

I-195 REDEVELOPMENT DISTRICT COMMISSION

MEETING OF COMMISSION

PUBLIC SESSION

JANUARY 18, 2023

The I-195 Redevelopment District (the "District") Commission (the "Commission") met on Wednesday, January 18, 2023, in Public Session, beginning at 5:00 P.M., at District Hall, located at 225 Dyer Street, Providence, Rhode Island pursuant to a notice of the meeting to all Commissioners and public notice of the meeting, a copy of which is attached hereto, as required by applicable Rhode Island law.

The following Commissioners were present and participated throughout the meeting: Vice Chairperson Marc Crisafulli, Dr. Barrett Bready, Ms. Sandra Smith, and ex-officio board members Mr. Robert Azar and Ms. Liz Tanner.

Also, present were Ms. Caroline Skuncik, District Executive Director, Ms. Amber Ilcisko, District Director of Operations, Mr. Peter Erhartic, District Director of Real Estate, Ms. Sarina Conn, District Office Manager, and Mr. Charles F. Rogers of Locke Lord, LLP, legal counsel to the District.

Not present were Commissioners Mr. Michael McNally and Mr. Robert McCann.

1. WELCOMING REMARKS BY VICE CHAIRPERSON CRISAFULLI.

Vice Chairperson Crisafulli called the meeting to order at 5:03 P.M. He then outlined the meeting agenda and noted the agenda items regarding the proposed development on Parcel 42 by the Fane Organization would come before the agenda items regarding the proposed development on a portion of Parcel 9 by Pennrose. He also stated there would not be an Executive Director's report at this meeting. His remarks continued with an update on the construction of the project on Parcel 6 and the proposed development on Parcel 2. Mr. Crisafulli also announced the deadline for the RFP for Parcels 14 and 15 was extended until February 17. He then invited Ms. Ilcisko to provide a short overview for an upcoming event in the park to be held on January 28. Ms. Ilcisko announced Ice Jam would take place in Innovation District Park.

2. PUBLIC COMMENT SESSION.

No members of the public signed up to speak during public comment session.

3. REVIEW AND APPROVAL OF THE MINUTES OF THE COMMISSION MEETING HELD ON DECEMBER 14, 2022.

This agenda item was deferred until a later meeting.

4. PRESENTATION REGARDING THE APPLICATIONS BY ANCORA 150 RICHMOND HOLDINGS, LLC (“ANCORA”) FOR (I) FINAL DESIGN APPROVAL FOR THE PROPOSED COMMERCIAL DEVELOPMENT ON LOT 3 OF FORMER PARCEL 25 AND (II) FOR SPECIAL EXCEPTION FROM THE PROVISION OF SECTION 2.4.B.6 WITH REGARD TO SURFACE PARKING AND WAIVERS FROM THE PROVISIONS OF SECTIONS 2.4.E.3 PARKING AND LOADING WITH RESPECT TO SURFACE PARKING, LOADING, LONG-TERM BICYCLE PARKING.

Vice Chairperson Crisafulli introduced Mr. Peter Calkins of Ancora who outlined the minor adjustments from concept plan to final plan. Mr. Calkins then introduced Mr. John MacCallum of HOK, the project architect, who used a Power Point presentation to present the following: waivers and special exception, building summary, site plan with summary of changes, façade design of street facing facades with a summary of changes, north façade design and north facing façade with a summary of changes, façade detail with a summary of changes, ground floor detail with a summary of changes, roof equipment screening, building elevations of Richmond Street, Elbow Street, north facades, and Clifford Street, building materials, and site materials.

Discussion continued on the project budget and schedule.

5. PRESENTATION BY UTILE, INC. REGARDING THE APPLICATIONS SUBMITTED BY ANCORA FOR (I) FINAL DESIGN APPROVAL AND (II) FOR SPECIAL EXCEPTION AND WAIVERS WITH RESPECT TO THE PROPOSED COMMERCIAL DEVELOPMENT ON LOT 3 OF FORMER PARCEL 25.

Vice Chairperson Crisafulli introduced Tim Love of Utile, Inc. who presented a summary of the final plan proposal by Ancora. Mr. Love used a Power Point presentation that included a site plan, a site material palette, façade material palette comparison, façade changes, building and roof equipment screening, waivers and special exception, summary, and a recommendation for approval of the design, the waivers, and the special exception.

