Development by Use (in GSF)**

Use	Office Scenario	Hotel Scenario
Residential (620 units)	740,000	740,000
Commercial		
Retail/Restaurant	275,000	275,000
Office	234,000	110,000
Hotel (250 rooms)	0	130,000
Commercial Total	509,000	515,000
Community Facility	98,000	98,000
Parking (1,600 spaces), service and loading	538,000	538,000
Total	1,885,000	1,891,000

Architectural Design

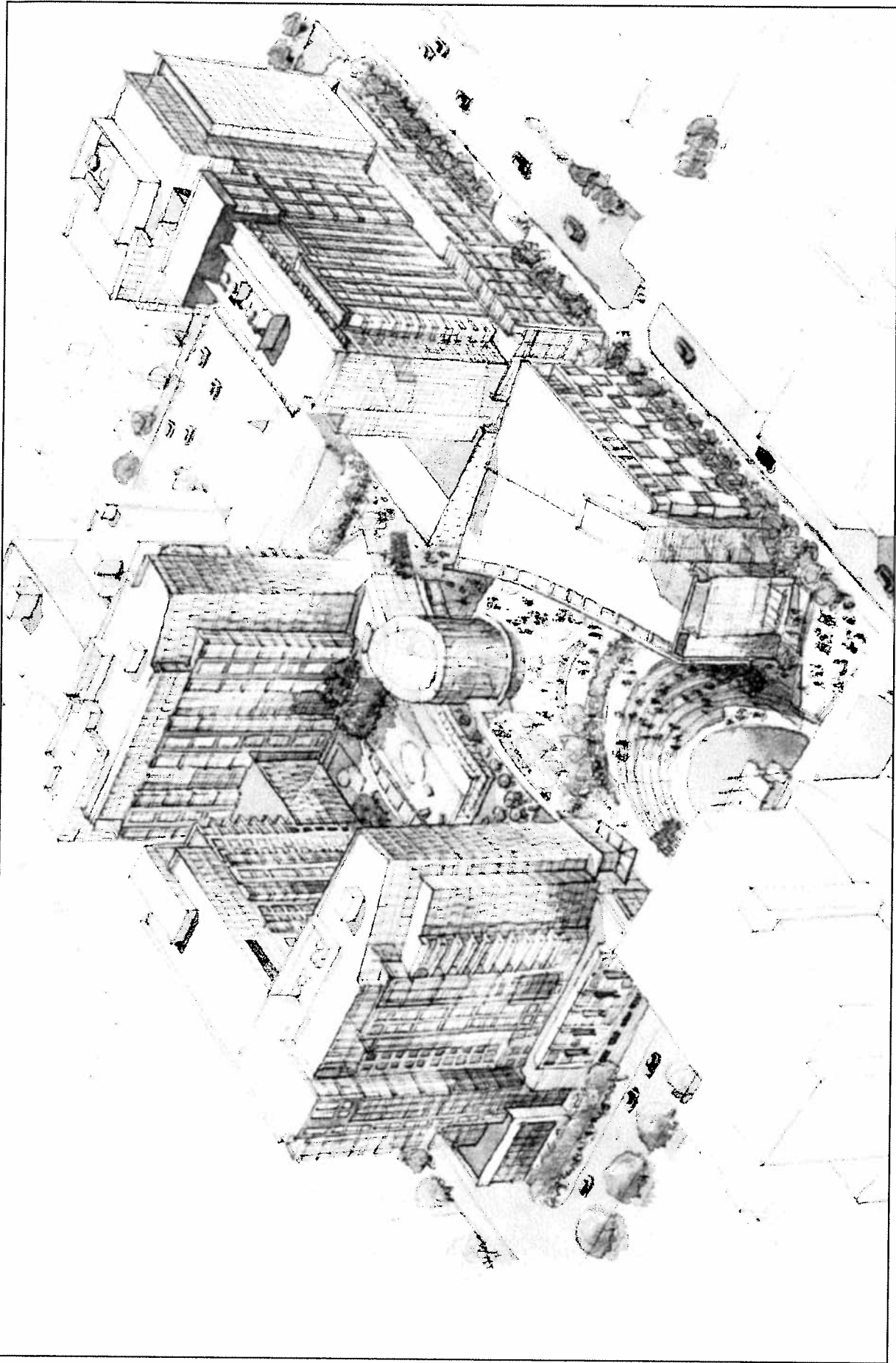
The Flushing Commons buildings would be organized around a central publicly accessible, privately owned open space with adjacent walkways (see Figures S-5 and S-6). The proposed project would provide a significant open space (approximately 1.5 acres) that is currently

12.14.09



NOTE: See Figure S-8 For Macedonia Plaza Project

0 100 FEET
SCALE



**Illustrative Aerial Rendering
View From Southwest**
Figure S-6

Flushing Commons

missing from the urban fabric of Downtown Flushing, a town square. This open space, which would front along 138th Street, would also be visible looking into the site along 38th Avenue, Main Street, Union Street, and from Lippmann Arcade, a pedestrian walkway that extends through the block from 39th Avenue to Roosevelt Avenue. The main portion of this space would be an elliptical green opening onto 138th Street that is expected to contain a terraced lawn, formal plaza, trees, tables and chairs, additional seating, and a water feature. Three open pedestrian passageways would also lead into the central open space—from 39th Avenue, 37th Avenue, and Union Street. The open space would be open to the public at all times and available for the programming of public events.

Interim Parking During Construction

The existing parking facility on the project site is expected to be closed and demolished at the start of construction. The parking lot currently accommodates short-term, transient parking as well as long-term commuter parking and approximately 40 spaces designated for New York Police Department (NYPD) use. To accommodate the short-term parking demand during construction, the proposed project would also include public parking on three nearby sites (see Figure S-7), providing a total of 1,144 new public parking spaces. With these off-site lots, there would be no net loss of public parking spaces during construction.

The first interim-parking site, Fulton/Max lot, is located west of the project at the site of the existing Flushing Mall, between 37th Avenue to the north, Prince Street to the east, 39th Avenue to the south, and College Point Boulevard to the west. Currently an enclosed one-story mall with a number of local, neighborhood retail uses within its interior, Flushing Mall would be demolished and redeveloped with 647 temporary public parking spaces.²

The second site, College Point lot, is located west of the project site on a 4-acre parcel at College Point Boulevard, two blocks from Main Street between 39th and 37th Avenues. College Point lot is currently used as a permitted, accessory parking lot and would accommodate 309 temporary public spaces.

The third site is the existing Municipal Lot 2, located west of the project site on the east side of Prince Street between 38th and 39th Avenues. The existing 87 spaces at Lot 2 would be increased by an additional 188 spaces, for a total of 275 public parking spaces.

Replacement parking for NYPD would be provided via angled, on-street spaces on 37th Avenue between Union Street and 138th Street.

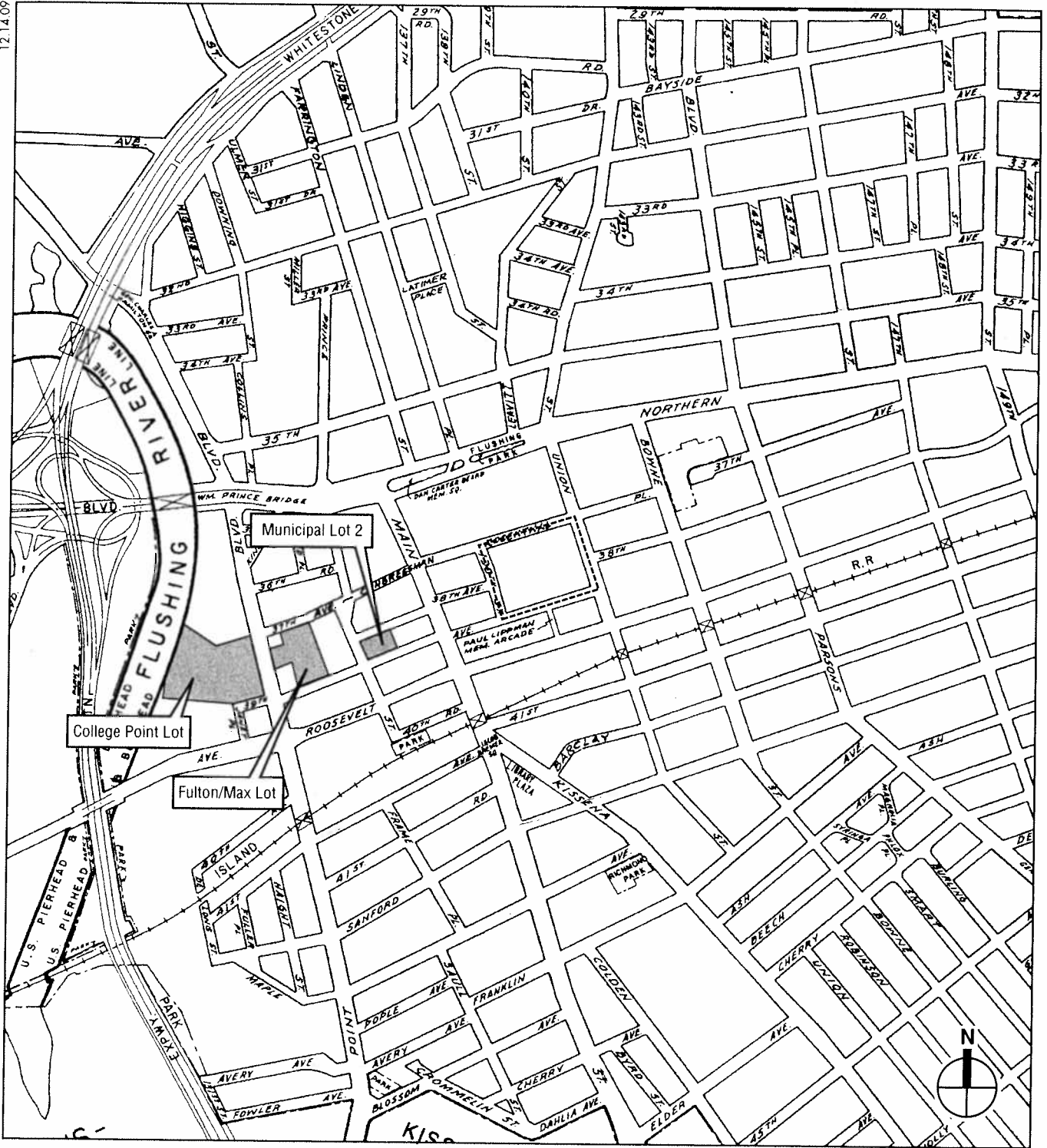
MACEDONIA PLAZA

The portion of Lot 25 located north, west, and south of the AME Church not included in the Flushing Commons project site is City-owned property and is the subject of a disposition from HPD to the AME Church for development of the Macedonia Plaza project.³

For EIS analysis purposes, the Macedonia Plaza project is assumed to include a 14-story mixed-use development building comprising up to approximately 142 residential units (approximately

² As described above, with or without the proposed action, the existing Flushing Mall would ultimately be demolished and therefore its demolition and displacement of existing businesses is considered in the future condition without the proposed action.

³ Although the AME Church may renovate or expand at some point in the future, these plans and any associated actions are not included in the proposed action and therefore not included in this EIS.



Off-Site Parking Site
 - - - - - Rezoning Area Boundary

0 1000 FEET
 SCALE

125,000 sf), 10,000 sf of community facility space, and 25,000 sf of retail space (see Figure S-8). As noted above, the Macedonia Plaza project proposes to seek a Mayoral Override of parking requirements and, as a result, the EIS does not assume any on-site parking for the Macedonia Plaza project. For analysis purposes, all residential units are assumed to be affordable.

C. PROBABLE IMPACTS OF THE PROPOSED ACTION

LAND USE, ZONING, AND PUBLIC POLICY

The proposed action would allow for the development of Flushing Commons, a mixed-use project that would be consistent with the existing land uses and density of the surrounding area, including those buildings and uses located on the blocks adjacent to the project site. These actions would permit the extension of an existing use that is consistent with the study area's retail development trends, and that also incorporates a residential component that is compatible with the existing residences on the adjacent blocks. The proposed project would augment the diversity of land uses in this area, and would add additional shopping opportunities and variety to an area that has maintained and improved upon a thriving business environment. Further, the proposed project would provide housing and open space in an established residential community that is well served by public transportation. The overall size and scale of the Flushing Commons project would be consistent with other large retail and residential uses in the immediate area and correspond to the area's role as a center of retail and commercial activities in Queens.

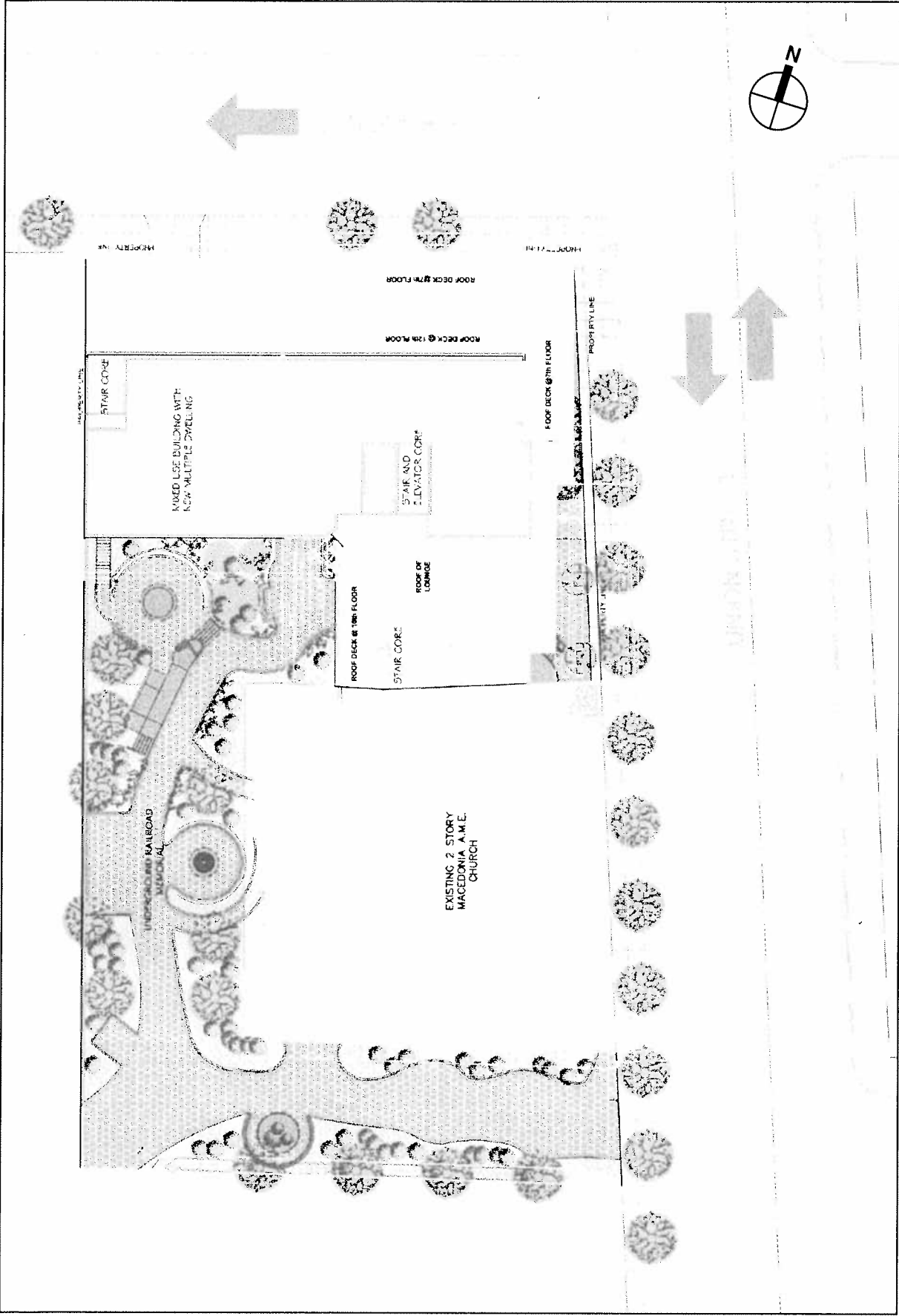
The proposed C4-4 district is similar to the existing C4-3 district in allowed uses and would be compatible with density in the surrounding area. The disposition of Municipal Lot 1 would be consistent with public policy, as it would fulfill a goal of the City-issued "Development Framework for Downtown Flushing" to redevelop Municipal Lot 1. The proposed Flushing Commons project itself is a City-generated initiative to redevelop Municipal Lot 1. The proposed project would incorporate several of the goals highlighted above, including a town square-style open space, enhanced pedestrian environment with street-level retail to attract shoppers east of Main Street, new residential development in Downtown Flushing, competitively priced parking on-site, and a higher standard for design, construction, and private investment in Downtown Flushing.

Therefore, no significant adverse impacts to land use, zoning, and public policy would result from the proposed action.

SOCIOECONOMIC CONDITIONS

For four of the five areas of socioeconomic concern—direct residential displacement, direct business displacement, indirect residential displacement, and adverse effects on specific industries—a preliminary assessment was sufficient to conclude that the proposed action would not cause any significant adverse socioeconomic impacts. The preliminary assessment of the fifth area of concern, indirect business displacement, concluded that a detailed analysis was required to determine whether significant adverse impacts would result due to competition.

The detailed analysis finds that the proposed action would not result in any such significant adverse impacts.



NOTE: See Figure S-5 For Flushing Commons Site Plan

**Macedonia Plaza Project:
Illustrative Site Plan**
Figure S-8

DIRECT RESIDENTIAL DISPLACEMENT

The proposed action would not directly displace any residential population, and therefore no significant adverse impacts would result from direct residential displacement.

DIRECT BUSINESS AND INSTITUTIONAL DISPLACEMENT

The proposed action would not directly displace any businesses or institutions, and therefore no significant adverse impacts would result from direct business and institutional displacement.

INDIRECT RESIDENTIAL DISPLACEMENT

The proposed action would not result in significant adverse impacts due to indirect residential displacement. The proposed action would introduce an estimated 2,202 new residents. This amount is approximately 3.3 percent of the estimated existing population in the study area. According to the *CEQR Technical Manual*, generally if a proposed action would increase the population in the study area by less than 5 percent—as is the case here—it would not be large enough to affect socioeconomic trends significantly. While a majority of the new population would have higher incomes than most existing residents, the new residents would not constitute a sizeable addition to the study area and therefore would not change the overall socioeconomic profile of the study area population. The proposed action would introduce 142 units of affordable housing as part of the proposed Macedonia Plaza project, and 620 units of market-rate housing that would be more costly compared with most existing housing in the study area, but comparable to other new developments planned to be built by the time the proposed action is implemented.

The assessment did not identify any factors that could substantially influence residential rents in the study area. The proposed action would also not displace any uses or properties that have had a “blighting” effect on property values in the area, nor would it alter the socioeconomic composition of the study area by direct displacement. The proposed action would introduce a sizable addition of non-residential uses to the study area, but it would not make the area noticeably more attractive as a residential neighborhood complex because Downtown Flushing is surrounded by residential and mixed-use land use patterns radiating from its established commercial core. The proposed action would draw existing residents and additional shoppers to the neighborhood’s stores, further enlivening an area already known for its vibrant commercial district.

INDIRECT BUSINESS AND INSTITUTIONAL DISPLACEMENT⁴

Indirect Displacement Due to Changes in Property Values and Rent

One issue for indirect business and institutional displacement is whether an action would increase property values and thus rents in the study area, making it difficult for some categories of business or institutions to remain at their current locations.

Businesses most vulnerable to indirect displacement due to increased rents are typically those whose uses are less compatible with the trends creating the upward rent pressures. The area already has a significant concentration of retail that draws a large amount of customers, and the

⁴ It is noted that this summary assessment of the principal conclusions regarding indirect business and institutional displacement was inadvertently not included in the DEIS Executive Summary, although the exact text was in the DEIS Socioeconomic chapter. Therefore, the text has not been double underlined.

proposed amounts of new residential and retail uses would not be large enough to create a substantially different customer base for the area such that rents would increase due to increased customer base/foot traffic. This means that the economic activities in the study area would not be substantially changed by the proposed action, and therefore the proposed action would not result in significant adverse indirect business displacement impacts in the ½-mile study area due to increased rents.

Indirect Displacement Due to Competition (Primary Trade Area and Local Retail Area)

As described in the *CEQR Technical Manual*, competitive economic impacts in and of themselves do not necessarily generate environmental concerns; however, competition can be an environmental concern when it has the potential to affect neighborhood character by affecting the viability of neighborhood shopping areas. The analysis therefore considers whether potential impacts on any individual retailer or group of retailers could be great enough to undermine the viability of existing neighborhood shopping strips or shopping centers, and whether such change could adversely affect neighborhood character. The analysis evaluated potential impacts within two areas: a “primary trade area” defined as an approximately 3-mile radius surrounding the project site, and a smaller local ½-mile study area, from which the proposed project is expected to draw a large portion of its repeat business as a result of more convenient access, shorter travel time and distance, and shoppers’ propensity to take advantage of a major shopping resource close to home.