There was no further discussion.

6. PUBLIC COMMENT REGARDING THE APPLICATIONS BY ANCORA FOR (I) FINAL DESIGN APPROVAL AND (II) FOR SPECIAL EXCEPTION AND WAIVERS WITH RESPECT TO THE PROPOSED COMMERCIAL DEVELOPMENT ON LOT 3 OF FORMER PARCEL 25.

Vice Chairperson Crisafulli called upon the designated neighborhood design representatives to provide their comments first. These included representatives from the Downtown Neighborhood Association, Fox Point Neighborhood Association, Jewelry District Association, and Mile of History Association. Those comments included: concerns about the reduction in terracotta and the design going too far in subtly with a suggestion for some material adjustments. Comments were mostly in favor of the changes made and in appreciation that all concerns from the concept plan had been addressed.

Three members of the public elected to provide comment which included appreciation from the Department of Health’s Lab Director who noted the importance of the surface parking to the

project's program. Others spoke in favor of the project and design.

7. VOTE TO CONSIDER THE APPLICATIONS BY ANCORA FOR (I) FINAL DESIGN APPROVAL AND (II) SPECIAL EXCEPTION AND WAIVERS WITH RESPECT TO THE PROPOSED COMMERCIAL DEVELOPMENT ON LOT 3 FORMER PARCEL 25.

There being no further discussion, Vice Chairperson Crisafulli called for a vote regarding the special exception and waivers; upon motion made by Dr. Bready and seconded by Ms. Smith, the following vote was adopted:

VOTED: That the resolution regarding approval of a waiver and a special exception for Lot 3 of former Parcel 25 (a copy of which Resolution had been circulated to the members and is attached hereto as Exhibit A), be, and it hereby, is adopted and approved.

Voting by in favor of the foregoing were: Vice Chairperson Crisafulli, Dr. Bready, and Ms. Smith.

Voting against the foregoing were: None

Following, Vice Chairperson Crisafulli requested a vote regarding the final plan approval.

There being no further discussion, upon motion made by Ms. Smith and seconded by Dr. Bready, the following vote was adopted:

VOTED: That the resolution regarding final plan approval for the proposed project on Lot 3 of former Parcel 25 (a copy of which Resolution had been circulated to the members and is attached hereto as Exhibit B), be, and it hereby, is adopted and approved.

Voting by in favor of the foregoing were: Vice Chairperson Crisafulli, Dr. Bready, and Ms. Smith.

Voting against the foregoing were: None.

8. PRESENTATION REGARDING THE APPLICATIONS BY THE FANE TOWER LLC ("FANE") FOR (I) CONCEPT DESIGN APPROVAL FOR THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 42 AND (II) FOR WAIVER FROM THE PROVISIONS OF THE PROVIDENCE ZONING ORDINANCE THAT INCLUDE: 606.A.2: BUILDING HEIGHT AND MASSING, 606.D.1: BUILDING FACADES BUILT WITHIN A BUILD-TO-ZONE, 606.D.2: BUILDING FAÇADE TRANSITION LINE, AND 606.E.3: UPPER STORY FAÇADE TRANSPARENCY.

Vice Chairperson Crisafulli provided an overview of the proposed project on Parcel 42 by the Fane Organization. He noted the project has been approved and could be built, and although Fane Organization has decided to revise the design, they are still beholden to contractual obligations. He stated there would not be a vote regarding the project at this meeting, but it would be under

consideration at a future meeting.

Vice Chairperson Crisafulli then introduced Mr. Jeff Padwa, attorney for the Fane Organization who provided an update on the project since it was last before the Commission for design approval in 2019. Next, he explained the two requirements to make the project viable were to value engineer and add additional revenue by creating more leasable space. He stated that this was only a concept plan and feedback on the design was expected. He then introduced Eric Zuena of ZDS Architects who used a Power Point presentation to present program changes including reducing the parking podium from five stories to four stories and increasing the residential tower from forty-six stories to forty-seven stories, previous and updated versions of the podium ground floor plan, the podium typical parking plan, the amenity floor plan (podium roof), podium elevations, illustrative building sections, illustrative typical sections and details, view from park towards west, Dyer Street view before and after, Dyer Street view with outdoor seating, Dyer Street views from before and after, bird eye view from river looking north, aerial view from river looking west, and project statistics from September 25, 2019 and December 11, 2022.