The detailed competition analysis considers estimated “capture rates” for the primary trade area to help characterize the potential for competitive effects from the proposed action. Capture rates are measures of business activity in a trade area and indicate the percentage of consumer expenditures for retail goods that are being “captured” by retailers in the trade area. To determine the rate at which existing shops capture the spending potential of primary trade area households, the potential demand (i.e., amount of money available for retail expenditures) and supply (i.e., amount of retail sales realized by trade area stores) are compared. The analysis finds that the proposed action would not substantially raise retail capture rates within the primary trade area and, therefore, would not have the potential to adversely affect competitive stores in the broader primary trade area. The overall capture rate, as well as the capture rate for convenience goods⁵, and the capture rate for eating and drinking establishments⁶ would not exceed the 70 to 80 percent range characteristic of trade areas that are satisfying the retail demand generated by trade area households. Although the capture rate for shoppers’ goods⁷ would exceed the 70 to 80 percent range, the proposed project would be a small contributor to overall shoppers goods capture, and the relatively high existing capture rate is influenced by the presence of several large new projects in the primary trade area (notably SkyView Parc/Queens Town Center and Rego Park Mall) that would actually draw from a trade area that is much larger than the primary trade area. Further, Flushing itself is a regional destination drawing shoppers and visitors from well beyond the primary trade area, which has an effect of overestimating the

⁵ Convenience goods stores are those offering such items as groceries, personal care items, housekeeping products, prescription drugs, newspapers, and magazines—goods that people tend to buy at the location most convenient to them.

⁶ Eating and drinking establishments include such businesses as restaurants, fast-food places, and bars.

⁷ Shoppers’ goods stores offer such items as furniture, clothing, electronics, and sports equipment—goods that people tend to make deliberate, planned trips to purchase. In general, people are more likely to comparison shop and travel longer distances to purchase shoppers’ goods.

Flushing Commons

local capture rate because sales from residents who live outside of the primary trade area are contributing to the calculation that defines the local capture rate.⁸ Overall, the proposed action would not have the potential to significantly affect competitive stores in the primary trade area.

Within the local study area, Downtown Flushing is a residential and commercial center that will continue to draw significant numbers of customers from the local population (residents and businesses) and beyond. The central business district is a bustling retail area that draws a niche audience from throughout the region. Retailers also capture the expenditure potential of the workers and visitors to the local retailers, services, eateries, and businesses. Thus, it is unlikely that existing retail uses would be significantly impacted by the proposed project's new retail. With its close proximity to bus routes and subway lines, the local shopping area would not be significantly impacted by the proposed action as the residential and commuter population would continue to find it convenient to shop along these corridors.

The proposed project would present competition to stores selling shoppers' goods in the area because both the existing and the proposed retail centers target a similar client base for some discretionary purchases, such as clothing, which are typically chosen more carefully than convenience goods based on perceived differences in value. However, the proposed Flushing Commons development is currently anticipated to have national high-end retail tenants whose goods and services do not overlap with local shops. Many existing shopping areas are likely to retain their niche customer base with an expanded potential to also gain new customers based on a new demand generated by the Flushing Commons retail base, which would represent shopping opportunities not currently present in Flushing. Several national chain restaurants are also anticipated to be part of the retail on the development site. Rather than directly competing with existing retail in the study area, the proposed project's shoppers' goods, convenience retail, and new restaurant space is expected to serve the new residential population and expand the price-point, product mix, and space configuration of such uses to existing customers already using downtown Flushing.

Overall, the amount of indirect business displacement due to competition from the proposed action would be minimal, is not expected to jeopardize the viability of any neighborhood retail strips, and is not expected to diminish the level of services provided. Therefore, the proposed action would not result in significant adverse impacts due to competition.

ADVERSE EFFECTS ON SPECIFIC INDUSTRIES

The proposed action would not significantly affect business conditions in any industry or category of businesses within or outside the study area, or indirectly substantially reduce employment or impair the economic viability in the industry or category of business. The study area and broader primary trade area contain thriving, well-established retail corridors whose viability would not be jeopardized by the retail space planned as part of the proposed action. Therefore, the proposed action would not have a significant adverse impact on any specific industry.

⁸ A capture rate is calculated by dividing the retail sales in the area by the total expenditure potential for those retail goods *from the population residing in the area*. If retailers in an area draw a large percentage of sales from outside the primary trade area, this will increase the capture rate.

COMMUNITY FACILITIES

Although the proposed action would introduce new residents to Downtown Flushing, the proposed action would not result in significant adverse impacts to community facilities and services.

The proposed action would introduce a total of approximately 762 housing units and 2,202 new residents (the proposed Flushing Commons project would create 620 market-rate dwelling units and the Macedonia Plaza project for the remainder of the rezoning area is projected to develop 142 affordable housing units), which would likely generate approximately 213 elementary students and 91 intermediate school students. The analysis concludes that in the future with the proposed action, even with this increased enrollment, no significant impacts on public schools would occur as a result of the proposed action.

The number of new residents added to library service areas by the proposed action would be a very small percentage (1.7 percent) of the total annual library users. Therefore, the proposed action would not cause a significant adverse impact on library resources.

The proposed Macedonia Plaza project would introduce 20 children under the age of 6 who would be eligible for publicly-funded child care. (The Flushing Commons project would not include affordable housing units, and thus would not generate any students eligible for public child care.) The Macedonia Plaza project would also include a new child care facility with a 59-slot capacity. This new facility would meet the demand generated by the project's affordable housing units, and its excess capacity could be utilized to address the predicted shortage in child care slots within the 1½-mile study area. Although child care facilities in the study area would continue to operate above capacity in the future with the proposed action, the proposed Macedonia Plaza project would decrease the predicted shortage in child care slots. Therefore, the proposed action would not result in a significant adverse impact on child care facilities.

The *CEQR Technical Manual* recommends analyses of impacts to police and fire services only in cases of direct displacement. The proposed action would not directly displace any fire department facility. Therefore, a detailed assessment of these services is not warranted and would not have significant adverse impacts on fire services. The proposed action also would not directly displace any police department facility, but would result in the removal of parking spaces that are currently being used by NYPD. Since the replacement parking is located immediately adjacent to the existing parking, it would not affect the access to and from the police facilities. Therefore, the proposed actions would not have a significant adverse impact on police services.

OPEN SPACE

The proposed action would add 1.52 acres of passive open space to the Flushing area and would not displace or eliminate any existing open space resources. The area currently suffers from a shortfall of passive open space resources, and the proposed action's new open space would provide a quality passive open space amenity—green, landscaped, and relatively separated from major traffic flows—that is notably absent in this densest portion of Downtown Flushing near the Main Street No. 7 subway station. As a result, passive open space ratios would increase in the future with the proposed action (see Table S-2). While these ratios would increase from existing conditions, all except the passive open space ratio per 1,000 workers would continue to be below the optimal planning goals recommended by the City. Although not accounted for in the quantitative analysis, the Macedonia Plaza project would create an additional 18,834 square

Flushing Commons

feet of private open space that would be located primarily around the north, west and south sides of the existing Macedonia AME Church. While this facility would not be public, it would provide an open space amenity for Macedonia Plaza residents and, therefore, could reduce incremental demand of this new population on area open space resources.

The active open space ratio in the residential study area would decrease in the future with the proposed action and continue to be below the level recommended by the City. Because the active open space ratio is substantially lower than established City guidelines, this decline would constitute a significant adverse impact on active open spaces. The *CEQR Technical Manual* recognizes that the optimal planning goals recommended by the City are not feasible in many areas of the City, and these goals are not considered impact thresholds. According to the *CEQR Technical Manual*, a 5 percent decrease in open space ratios is considered a substantial change warranting a detailed analysis. However, in areas where the open space ratio is very low (e.g., below 1.5 acres per 1,000 residents), a decrease of 1 percent or less in the open space ratio may result in a potential significant adverse impact on open space. The proposed action is located within such an area, and would reduce the active open space ratio by 2.82 percent (see Table S-2). Therefore, it is necessary to identify measures to mitigate this impact to the greatest extent practicable. The *CEQR Technical Manual* lists potential on- and off-site mitigation measures. Absent any such measures, an unmitigated significant adverse impact on active open spaces would result.

Table S-2
2013 Future with the Proposed Action: Open Space Ratios Summary

Ratio	City Guideline	Open Space Ratios			Percent Change
		Existing Conditions	Future Without the Proposed Action	Future with the Proposed Action	Future Without the Proposed Action to Future With the Proposed Action*
Commercial Study Area					
Passive/Workers	0.15	0.291	0.258	0.320	24.07%
Passive/Total Population	weighted** (0.358)	0.110	0.102	0.130	27.73%
Residential Study Area					
Total/Residents	2.5	0.159	0.141	0.160	13.51%
Active/Residents	2	0.080	0.071	0.069	-2.82%
Passive/Residents	0.5	0.079	0.070	0.092	30.40%
Passive/Total Population	weighted (0.394)**	0.057	0.050	0.065	28.57%
Notes:					
* Ratios are presented to the third decimal digit to prevent rounding errors in calculating the percent change between the future without the proposed action and the future with the proposed action.					
** Weighted average combining 0.15 acres per 1,000 workers and 0.50 acres per 1,000 residents is different in each condition. In commercial study area: existing conditions, 0.37; future without the proposed action, 0.36; future with the proposed action, 0.36. In residential study area: 0.40 for existing and future without the proposed action and 0.39 in the future without the proposed action.					

In considering the significance of the projected decline in the active open space ratio, it is important to note that the proposed action would add open space where it would not otherwise exist. There are a number of factors not accounted for in the quantitative analysis of open space ratios in the future with the proposed action. The quantitative analysis does not account for the approximately 6.75 acres of active open space in the Department of Education-owned athletic field that lies within a ½ mile of the rezoning area. The field was not included in the open space calculation due to the vagaries of census tract boundaries. It is likely that residents generated by the proposed action would use this open space, thus allaying the shortage of active open space

predicted by the quantitative analysis. In addition, Kissena Corridor West, a 100-acre City park, lies just beyond the residential study area and is within three-quarters of a mile of the rezoning area.

Additionally, the Flushing Commons project includes recreational space for the YMCA and exercise amenity space within the residential component of the project. The residential portion of Flushing Commons would include several thousand square feet of amenity space, including exercise rooms and equipment, as well as a children's play space. The proposed YMCA space in the Flushing Commons project would include approximately 62,000 sf of state-of-the-art recreational facilities. In particular, it would contain two indoor swimming pools, a full basketball court, classrooms and meeting rooms for youth, as well as standard exercise equipment. While these facilities would not be considered public open space, the new YMCA will be an important active recreation center serving the entire Flushing community.

SHADOWS

The proposed buildings of the Flushing Commons project would cast incremental shadow on the arched windows of the Macedonia AME Church on all four analysis days: March 21 (or September 21, which is approximately equivalent), the equinoxes; June 21, the summer solstice, the longest day of the year, when shadows are shortest; May 6/August 6, the midpoints between the equinoxes and the summer solstice; and December 21, the winter solstice, the shortest day of the year, when shadows are longest. The Macedonia Plaza project, which requires a zoning override for building height, does not contribute to this shadow impact.

Incremental shadow durations would range from just over four hours in June to nearly seven hours on the March 21/September 21 analysis day. The incremental shadow would significantly reduce the amount of direct sunlight that currently shines through these windows throughout the year, causing a significant adverse impact on the users of this potential historic resource.

No other significant adverse shadow impacts from the proposed Flushing Commons or Macedonia Plaza projects would result.