Discussion continued on other changes considered during value engineering, design influences, parking changes, and absorption rate with market demand.

9. PRESENTATION BY UTILE, INC. REGARDING THE APPLICATIONS BY FANE FOR (I) CONCEPT DESIGN APPROVAL AND (II) WAIVERS WITH RESPECT TO THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 42.

Mr. Love presented an analysis of the concept design presented by the Fane Organization using a Power Point presentation. His presentation included a site context plan, updated ground floor plan, design evolution, Parcel 42 aerial view, a wind rose from January 1- March 31, 8:00 A.M.- 8:00 P.M., a wind rose April 1- June 30, 8:00 A.M.- 8:00 P.M., a wind rose July 1- September 30, 8:00 A.M.- 8:00 P.M., a wind rose October 1-December 31, 8:00 A.M.-8:00 P.M., a summary of comments, and an overview of the waivers.

Discussion continued on the description of style and sidewalks becoming driveways.

10. PUBLIC COMMENT REGARDING THE APPLICATIONS BY FANE FOR (I) CONCEPT DESIGN APPROVAL AND (II) WAIVERS WITH RESPECT TO THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 42.

Vice Chairperson Crisafulli called upon the designated neighborhood design representatives to provide their comments first. These included representatives from the Downtown Neighborhood Association, Fox Point Neighborhood Association, Jewelry District Association, and Mile of History Association. Those comments included: concerns about the wind, the flatness of the podium and the need for more depth, impacts to the neighborhood and on public space, the location, the lack of a market study to address absorption, the borings, the budget not being public, vehicular traffic in proximity to park, and parking ratio. There was a question on the pedestrian lobby reorientation. Comments also included agreement with Utile's memo, desire for a completion guaranty, and the call to deny the request for approval.

Twelve other members of the public elected to provide comment; comments included the favorable

impacts on economic development and tax revenue, the understanding of the need to value engineer under the current market conditions and in favor of the updated design. Other comments included concerns regarding the project's noncompliance with the city's comprehensive plan, the view to the park, the ability of the development team to meet deadlines, the impacts of the project on the public realm, the need for Parcel 42 to serve the park, the project's interactions with the park, and the project location. Further, some public comments stated the benefit of having a skyscraper in the capital city to make it competitive with other cities, concerns about the unbalanced height and the overall height, the current vacancy rate in Providence, and concerns about the massing and scale.

Discussion continued on the importance of the wind study, concerns about the interaction with the park, and the need to address the absorption concerns.

Vice Chairperson Crisafulli announced the hearing regarding the waivers would be continued until a later meeting and that there would be a short break at 7:11 P.M.

Mr. Azar left the meeting at 7:12 P.M.

The Commission reconvened at 7:17 P.M.

11. PRESENTATION REGARDING THE APPLICATIONS BY PENNROSE LLC ("PENNROSE") FOR (I) FINAL DESIGN APPROVAL FOR THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 9 AND (II) FOR A WAIVER FROM THE PROVISIONS OF SECTION 2.5.A.2.D OF THE DEVELOPMENT PLAN OF THE I-195 REDEVELOPMENT DISTRICT WITH RESPECT TO UPPER STORY FAÇADE TRANSPARENCY.

Vice Chairperson Crisafulli introduced Becca Schofield of Pennrose. Ms. Schofield used a Power Point presentation to present a program overview, development timeline, design progress, and previous courtyard plan. Mr. Randy Collins of Beta Group presented an updated site plan and courtyard plan, a site circulation plan, a courtyard enlargement diagram, courtyard section, views from George Cohen Boulevard to the courtyard, view from City Walk, aerial looking south, ground floor plan, and roof deck plan. Mr. Andrew Stebbins of TAT presented earlier perspectives, updated perspective views, a view from Bessie Way, a view from the parking lot, and updated elevations from City Walk and I-195.

Discussion continued on any potential concerns from the development team, the fence height around the playground enclosure, and the courtyard design.