HISTORIC RESOURCES

ARCHAEOLOGICAL RESOURCES

The Flushing Commons project would require subsurface disturbance across the entire project site, including areas of potential archaeological sensitivity related to the Flushing Female Association School and 19th century homelots. Therefore, before construction of the Flushing Commons project, Stage 1B archaeological field testing would be undertaken for these areas of potential sensitivity to conclusively determine whether there are any resources present in these areas that could be disturbed by the proposed action. The protocol for the Stage 1B testing would be reviewed and approved by the New York City Landmarks Preservation Commission (LPC). If resources are identified, an archaeological treatment plan would be developed and implemented in coordination with LPC to mitigate the proposed action's effects on these resources. Any required mitigation would be determined based on the characteristics and significance of the resource and could include archaeological excavation to record information about the find.

The Macedonia Plaza project by the Macedonia AME Church is anticipated to require excavation to the south, west, and north of the existing church structure. LPC has recommended that the Macedonia Plaza project be redesigned to avoid the archaeological no-impact zone.

Since this project—as presently designed—would not observe the recommended archaeological no-impact zones on the north, west, and south sides of the extant church lot, the redevelopment of this area could adversely affect areas of sensitivity for possible human remains. Therefore, the Macedonia AME Church would be required to consult with LPC to develop a plan that appropriately addresses: how the area with the potential sensitivity for burials would be appropriately archaeologically tested, and that any proposed subsurface construction work in the vicinity would be redesigned as much as possible in response to the results of the testing; what would occur should any burials be encountered; that the plan would be developed in consultation with the appropriate descendant community; what would happen to any remains that may be encountered before testing occurs; and that all appropriate measures as approved by LPC would be completed. As the current plans for the Macedonia Plaza project include pilings within the areas of potential sensitivity, but no additional excavation, it is anticipated that only the piling locations would need to be archaeologically tested. Provisions related to the archaeological resources mitigation for the Macedonia Plaza project would be incorporated into the Land Disposition Agreement (LDA) between HPD and a sponsor/developer selected by HPD to develop the Macedonia site.

ARCHITECTURAL RESOURCES

Construction of the proposed Flushing Commons development would occur within 90 feet of the Macedonia AME Church building. Therefore, the Flushing Commons project would avoid potential adverse direct, physical impacts on this resource through the implementation of a construction protection plan (CPP) developed in consultation with LPC. The CPP would follow the guidelines set forth in section 523 of the *CEQR Technical Manual*, including conforming to LPC's *New York City Landmarks Preservation Commission Guidelines for Construction Adjacent to a Historic Landmark* and *Protection Programs for Landmark Buildings*. The CPP would also comply with the procedures set forth in the New York City Department of Buildings (DOB)'s *Technical Policy and Procedure Notice (TPPN) #10/88*.⁹ The context of the church would be altered by the addition of taller, modern mixed-use buildings to the project site; however, the church already exists in a mixed visual environment, and this change is not considered a significant adverse impact. Furthermore, the open site layout would open up views to the church from the project site and the area to the southwest.

The Flushing Commons buildings to be developed on the project site would cast incremental shadow on the arched windows of the church, ranging in duration from just over 4 hours in June to nearly 7 hours on the March 21/September 21 analysis day. The incremental shadow would reduce the amount of direct sunlight that currently shines through these windows throughout the year and would cause a significant adverse shadow impact for the users of this place of worship. As described in Chapter 20, "Mitigation," mitigation measures would be designed to avoid or minimize any adverse shadow impacts on the sun-sensitive architectural resources of the church.

The Flushing Commons project site is located far enough away from the known and potential historic resources in the study area, and so the proposed development would not have any direct, physical effects on these off-site resources. The architectural resources in the study area already

⁹ TPPN #10/88 was issued by DOB on June 6, 1988, to supplement Building Code regulations with regard to historic structures. TPPN #10/88 outlines procedures for the avoidance of damage to historic structures resulting from adjacent construction, defined as construction within a lateral distance of 90 feet from the historic resource.

exist in a built context that includes a mix of both short and tall commercial and residential buildings. Therefore, while the heights of the proposed buildings—up to approximately 204 feet (above average curb level), including mechanical—would be taller than the existing structures on the project site, they would not be incompatible with buildings in the study area. It is expected that the historic buildings in the surrounding area would remain visible within the overall urban landscape due to their distinguished façades and massings.

The Macedonia Plaza project would create a new 14-story, mixed-use structure that is directly adjacent to the Macedonia AME Church building. This development would notably change the appearance of the church from Union Street. However, the portion of the church building that faces onto Union Street was constructed ca. 1954-57, and is more modern in appearance than the portion of the building that faces the interior of the project block. In addition, the expected materials of the Macedonia Plaza structure—primarily brick and glass—would be consistent with the façade materials of the church itself, and the size and massing of the proposed building would be consistent with the Flushing Commons development that would transform the remainder of the project block. To avoid potential adverse physical impacts on the Macedonia AME Church building, the church would be required to develop and implement a CPP, reviewed and approved by LPC, to protect the adjacent church building. The CPP would follow the guidelines set forth in section 523 of the *CEQR Technical Manual*, including conforming to LPC's *New York City Landmarks Preservation Commission Guidelines for Construction Adjacent to a Historic Landmark* and *Protection Programs for Landmark Buildings*. The CPP would also comply with the procedures set forth in DOB's TPPN #10/88. The CPP would avoid potential significant adverse impacts to architectural resources associated with the proposed Macedonia Plaza project and would be required through provisions in the LDA between HPD and a sponsor/developer selected to redevelop the Macedonia site.

URBAN DESIGN AND VISUAL RESOURCES

The Flushing Commons project would greatly improve the urban design characteristics of the current site, an underutilized paved parking lot. The proposed project would replace the one-story parking structure with five new buildings of various heights (which would create new streetwalls) and public open spaces. The Flushing Commons project, as well as the proposed Macedonia Plaza project, would add new uses and vitality to the site and improve the overall appearance of the site.

The Flushing Commons buildings would be organized around the central open space with walkways to adjacent streets and provide a significant open space that is currently missing from the urban fabric of Downtown Flushing—a town square. The open space would be open to the public at all times and available for programming for public events.

The Macedonia Plaza project would be directly adjacent to the Macedonia AME Church, creating a new notable presence at the corner of Union Street and 37th Avenue. It would also provide 18,834 square feet of private open space in the interior of the project block, which would be anticipated to enhance the site's visual appearance.

The residential, commercial, and community facility uses of the proposed buildings would be consistent with the predominant uses in the study area. There is a wide variety of building styles and materials used in the area; thus, the design of the buildings and mix of materials would be in keeping with what is currently found in the study area. While the new buildings would be taller and have larger footprints than some of the buildings in the surrounding area, they would be in

Flushing Commons

keeping with other large-scale developments in the area, including the Queens Crossing development and the condominium building to the south of the site.

Although views of the spire of St. George's Episcopal Church would be blocked by the proposed Flushing Commons and Macedonia Plaza buildings, this would not be an adverse effect as the rezoning area is not a prime viewing location for this resource, with many intermediate buildings of varying heights including the recently completed Queens Crossing. Further, the proposed Flushing Commons and Macedonia Plaza projects would not have an adverse impact on the street pattern, block shapes, and natural features of the study site, nor would it adversely affect the visual resources in the study area. Finally, the proposed Flushing Commons project would enhance the streetscape with its open plaza.

NEIGHBORHOOD CHARACTER

The proposed action would not adversely affect the combined elements contributing to the neighborhood character of the downtown area of Flushing, Queens. Specifically, it would not cause any significant adverse impacts on land use, urban design, visual resources, socioeconomic conditions, pedestrian conditions, or noise.

The proposed action would result in the development of Flushing Commons, a mixed-use project containing residential, commercial, community facility, and possibly hotel uses at the site of existing Municipal Lot 1. The proposed project would result in a major change in land use on the project site. However, this change is considered to be complementary to the area, as it would create a mixed-use development that would bring new residents, workers, and visitors to the area as well as serve the existing Downtown Flushing community. The Flushing Commons project would bring additional housing to an established residential neighborhood. The overall size and scale of the Flushing Commons project would correspond to the area's role as a regional center of retail and commerce. The proposed Flushing Commons project would also include approximately 1.5 acres of passive open space on the site—an amenity that is noticeably absent in Downtown Flushing.

The buildings to be developed on the project site would cast incremental shadow on the arched windows of the Macedonia AME Church. The incremental shadow would reduce the amount of direct sunlight that currently shines through these windows throughout the year and cause a significant adverse shadow impact for the users of this place of worship. However, the shadow impact would only be on the interior functionality of the church, and it would not significantly impair the public's enjoyment of the church as a historic resource. Therefore, the significant adverse historic resources impact on the Macedonia AME Church from shadows would not result in a significant adverse impact on neighborhood character.

The proposed action would result in unmitigated traffic impacts at 13 locations during the weekday AM peak hour, 11 locations during the weekday midday peak hour, 13 locations during the weekday PM peak hour, and 14 locations during the Saturday midday peak hour. However, service levels at most of these study area analysis locations would be the same with or without the proposed action even though, in accordance with CEQR criteria, the increases in delays resulted in these impacts. It is also important to note that the City is considering several scenarios to improve traffic and safety in Downtown Flushing as alternatives to the contra-flow bus lane configuration analyzed in this Final EIS (FEIS). The City continues to analyze other scenarios and it is possible that some of the unmitigated traffic impacts may be eliminated. One of these scenarios is the Modified Two-Way proposal. An analysis of the proposed action's potential traffic impacts with this proposal implemented was prepared for this FEIS. The results

of this analysis show that, if the Modified Two-Way proposal is implemented, the proposed action would result in unmitigated traffic impacts at 5 locations during the weekday AM peak hour, 10 locations during the weekday midday peak hour, 8 locations during the weekday PM peak hour, and 13 locations during the Saturday midday peak hour. Overall, no significant adverse impacts on neighborhood character would result from the proposed action.

HAZARDOUS MATERIALS

No significant adverse impacts would occur in relation to the demolition and excavation for the proposed action. Once the proposed Flushing Commons and Macedonia Plaza projects are constructed, there would be no further potential for adverse impacts.

INFRASTRUCTURE

Based on the existing uses present within the rezoning area, a 1,101-space municipal parking lot and the Macedonia AME Church, there are no significant demands for water supply and sanitary sewage. The proposed action, which would include new residential, commercial (including office, retail, restaurant, and possibly hotel uses), and community facility uses, would change the demand for water and wastewater services within the rezoning area.

In summary, the incremental demand for water supply from the proposed action would not adversely affect the ability of the existing system to distribute water to, or maintain water pressure for, local users. Furthermore, the increase in sanitary sewage and stormwater discharge would not cause the Tallman Island Water Pollution Control Plant (WPCP) to exceed its design capacity or its New York State Pollution Discharge Elimination System (SPDES) permit flow limit. The stormwater generated by the proposed action would not have a significant adverse impact on the combined sewer system or the Flushing River.