12. PRESENTATION BY UTILE, INC. REGARDING THE APPLICATIONS BY PENNROSE FOR (I) FINAL DESIGN APPROVAL AND (II) A WAIVER WITH RESPECT TO THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 9.

Mr. Love of Utile presented an analysis of the final plan application submitted by Pennrose. His presentation included the courtyard evolution, the phase two concept plan courtyard options, the final courtyard design, the façade materials, and a summary of the comments including the waivers.

There was no further discussion.

13. PUBLIC COMMENT REGARDING THE APPLICATIONS BY PENNROSE FOR (I) FINAL DESIGN APPROVAL AND (II) A WAIVER WITH RESPECT TO THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 9.

Vice Chairperson Crisafulli called upon the designated neighborhood design representatives to provide their comments first. These included representatives from the Downtown Neighborhood Association and Fox Point Neighborhood Association. Those comments included; the need for further work on the courtyard and compliments to the massing and the calming effects and the curvilinear to the courtyard.

No other members of the public elected to speak.

14. VOTE TO CONSIDER THE APPLICATIONS BY PENNROSE FOR (I) FINAL DESIGN APPROVAL AND (II) WAIVER WITH RESPECT TO THE PROPOSED RESIDENTIAL DEVELOPMENT ON A PORTION OF PARCEL 9.

There being no further discussion, Vice Chairperson Crisafulli called for a vote regarding the waiver; upon motion made by Dr. Bready and seconded by Ms. Smith.

Discussion was then held on the transparency and the impacts of windows followed by the adoption of the following vote:

VOTED: That the resolution regarding approval of upper floor façade transparency waiver for Parcel 9 / Phase 2 (a copy of which Resolution had been circulated to the members and is attached hereto as Exhibit C), be, and it hereby, is adopted and approved.

Voting by in favor of the foregoing were: Vice Chairperson Crisafulli, Dr. Bready, and Ms. Smith.

Voting against the foregoing were: None

Following, Vice Chairperson Crisafulli requested a vote regarding the final plan approval.

There being no further discussion, upon motion made by Dr. Bready and seconded by Ms. Smith the following vote was adopted

VOTED: That the resolution regarding final plan approval for proposed project on a portion of Parcel 9 (Phase 2) (a copy of which Resolution had been circulated to the members and is attached hereto as Exhibit D), be, and it hereby, is adopted and approved.

Voting by in favor of the foregoing were: Vice Chairperson Crisafulli, Dr. Bready, and Ms. Smith.

Voting against the foregoing were: None

15. VOTE TO ADJOURN.

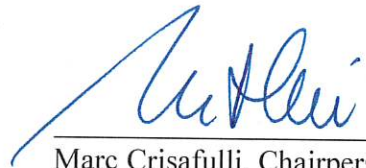
There being no further discussion, upon motion made by Vice Chairperson Crisafulli and seconded by Mr. McNally, the following vote was adopted:

VOTED: That the meeting be adjourned.

Voting by in favor of the foregoing were: Vice Chairperson Crisafulli, Dr. Bready, and Ms. Smith.

Voting against the foregoing were: None.

The meeting was adjourned at 7:41 P.M.