The proposed action would require an Amended Drainage Plan to reflect previously mapped 138th Street between 37th and 39th Avenues and the de-mapped bed of 38th Avenue between 138th Street and Union Street on the drainage plan. The Amended Drainage Plan would be completed in accordance with NYCDEP requirements; the existing sewer located in the former street bed of 38th Avenue between Union Street and 138th Street would be removed. Overall, the proposed action would not result in any significant adverse impacts on water supply, sewage treatment, and combined sewer systems.

Subsequent to the publication of the DEIS, the City released the 2010 *CEQR Technical Manual* (May 17, 2010). The level of analysis conducted in this chapter is consistent with guidance in the revised 2010 *CEQR Technical Manual*. For sites located in specific drainage areas, including Flushing Bay and Creek, the revised manual requires a preliminary assessment, which includes the preparation of a NYCDEP volume calculation worksheet to determine the change in flows and volumes to the combined sewer system from the existing to proposed conditions. Since this matrix postdates publication of the Flushing Commons DEIS, it has been prepared for inclusion in the FEIS as Appendix E. The additional information provided in the NYCDEP volume calculation worksheet does not change the principal conclusions associated with the following analysis.

SOLID WASTE AND SANITATION SERVICES

The proposed action (both the proposed Flushing Commons project and the Macedonia Plaza project) would increase the volume of solid waste generation at the rezoning area, generating an

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estimated 216,399 pounds of solid waste per week (about 107 tons per week). The proposed action would be required to comply with the City's recycling program. It is expected that all the residential waste and recyclable materials would be collected and disposed of by the DSNY. Commercial and regulated medical waste would be handled by private waste carters. The solid waste generated by the proposed action would represent a minimal increase in the City's waste stream. Therefore, no adverse impact on solid waste handling and disposal systems would result.

ENERGY

The proposed action (both the proposed Flushing Commons project and the Macedonia Plaza project) would generate new demand for energy at the rezoning area, but it would not significantly affect the transmission or generation of energy. Electricity and gas is expected to be supplied by Con Edison, which would provide heating, cooling, and lighting for the proposed action. The operational consumption for the proposed action is expected to be approximately 237,923 million British Thermal Units (BTUs) per year. This increase in energy demand could be provided by Con Edison without disruption to the distribution system. Therefore, the proposed action would not result in any significant adverse impacts on energy supply or demand.

An assessment of Greenhouse Gas (GHG) emissions generated by the proposed project and opportunities to include design elements that minimize GHG generation (or other energy-saving and green building measures) is found in Appendix F.

TRAFFIC AND PARKING

TRAFFIC

As detailed in Chapter 14, "Traffic and Parking," at the study area's 30 intersections, the proposed action would result in significant impacts on one or more approaches at 17 intersections during the weekday AM peak hour, 16 intersections during the weekday midday peak hour, 19 intersections during the weekday PM peak hour, and 21 intersections during the Saturday midday peak hour. As detailed in Chapter 20, "Mitigation," measures have been identified to mitigate some, but not all, of the proposed action's significant adverse impacts. It should be noted that the future conditions analyses prepared for this FEIS reflect conditions under the Main Street/Union Street one-way with contra-flow bus lane configuration. However, the City is considering other scenarios as alternatives to the contra-flow configuration and it is possible that some of the unmitigated traffic impacts noted above may be eliminated. Subsequent to the publication of the DEIS, NYCDOT developed a proposal for an alternative roadway configuration (Modified Two-Way) for further study. Although still a proposal, NYCDOT believes that the Modified Two-Way proposal, which would essentially retain most of the existing roadway configuration for Main and Union Streets but would impose several turn prohibitions and a street direction reversal with the possibility of incorporating pedestrian space improvements, if implemented, may improve traffic flow and safety in downtown Flushing. An analysis of the proposed action's potential impacts with the Modified Two-Way proposal is detailed in Appendix D. The analysis results show that there would be fewer significant adverse traffic impacts (at 12, 15, 18, and 20 intersections during the weekday AM, weekday midday, weekday PM, and Saturday midday peak hours, respectively) if the Modified Two-Way proposal is implemented.

PARKING

With the proposed action, the existing Municipal Lot 1 would be replaced by the Flushing Commons mixed-use development. The project would create a public garage with 1,600 spaces on three underground levels that would accommodate parking demand generated by the proposed action and by the general public. Access to the garage would be available from both 37th and 39th Avenues. The new facility is intended to provide both self-parking and valet parking. With approximately 500 more spaces than the current municipal lot, and the cumulative demand of both existing general public and project-generated traffic is expected to be accommodated in the new facility.

TRANSIT AND PEDESTRIANS

TRANSIT

Future conditions with and without the proposed action at the Flushing-Main Street No. 7 subway station were studied at critical station points, including a stairway and two escalators. The increases in the volume-to-capacity ratios that would be generated by the proposed action at these station areas are not considered to be significant according to *CEQR Technical Manual* guidelines, and, therefore, no significant impacts in the peak analysis hours would result.

However, significant impacts are projected for local buses, including the Q17, Q27, Q44/20, and Q48, as project-generated ridership would compound other growth projected on these and other routes by 2013. Measures to mitigate these impacts are discussed in Chapter 20, "Mitigation." There would be no impacts on the local bus system during the Saturday peak hour. This FEIS provides updated ridership data and updated operations of the newly added Q19 bus route on Main Street and other routes in Flushing.

PEDESTRIANS

Future conditions with and without the proposed action were studied at nearby crosswalks, corner reservoirs, walkways, and sidewalks. The proposed action would add person trips to the study area's pedestrian facilities during the analyzed peak hours. These trips would increase pedestrian volumes adjacent to the project site. The proposed action would not result in any significant adverse impacts at any location during the weekday AM peak hour. During the weekday midday peak hour, significant adverse impacts are projected at five crosswalks, three corners, and three sidewalk segments. During the weekday PM peak hour, significant adverse impacts are projected to occur at three crosswalks, three corners, and two sidewalk segments. During the Saturday midday peak hour, significant adverse impacts are projected at three crosswalks, three corners, and two sidewalk segments. Measures to mitigate some, but not all, of these impacts are discussed in Chapter 20, "Mitigation."

As discussed above, NYCDOT is considering several scenarios to improve pedestrian safety in Downtown Flushing as alternatives to the contra-flow bus configuration, which is the scenario analyzed in this FEIS. One of these scenarios, the Modified Two-Way proposal, is expected to improve pedestrian flows at these locations by eliminating turns at the intersection of Roosevelt Avenue and Main Street and potentially widening the sidewalks along Main Street. If this Modified Two-Way proposal is implemented along with these improvements, there could potentially be improved pedestrian conditions at some of the above impacted locations.

AIR QUALITY

The analyses conclude that the proposed action would not result in any significant adverse air quality impacts on sensitive uses in the surrounding community, and the proposed Flushing Commons and Macedonia Plaza projects would not be adversely affected by new or existing sources of air emissions around the rezoning area.

The maximum predicted pollutant concentrations and concentration increments from mobile sources with the proposed Flushing Commons and Macedonia Plaza projects would be below the corresponding air quality impact criteria. Impacts due to the proposed Flushing Commons project's parking facilities would result in no significant adverse air quality impacts. To preclude the potential for significant adverse air quality impacts from parking garage ventilation emissions, an E-designation would be incorporated for the proposed action that would include provisions restricting the number and minimum height of ventilation exhausts.

A stationary source screening analysis determined that there would be no potential significant adverse air quality impacts from the proposed Flushing Commons and Macedonia Plaza projects' heating, ventilation, and air conditioning (HVAC) systems. To ensure that significant adverse air quality impacts are avoided for the Flushing Commons project, limitations on the type of fuel and location of certain exhaust stacks for fossil fuel-fired equipment would be included in an air quality E-designation for the proposed action. To avoid potential significant adverse impacts from the HVAC systems associated with the proposed Macedonia Plaza project's residential building, the LDA between HPD and parties determined by HPD would include requirements regarding the location of certain exhaust stacks for fossil fuel-fired equipment. In addition, there would be no significant adverse air quality impacts from industrial facilities on the proposed Flushing Commons and Macedonia Plaza projects.

NOISE

The analysis concludes that the traffic generated by the proposed action would not produce significant increases in noise levels at any location within and/or adjacent to the rezoning area. In addition, with implementation of the proposed design measures, noise levels within the proposed buildings would comply with all applicable requirements. The provision for providing sufficient building attenuation for the Flushing Commons project site would be mandated by placing an E-designation on the Flushing Commons project site and rezoning area—Block 4978, p/o Lot 25—requiring window/wall attenuation that would provide at least 35 dBA for all façades of each building. This would provide sufficient attenuation to achieve the CEQR requirements. The provision for providing sufficient building attenuation for the Macedonia Plaza project site, Block 4978, p/o Lot 25, would be incorporated into the LDA between HPD and a developer/sponsor selected by HPD to redevelop the site. With the required measures, the window/wall attenuation would provide at least 31 dBA for all façades of each building, which would provide sufficient attenuation to achieve the CEQR requirements. Therefore, the proposed action would not result in any significant adverse noise impacts.

CONSTRUCTION

Although there would be localized, temporary disruptions, the proposed action is expected to result in significant adverse construction-related impacts only for traffic conditions during the 2012 peak construction period. Interim parking at three off-site locations would be provided during construction of the proposed Flushing Commons project. With these interim parking areas, there would be no net loss of public parking spaces during construction. The overall traffic

volumes associated with the existing parking facility would be re-circulated within the surrounding area, and an overall increase or decrease in volumes within the existing Downtown Flushing network is not expected. However, during peak construction, significant adverse traffic impacts were identified for the Northern Boulevard intersections with Prince Street and with Union Street. Both of these intersections would have unmitigatable impacts under the 2013 build condition. For the 2012 peak construction condition, the impact at the Union Street intersection could be mitigated with standard traffic engineering measures while those at the Prince Street intersection would remain unmitigated.

With the implementation of applicable controls and measures, no significant adverse impacts on land use and zoning, socioeconomic conditions, community facilities and services, historic resources, hazardous materials, parking, transit, pedestrians, air quality, and noise are expected during the construction period.

PUBLIC HEALTH

Chapter 10, "Hazardous Materials," concludes that there is little risk of contamination based on existing or former uses known to have been on the project site. With implementation of appropriate measures, including pre-construction surveys and implementation of Health and Safety Plans during demolition and construction, no significant adverse impacts related to hazardous materials are expected to occur with the proposed action.

In terms of potential solid waste disposal issues creating a public health hazard, Chapter 12, "Solid Waste and Sanitation Services," determined that the proposed action would conform to standards appropriate for commercial and residential facilities in New York City, including participation in mandatory recycling and waste reduction programs. Overall, no impacts on solid waste management are expected with the proposed action, and no public health concerns would result.

Chapter 16, "Air Quality," indicates that the proposed action would not result in any significant adverse impacts and would not cause exceedances of National Ambient Air Quality Standards (NAAQS). As a result, there would be no significant adverse impact on public health.

Chapter 17, "Noise," found that no adverse noise impacts are expected with the proposed action, and no adverse health effects on the general public would result.

In terms of construction-related impacts, Chapter 18, "Construction," concludes that no significant adverse impacts on air quality are expected as a result of construction activities. With no large-scale or open-air demolition of buildings as part of the proposed action, there would be a diminished risk of particulate emissions. Therefore, most new emissions would be generated by construction vehicles and equipment that would be used on site. It is assumed that potential construction activities would not result in exceedances of PM_{2.5} threshold criteria with the use of ultra-low sulfur diesel other clean technologies in all construction equipment. With these measures, there would be no exceedances of the significant threshold values established by NYCDEP, and, as a result, there would be no significant adverse impacts on public health.

In summary, this screening analysis concludes that no significant impacts on public health are expected as a result of the proposed action.

D. MITIGATION

OPEN SPACE

Chapter 5, “Open Space,” identifies an indirect significant adverse impact on the active open space ratio in the residential study area in 2013. Because the proposed action could result in an indirect significant adverse impact on active open space, it is necessary to identify measures to mitigate these impacts on the greatest extent practicable. The *CEQR Technical Manual* lists potential on- and off-site mitigation measures. These measures include creating new public open spaces on-site or elsewhere in the study area of the type needed to serve the proposed population and offset their impact on existing open spaces in the study area, and improving existing open spaces in the study area to increase their utility, safety, and capacity to meet identified needs in the study area. Absent any such measures, an unmitigated impact would result.

The proposed Flushing Commons project would create approximately 1.52 acres of passive public open space on the project site. As described in Chapter 1, “Project Description,” one of the goals for redevelopment of the site, as reflected in the “Development Framework for Downtown Flushing,” is to create a town square-style public open space that would be a center of community activity, which is currently missing from the urban fabric of Downtown Flushing. The main portion of the proposed open space would be an elliptical green opening onto 138th Street that is intended to respond to the community’s desire for a central gathering place. It is expected to contain a terraced lawn, formal plaza, trees, tables and chairs, additional seating, and a water feature. The terraced lawn is also intended to function as an amphitheater for ceremonies and performances. The open space would be open to the public at all times and available for programming for public events. Due to the configuration of the proposed buildings and the below-grade parking, this open space would not be able to accommodate active open space uses and also meet the goal of providing a town square-style community gathering place.

As described in Chapter 5, “Open Space,” the quantitative open space analysis does not account for the amenity space within the residential portion of the Flushing Commons project or the new YMCA space that would be provided. The residential portion of Flushing Commons would include several thousand square feet of amenity space, including exercise rooms and equipment, outdoor rooftop and terrace space, as well as a children’s play space, that would serve the proposed population. In addition, Flushing Commons would house a proposed new YMCA, an approximately 62,000 sf state-of-the art recreational facility. The existing YMCA facility in Downtown Flushing is one of the oldest YMCA facilities in the City and is currently located on a lot that cannot accommodate any further expansion. The proposed new YMCA space in the Flushing Commons project would contain two indoor swimming pools, a full basketball court, classrooms and meeting rooms for youth, as well as standard exercise equipment. The YMCA is also considering developing programs whereby residents of the proposed project would be allowed to buy discounted memberships at the same price as “group” or “corporate” memberships. While these resources are not considered as public open space, the recreational space and the YMCA facility would each include a number of uses that would relieve future open space demands, particularly for active open space, created by the residential and worker populations introduced by the proposed action.

Absent the creation of additional active public open space resources, the proposed action would result in an unmitigated significant adverse impact on the active open space ratio.

HISTORIC RESOURCES

PROJECT SITE

Archaeological Resources

The Flushing Commons project would require subsurface disturbance across the entire project site, including areas of potential archaeological sensitivity related to the Flushing Female Association School and 19th century home lots. Therefore, before construction of the Flushing Commons project, Stage 1B archaeological field testing would be undertaken for these areas of potential sensitivity to conclusively determine whether there are any resources present in these areas that could be disturbed by the proposed project. The protocol for the Stage 1B testing would be reviewed and approved by LPC. If resources are identified, an archaeological treatment plan would be developed and implemented in coordination with LPC to mitigate the project's effects on these resources. Any required mitigation would be determined based on the characteristics and significance of the resource, and could include archaeological excavation to record information about the find.

To preserve and respect potentially intact burials in the Macedonia AME Church area, the Flushing Commons project would establish a no-impact zone of at least 15 feet around the west and south perimeters of the extant Macedonia AME Church lot before and during construction activities for the proposed development. On the south side of the church lot, the protective buffer would not need to extend beyond the former roadway of 38th Avenue. However, if Flushing Commons' project-related subsurface excavations are necessary in this portion of the former 38th Avenue roadbed that would be deeded to the church, archaeological monitoring may be appropriate. In this scenario, a protocol for monitoring would be developed in coordination with and approved by LPC.

The Macedonia Plaza project by the Macedonia AME Church is anticipated to require excavation to the south, west, and north of the existing church structure. Since this project—as presently designed—would not observe the recommended archaeological no-impact zones on the north, west, and south sides of the extant church lot, the redevelopment of this area could adversely affect areas of sensitivity for possible human remains. Therefore, as a provision of the LDA for this site, the sponsor/developer selected by HPD to develop the Macedonia site would be required to coordinate with LPC and undertake archaeological monitoring and/or testing, as appropriate, before construction of the Macedonia Plaza project commences.

Architectural Resources

As described in Chapter 7, "Historic Resources," the proposed Flushing Commons buildings would cast incremental shadows on the arched windows of the Macedonia AME Church on all four analysis days: March 21 (or September 21, which is approximately equivalent), the equinoxes; June 21, the summer solstice, the longest day of the year when shadows are shortest; May 6/August 6, the midpoints between the equinoxes and the summer solstice; and December 21. Incremental shadow durations would range from just over four hours in June to nearly seven hours on the March 21/September 21 analysis day. The incremental shadow would significantly reduce the amount of direct sunlight that currently shines through these windows throughout the year and would cause a significant adverse impact for the users of this place of worship.

The Flushing Commons project sponsors would coordinate with the Macedonia AME Church to develop measures to offset the potential effect of the project's shadows on the arched windows.

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Such measures could include lighting the windows by a new light source that would be mounted on one of the proposed buildings. This light source could approximate sunlight conditions for the arched windows, without indirect light spillover to adjacent areas. Other options could be removing the existing protective coverings from the arched windows, cleaning the interior and exterior of the windows, and installing new transparent protective coverings of similar or greater durability; a stained glass restoration effort; and/or the implementation of some other mutually agreed-to measure.

Construction of the proposed Flushing Commons and Macedonia Plaza projects would occur within 90 feet of the Macedonia AME Church building. Therefore, it is expected that the Flushing Commons project would avoid potential adverse physical impacts on this resource through the implementation of a construction protection plan developed in consultation with LPC. For the Macedonia Plaza project, the LDA between HPD and a sponsor/developer selected to redevelop the Macedonia site would include a provision requiring the development and implementation of a construction protection plan, reviewed and approved by LPC, to protect the adjacent church building. The CPP would avoid potential significant adverse impacts to architectural resources associated with the proposed Macedonia Plaza project.

SHADOWS

The only identified significant shadow impact of the proposed action is the impact on the arched windows of the Macedonia AME Church. Mitigation for this impact is discussed above, in “Historic Resources.”

TRAFFIC AND PARKING

As described in Chapter 14, “Traffic and Parking,” the proposed action is expected to result in significant adverse traffic impacts at 17 intersections during the weekday AM peak hour, 16 during the weekday midday peak hour, 19 during the PM peak hour, and 21 during the Saturday midday peak hour.

The analyses show that standard mitigation measures, such as modifying signal timings and adding a new traffic signal, would fully mitigate the projected significant adverse impacts at some of the study area intersections, while others would be partially mitigated or remain unmitigated. Of the 17 intersections with significant adverse traffic impacts during the weekday AM peak hour, 4 would be fully mitigated and 13 would be partially mitigated or remain unmitigated. Of the 16 intersections with significant adverse traffic impacts during the weekday midday peak hour, 5 would be fully mitigated and 11 would be partially mitigated or remain unmitigated. Of the 19 intersections with significant adverse traffic impacts during the weekday PM peak hour, 6 would be fully mitigated and 13 would be partially mitigated or remain unmitigated. Of the 21 intersections with significant adverse traffic impacts during the Saturday midday peak hour, 7 would be fully mitigated and 14 would be partially mitigated or remain unmitigated.

It should be noted that the future conditions analyses prepared for this FEIS reflect conditions under the Main Street/Union Street one-way with contra-flow bus lane configuration. However, the City is considering other scenarios as alternatives to the contra-flow configuration to improve traffic and safety in Downtown Flushing, and it is possible that some of the unmitigated traffic impacts identified in Chapter 20, “Mitigation” could be eliminated. The analysis of one of these scenarios, the Modified Two-Way proposal, is detailed in Appendix D. If this proposal is implemented, the proposed action is expected to result in fewer significant adverse impacts. Of

the 30 study area intersections, the analysis results identified 12 intersections with significant adverse impacts during the weekday AM peak hour, 15 intersections during the weekday midday peak hour, 18 intersections during the weekday PM peak hour, and 20 intersections during the Saturday midday peak hour. With overall more favorable service levels and lower vehicle delays, the impacted locations were found to be more readily mitigated with standard traffic engineering measures. Of the above impacted intersections, only 5 would be unmitigated during the weekday AM peak hour, 10 during the weekday midday peak hour, 8 during the weekday PM peak hour, and 13 during the Saturday midday peak hour.

TRANSIT AND PEDESTRIANS

This section describes the potential measures that would mitigate the significant adverse transit (bus) and pedestrian impacts resulting from the proposed action. These impacts are detailed in Chapter 15, "Transit and Pedestrians." With the recommended measures in place, all projected significant adverse impacts would be mitigated, except for one sidewalk and three street corners, where the projected impacts would remain unmitigated.

TRANSIT – NYCT BUS LINE HAUL

As described in Chapter 15, "Transit and Pedestrians," significant adverse impacts are projected on local buses, including Q17, Q27, Q44/20, and Q48, as project-generated ridership would compound other growth projected on these and other routes by 2013. These significant impacts could be mitigated by the introduction of additional buses and related schedule adjustments. Metropolitan Transportation Authority (MTA)-New York City Transit (NYCT) would evaluate these needs and make the necessary adjustments where warranted, subject to financial and operational constraints. There would be no impacts on the local bus system during the Saturday peak hour. This FEIS provides updated ridership data and updated operations of the newly added Q19 bus route on Main Street and other routes in Flushing.

PEDESTRIANS

As described in Chapter 15, "Transit and Pedestrians," the proposed action would result in significant adverse impacts at five crosswalks, three street corners, and three sidewalks during the weekday midday peak hour; at three crosswalks, three street corners, and two sidewalks during the weekday PM peak hour; and at three crosswalks, three street corners, and two sidewalks during the Saturday midday peak hour. There were no significant adverse pedestrian impacts projected for the weekday AM peak hour. The measures proposed to mitigate the significant adverse pedestrian impacts identified for the weekday midday, weekday PM, and Saturday midday peak hours include widening of crosswalks and increasing sidewalk effective widths via addition of pavers and relocating a waste container and newspaper stands.

Implementing the above measures would fully mitigate all significant adverse crosswalk and sidewalk impacts, with the exception of those identified for the northeast sidewalk along Main Street at Roosevelt Avenue. The projected impacts here during the weekday midday, PM, and Saturday PM peak hours would remain unmitigated. At the 39th Avenue/Main Street, Roosevelt Avenue/Main Street, and Roosevelt Avenue/Union Street intersections, all identified street corner impacts would also remain unmitigated. As stated above, the true one-way operation of Main Street northbound and Union Street southbound could yield wider sidewalks and street corners that may potentially eliminate these unmitigated pedestrian impacts.

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As discussed above, NYCDOT is considering several scenarios to improve pedestrian safety in Downtown Flushing as alternatives to the contra-flow bus configuration, which is the scenario analyzed in this FEIS. One of these scenarios, the Modified Two-Way proposal, is expected to improve pedestrian flows at these locations by eliminating turns at the intersection of Roosevelt Avenue and Main Street and potentially widening the sidewalks along Main Street. If this Modified Two-Way proposal is implemented along with these improvements, it is possible that the unmitigated impacts identified above for the One-Way Pair with Contra Flow bus lanes at the northeast corner of Roosevelt Avenue and Main Street and the northeast sidewalk along Main Street at the same intersection could be mitigated.

AIR QUALITY

Chapter 16, “Air Quality,” predicts the maximum predicted CO concentrations from traffic generated by the proposed action and concludes that the proposed action would not result in any significant adverse air quality impacts. Therefore, no air quality mitigation is required.

EFFECTS OF PROPOSED TRAFFIC MITIGATION MEASURES

The effects on air quality of the proposed action with implementation of the traffic mitigation measures discussed above were also considered. The results (presented in Appendix B) show that with the proposed traffic mitigation measures, future concentrations of pollutants with the proposed action would be below NAAQS and would not result in any significant adverse air quality impacts using the *de minimis* thresholds for CO impacts. Appendix B presents the tables summarizing these results.

E. ALTERNATIVES

A number of alternatives to the proposed project were examined, as follows:

- No Action Alternative
- Existing Zoning Alternative
- Alternatives to Reduce or Avoid Significant Adverse Impacts

Each alternative is summarized below.

NO ACTION ALTERNATIVE

The No Action Alternative assumes that no discretionary actions would be taken—specifically, that there would be no disposition of interests in City-owned property to the designated developer and that no amendments to the zoning map would be adopted.

The No Action Alternative would not involve any major changes to the rezoning area, and the proposed Flushing Commons development would not be implemented. The disposition of the remainder of Lot 25 for the development of the Macedonia Plaza affordable housing project would not occur in the No Action Alternative. The No Action Alternative would not result in new high-quality development on this large parcel of City-owned land in Downtown Flushing. The No Action Alternative would not create new employment and residential opportunities and generate economic and fiscal benefits to the City in the form of economic activity, tax revenue, and community benefits, including approximately 98,000 sf of community facility space and a 1.5-acre town square-style public open space, an amenity that is notably absent in this densest portion of Downtown Flushing. The No Action Alternative would not respond to the City’s land

use strategy for the site, as reflected in the “Development Framework for Downtown Flushing,” May 2004.

In the No Action Alternative, the Flushing Commons project site would continue to operate as Municipal Lot 1, the northeastern corner of Lot 25 would continue to be occupied by Municipal Lot 1, and Lot 46 would continue to be occupied by the Macedonia AME Church. No new residential, commercial, community facility, hotel, or open space uses would be introduced on the project site or in the rezoning area. Unlike the proposed action, this alternative would not enhance the quality and diversity of Downtown Flushing and more firmly establish Downtown Flushing as an important commercial and residential center in New York City. In the No Action Alternative, Municipal Lot 1 would continue to provide a well-utilized large surface public parking lot, which has been serving Downtown Flushing since the 1960s.

Overall, neither the No Action Alternative, nor the proposed action’s development, would result in significant adverse impacts on the area’s land use, zoning, and public policy, socioeconomic conditions, community facilities, urban design and visual resources, neighborhood character, hazardous materials, infrastructure, solid waste, energy, air quality, noise, public health, and construction.

While the No Action Alternative would not introduce new residents and workers to the open space study area, it would also not result in the proposed action’s creation of 1.5 acres of new passive open space—an amenity that is notably absent in this densest portion of Downtown Flushing. On balance, the open space ratios would generally be lower for the No Action Alternative (see Table S-3) than with the proposed action. The No Action Alternative would not result in any significant adverse effects on open space in the study area; in comparison, the decline in the active open space ratio with the proposed action would constitute a significant adverse impact on active open spaces.

**Table S-3
No Action Alternative, Adequacy of Open Space Resources
Compared with the Proposed Action**

Ratio	City Guideline Ratio ¹	No Action Ratio ¹	Proposed Action Ratio ¹	Percent Change
Commercial Study Area				
Passive/non-residents	0.15	0.258	0.320	24.07
Passive/total population	weighted ²	0.102	0.130	27.73
Residential Study Area				
Total/residents	2.50	0.141	0.160	13.51
Active/residents	2.00	0.071	0.069	-2.82
Passive/residents	0.50	0.070	0.092	30.40
Passive/total population	weighted ²	0.050	0.065	28.57
Notes:				
1. Ratios in acres per 1,000 people.				
2. Weighted average combining 0.15 acres per 1,000 workers and 0.50 acres per 1,000 residents is different in each condition. In commercial study area: existing conditions, 0.37; future without the proposed action, 0.36; future with the proposed action, 0.36. In residential study area: 0.40 for existing and future without the proposed action and 0.39 in the future without the proposed action.				

Without new buildings on the Flushing Commons project site, the No Action Alternative would not result in significant new shadows on sun-sensitive receptors. Therefore, the No Action Alternative would not cast new shadows on the arched windows of the Macedonia AME Church, whereas the proposed action would result in significant adverse impacts on this sun-sensitive receptor.

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Although this alternative would not generate any new traffic trips, traffic volumes in the study area are expected to increase as a result of other planned development in the study area and general growth in the City. Significant adverse traffic impacts at 17 intersections during the weekday AM peak hour, 16 intersections during the weekday midday peak hour, 19 intersections during the weekday PM peak hour, and 21 intersections during the Saturday midday peak hour that would result from the proposed action would not occur with this alternative, thus eliminating the need for mitigation associated with the proposed action. Unlike the proposed action, the No Action Alternative would not result in significant adverse unmitigated traffic impacts at 13 intersections during the weekday AM peak hour, 11 intersections during the weekday midday peak hour, 13 intersections during the weekday PM peak hour, and 14 intersections during the Saturday midday peak hour. Subsequent to the publication of the DEIS, the NYCDOT, through its ongoing efforts to improve vehicular and pedestrian traffic conditions in downtown Flushing, developed a proposal for an alternative roadway configuration (Modified Two-Way) for further study. Although still a proposal, if it is implemented by NYCDOT, overall operations at the study area intersections are expected to be more favorable than projected for the traffic network with the One-Way Pair with Contra Flow bus lanes. The No Action Alternative with the Modified Two-Way proposal would not result in significant adverse impacts at the 12, 15, 18, and 20 intersections identified for the proposed action during the weekday AM, weekday midday, weekday PM, and Saturday midday peak hours, respectively. It would also not result in significant adverse unmitigated traffic impacts at 5 intersections during the weekday AM peak hour, 10 intersections during the weekday midday peak hour, 8 intersections during the weekday PM peak hour, and 13 intersections during the Saturday midday peak hour. As with the proposed action, no impacts on parking are anticipated with this alternative.

Although this alternative would not generate any new transit and pedestrian trips, volumes in the study area would be expected to increase as a result of other planned development in the study area and general growth in the City. Neither the No Action Alternative nor the proposed action would result in any significant adverse impacts at the Flushing-Main Street subway station. Significant adverse bus impacts on the local buses, including the Q17, Q27, Q44/20, and Q48, that would result from the proposed action would not occur with this alternative. Similarly, significant adverse impacts from the proposed action at five crosswalks, three corners, and three sidewalks during the weekday midday peak hour, three crosswalks, three corners, and two sidewalks during the weekday PM peak hour, and three crosswalks, three corners, and two sidewalks, during the Saturday midday peak hour would not occur with the No Action Alternative, thus eliminating the need for mitigation associated with the proposed action. Unlike the proposed action, the No Action Alternative would not result in significant adverse unmitigated pedestrian impacts at three corners and one sidewalk during each of the weekday midday, weekday PM, and Saturday midday peak hours. The Modified Two-Way proposal described above would eliminate conflicts between turning vehicles and pedestrians at the Main Street and Roosevelt Avenue east and west crosswalks, which would likely result in improved pedestrian conditions at these locations. Furthermore, sidewalk widenings along Main Street to accommodate better pedestrian circulation could be possible with the Modified Two-Way proposal. If this proposal is implemented, along with the above sidewalk widenings, in the future by NYCDOT, it is possible that the unmitigated impacts identified for the One-Way Pair with Contra Flow bus lanes at the northeast corner of Roosevelt Avenue and Main Street and the northeast sidewalk along Main Street at the same intersection could be mitigated.

EXISTING ZONING ALTERNATIVE

During the initial planning process, an alternative was considered to develop the Flushing Commons project under the existing C4-3 zoning district currently mapped for the project site. The existing C4-3 district allows an FAR of 3.4 for commercial uses, 4.8 for community facility uses, and 2.43 for residential uses. There are accessory parking requirements for C4-3 districts specific to various uses. Parking must be provided for 70 percent of the new residential dwelling units. Such commercial uses as restaurant, retail, and office uses require one parking space for every 400 sf of floor area. Other commercial uses, such as hotels, require one parking space for every 12 rooms and one space for every 25 people. Community facilities require one parking space for every 20 people.

The proposed C4-4 district has lower parking requirements than the existing C4-3 district. The proposed rezoning from C4-3 to C4-4 would reduce the residential parking requirement from 70 percent of units to 50 percent. The commercial parking requirement for restaurant, retail, and office uses would be reduced from one space per 400 sf under C4-3 to one space per 1,000 sf under C4-4. There would be no parking requirement for community facility uses under C4-4, compared with one space per 20 people under the existing C4-3 zoning. The commercial parking requirement for possible hotel uses would remain the same.

As described in Chapter 1, “Project Description,” the Flushing Commons project has been proposed in response to a request for proposals (RFP) issued by NYCEDC to encourage new high-quality development on this large parcel of City-owned land in Downtown Flushing. The RFP set forth several development controls and minimum land use requirements for the site, including a minimum 1 acre of public open space; a significant market-rate residential component; street-level retail, in which each storefront must have its own street-level entrance and be accessible for pedestrians at street level from the sidewalk or public space; and, at minimum, the provision of 750 short-term public parking spaces and 75 permit parking spaces. In addition, the RFP noted that the majority of the parking must be accommodated underground, but a small number of spaces could be permitted above ground provided the structures have sensitive design and do not adversely affect the streetwall or pedestrian experience; and that the inclusion of a cultural or community facility in this development is recommended, but not required.

Based on the parking requirements of the existing C4-3 district, the Flushing Commons project would require a total of 2,380 parking spaces—1,555 accessory parking spaces required by zoning and 825 public parking spaces required by the RFP. This would result in approximately 780 more spaces than that of the proposed action. To accommodate all of this parking below grade, five levels would have to be constructed, whereas parking for the Flushing Commons project under the proposed C4-4 parking requirements would be accommodated in three below-grade levels.

Construction of the additional two levels below grade, for a total of five levels, is not feasible because of several site constraints. Due to the level of groundwater at the site, the fifth level of parking (P5) would be located approximately 6 feet below the water table, and building foundations would be as much as 12 feet below the water table. Dewatering would be required, and operating a dewatering system across the entire site (approximately 5 acres) would be logistically difficult. It is anticipated that only localized dewatering would be required for construction of the proposed three levels of below-grade parking. During construction of the five below-grade levels, a dewatering system would need to operate continuously—24 hours a day, seven days a week, for 12 months to prevent uplift on the footings and structure. To counter the

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buoyancy, several levels of superstructure would need to be constructed before the dewatering system could be deactivated, and a large pressure slab would need to be installed to counter the uplift at the perimeter of the site. The large volume of groundwater would be discharged into the combined sewer system surrounding the site. NYCDEP would need to review the dewatering plan to assess the capacity in the existing system to handle the discharge. The dewatering and construction associated with the below-grade P5 parking level would be cost prohibitive for the project.

To meet the minimum open space requirements for the project, building footprints could not be enlarged from that currently proposed by the Flushing Commons site plan. To accommodate the C4-3 parking requirements above grade, portions of the street level retail would need to be eliminated and the provisions of quality open space would be severely diminished. This would not meet the goals of the project to have active ground-floor retail. If ground-floor retail could be accommodated in buildings with parking developed above, then the buildings would need to be substantially taller to accommodate the same development program. However, the additional height would likely not be approved by FAA¹⁰. If parking were to be developed above grade and completely replace other revenue-generating uses, then the project would not be financially viable for the designated developer. Thus, the parking requirement for the existing C4-3 zoning could not be accommodated above grade.

For all these reasons, the existing zoning alternative is not considered a viable and feasible alternative and was eliminated from further consideration.

ALTERNATIVES TO REDUCE OR AVOID SIGNIFICANT ADVERSE IMPACTS

The impact analyses in this EIS identify unmitigated significant adverse impacts with respect to shadows, historic resources (due to shadows), traffic, and pedestrians (see Chapter 6, “Shadows,” Chapter 7, “Historic Resources,” Chapter 14, “Traffic and Parking,” and Chapter 15, “Transit and Pedestrians,” respectively). This section examines the feasibility of alternatives that would reduce or eliminate these unmitigated significant impacts.

SHADOWS

The proposed Flushing Commons project would cause a significant adverse impact by casting new shadows on the arched western and southern windows of the Macedonia AME Church. The Flushing Commons project’s incremental shadow would significantly reduce the amount of direct sunlight that currently shines through these windows throughout the year and thus would adversely affect the users of this potential historic resource.

Bringing the C/D Building down to 75 feet would eliminate the shadow impact on the windows of the southern façade of the church.

Similarly to the proposed action, there would be no incremental shadow on the June 21 analysis day with this alternative.

On the May and August analysis day, the two hours of late morning incremental shadow that would occur with the proposed action would be completely eliminated with this alternative.

¹⁰ The project site is also located in the flight path for LaGuardia Airport, and the FAA must make a determination of No Hazard to Air Navigation for any new construction.

On the March and September analysis day, there would only be 30 minutes of incremental shadow, from 9:45 AM to 10:15 AM, and only a very limited area would be affected; the entire large central window and one of the two smaller windows would remain entirely unshaded.

In December, shadow cast by the alternative would fall on portions of the windows for much of the day. However, the windows would only be completely shaded between 8:51 AM and 10:30 AM. Shadow would begin moving off the large central window at 10:30 AM and would exit completely by 11:15 AM, though the two small lower windows would continue to be in shadow. By 12:30 PM, all incremental shadow would be off the southern façade, and would remain off until 2:00 PM. From 2:00 PM until 2:53 PM some incremental shadow would return to the lower windows.

Project shadow would still fall on portions of the windows for much of the day, only fully shaded between 8:51 AM and 10:30 AM. Between 10:30 AM and 11:15 AM shadow would move off main window and after 11:15 AM full sunlight would be able to come through the main window until the end of the analysis day in mid-afternoon.

During the spring, summer and fall seasons the windows of the church's southern façade would remain unaffected by project shadow. In the winter, the large central window would remain in sunlight for most of the analysis day. Therefore under this alternative, the Flushing Commons project would not result in a significant shadow impact on the southern façade of the church.

Bringing the building located just west of the church (Building B) down to 100 feet would not eliminate the significant shadow impact on the windows along the western façade of the church, because there would still be between two and three hours of new shadow covering the windows in the late afternoons of the late spring and summer seasons, and nearly two hours in the March and September analysis period as well. Eliminating this building entirely and leaving only the 73 feet high retail base would still result in approximately two hours of new shadow through the late spring and summer.

TRAFFIC AND PARKING

As discussed in Chapter 14, "Traffic and Parking," the proposed action would result in significant adverse traffic impacts at 17 intersections during the weekday AM peak hour, 16 intersections during the weekday midday peak hour, 19 intersections during the weekday PM peak hour, and 21 intersections during the Saturday peak hour. As discussed in Chapter 20, "Mitigation," the range of traffic mitigation measures available could not fully mitigate the impacts of the proposed action at 13 of the 17 impacted intersections during the weekday AM peak hour, 11 of the 16 impacted intersections during the weekday midday peak hour, 13 of the 19 impacted intersections during the weekday PM peak hour, and 14 of the 21 impacted intersections during the Saturday midday peak hour. It should be noted that the future conditions analyses prepared for this Final EIS (FEIS) reflect conditions under the Main Street/Union Street one-way with contra-flow bus lane configuration. The City is also considering other scenarios as alternatives to the contra-flow configuration to improve traffic and safety in Downtown Flushing. It is possible that some of the unmitigated traffic impacts noted above may be eliminated, although it is likely that numerous significant adverse traffic impacts would remain unmitigated. Subsequent to the publication of the DEIS, NYCDOT, through its ongoing efforts to improve vehicular and pedestrian traffic conditions in downtown Flushing, developed a proposal for an alternative roadway configuration (Modified Two-Way) for further study. Although still a proposal, NYCDOT believes that the Modified Two-Way proposal, which would essentially retain most of the existing roadway configuration for Main and Union Streets but would impose several turn prohibitions and a street

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direction reversal with the possibility of incorporating pedestrian space improvements, if implemented, may improve traffic flow and safety in downtown Flushing. NYCDOT continues to study this proposal. The analyses prepared and presented in this FEIS for the Modified Two-Way proposal show that the proposed action would result in significant adverse traffic impacts at 12 intersections during the weekday AM peak hour, 15 during the weekday midday peak hour, 18 during the weekday PM peak hour, and 20 during the Saturday midday peak hour. Of these impacted locations, 5 would be partially mitigated or remain unmitigated during the weekday AM peak hour, 10 during the weekday midday peak hour, 8 during the weekday PM peak hour, and 13 during the Saturday midday peak hour.

Since the elimination of these significant adverse traffic impacts would require that not more than a few vehicles could travel through numerous study area intersections, any small amount of new development on the project site would create an unmitigatable significant adverse traffic impact. Therefore, there would be no feasible reduction in the density of the Flushing Commons project that could reduce or eliminate these impacts, which would remain significant unmitigated impacts of the proposed action.

TRANSIT AND PEDESTRIANS

As described in Chapter 15, "Transit and Pedestrians," the proposed action would result in significant adverse impacts at five crosswalks, three street corners, and three sidewalks during the weekday midday peak hour; at three crosswalks, three street corners, and two sidewalks during the weekday PM peak hour; and at three crosswalks, three street corners, and two sidewalks during the Saturday midday peak hour. There were no significant adverse pedestrian impacts projected for the weekday AM peak hour.

As discussed in Chapter 20, "Mitigation," implementing the proposed pedestrian mitigation measures would fully mitigate all significant adverse crosswalk and sidewalk impacts, with the exception of those identified for the northeast sidewalk along Main Street at Roosevelt Avenue. These projected impacts during the weekday midday, PM, and Saturday PM peak hours would remain unmitigated. At the 39th Avenue/Main Street, Roosevelt Avenue/Main Street, and Roosevelt Avenue/Union Street intersections, all identified street corner impacts would also remain unmitigated. As noted above, NYCDOT is considering several scenarios to improve pedestrian safety in Downtown Flushing as alternatives to the contra-flow bus lanes, which is the scenario analyzed in this FEIS.

The significant adverse pedestrian impacts are projected to occur at some of the busiest locations in Downtown Flushing where sidewalks, street corners and crosswalks already experience significant volumes of pedestrians generated by the high-density commercial, retail and residential uses, in addition to being located in the vicinity of a major subway station and terminus at Main Street, and numerous bus lines. Further, the incremental volume of pedestrians generated by the proposed action includes not only walk-only trips, but also those involving subway and bus passenger pedestrian trips. The elimination of the significant adverse pedestrian impacts would therefore require that a substantially smaller incremental volume of peak hour pedestrian trips be added by these various modes of transportation to these already busy locations. It is projected that a development program that is greater than 45 percent of the size of the development program proposed for the project site would create an unmitigatable significant adverse pedestrian impact. Therefore, there would be no feasible reduction in the density of the Flushing Commons project that could reduce or eliminate these impacts, which would remain significant unmitigated impacts of the proposed action.

The Modified Two-Way proposal described above would eliminate conflicts between turning vehicles and pedestrians at the Main Street and Roosevelt Avenue east and west crosswalks, which would likely result in improved pedestrian conditions at these locations. Furthermore, sidewalk widenings along Main Street to accommodate better pedestrian circulation could be possible with the Modified Two-Way proposal. If this proposal is implemented, along with the above sidewalk widenings, in the future by NYCDOT, it is possible that the unmitigated impacts identified for the One-Way Pair with Contra Flow bus lanes at the northeast corner of Roosevelt Avenue and Main Street and the northeast sidewalk along Main Street at the same intersection could be mitigated. However, there would still be significant unmitigated corner impacts at the Main Street intersection with 39th Avenue and at the Roosevelt Avenue intersection with Union Street that could require a similar level of reduction in development program to mitigate, which according to the above is infeasible. *