Marc Crisafulli, Chairperson

EXHIBIT A

I-195 REDEVELOPMENT DISTRICT

**RESOLUTION REGARDING APPROVAL OF A WAIVER AND A SPECIAL EXCEPTION
FOR LOT 3**

January 18, 2023

- WHEREAS: Pursuant to the Rhode Island Special Economic Development District Enabling Act (the "SEDD Act"), the Commission is charged with approving all plans for development within the I-195 Redevelopment District; and
- WHEREAS: Pursuant to the SEDD Act, the Commission has adopted a Development Plan applicable to construction with the I-195 Redevelopment District; and
- WHEREAS The Commission has received a Final Plan application from Ancora 150 Richmond Holdings LLC ("Ancora"), the proposed purchaser of Lot 3, in which Ancora requests (a) waiver from the provisions of Section 2.4.E.3 of the Development Plan with respect to exterior loading dock (the "Waiver") and (b) a special exception to permit surface parking on Lot 3 (the "Special Exception");
- WHEREAS: Utile, Inc., the District's design consultant ("Utile"), has determined that the Waiver and the Special Exception are appropriate and has recommended to the District, by letter dated January 12, 2023, a copy of which is attached hereto as Exhibit A and is incorporated herein by reference (the "Utile Letter"), that the District grant the Waiver and the Special Exception.
- WHEREAS: At a public hearing held this date, the Commission heard a presentation by Utile with respect to the Waiver and the Special Exception; and
- WHEREAS: The Commission invited comments from the public and the Director of the State Health Laboratory of the Rhode Island Department of Health offered his comments in support of the project.
- NOW, THEREFORE, acting by and through its Commissioners, the District hereby resolves as follows:
- RESOLVED: That the District hereby (a) finds that, due to the unique lab-related programmatic needs and constraints of the project and the challenging site configuration and dimensions, enforcement of the regulations for a non-residential use contained in the Development Plan would preclude the full enjoyment by the owner of a permitted use and amount to more than a mere inconvenience (b) adopts the recommendations contained in the Utile Letter with respect to the Waiver and the Special Exception and (c) grants the Waiver and the Special Exception.

EXHIBIT A

January 12, 2023

Caroline Skuncik, Executive Director
I-195 Redevelopment District Commission
225 Dyer Street, Fourth Floor,
Providence, RI 02903

utile

RE: 150 Richmond Final Plan Approval Recommendation

Design Review Panel Contributors:

- Craig Barton, Design Review Panel Member
- Emily Vogler, Design Review Panel Member
- Jack Ryan, Design Review Panel Member
- Tim Love, Utile
- Zoë Mueller, Utile

Dear Caroline,

Utile, the I-195 Redevelopment District's Urban Design and Planning consultant, recommends that the Commission grant Final Plan Approval and approve the requested waivers (see below) for the Ancora and GRE proposal for 150 Richmond Street, with the conditions outlined below. Ancora and GRE and their team members have been responsive and collaborative throughout the process and have put forward a thoughtful design proposal that addresses the issues raised by the design review panel.

Summary of the Design Review Process

Utile and the I-195 Redevelopment District Design Review Panel met on January 5, 2023 to review the Final Plan Application materials provided by Ancora and GRE for their proposed lab development at 150 Richmond Street (also referred to as Lot 402 or as Lot 3 of former Parcel 25). The same group met on September 26, 2022 and again on October 15, 2022 to review the Concept Plan Application materials. The consolidated feedback of the Panel was provided to the developer as a memo on October 18th and November 4th of 2022 (attached).

Waivers and Special Exception

We recommend approving the remaining requested special exception and waiver described below, based on satisfactory further development of the site plan design:

1. Surface Parking (Section 2.4.B.6) - allow a maximum of six (6) surface parking spaces to meet demonstrated RISHL operational needs by special exception.
2. Exterior Loading Dock (Section 2.5.E.3) - allow exterior loading docks with overhead coiling door system and landscape screening to shield the loading from view.

This special exception and waiver are in addition to the waivers granted as part of the Concept Plan Approval, listed below:

3. Street Frontage (Table 2.3-1 and Figure 2.3-1) - allow less than 80% frontage along Clifford Street.
4. Massing & Facade Articulation (Section 2.5.A.1.A) - allow more than 100 feet before a change in plane in the building facade above the first floor.

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utiledesign.com

5. Fenestration (Section 2.5.A.2.B) - allow less than 70% transparency on ground floors facing Clifford Street.
6. Building Entry (Section 2.5.A.3.C) - allow more than 40 feet between entrances along the primary building frontage.
7. Marquee Signage (Section 2.5.A.5.D) - allow canopy/marquee to extend more than 5 feet beyond the width of the building entrances.
8. Mechanical Equipment Louvers (Section 2.5.A.7.A) - allow building-mounted mechanical louvers on the Clifford Street facade, provided they are set back from the main building facade and are minimized through placement as well as color and texture matching with surrounding facade materials.

The final design represents a good faith effort to comply with the spirit of the Development Plan. All of the waivers and the special exception are justified by the location and configuration of the development parcel and the unique characteristics of lab buildings, including dimensional and loading/servicing requirements. It is also worth noting that the waiver requested for Loading Curb Cut Width (Section 2.4.E.5) as part of the Concept Plan approval is no longer required. The Final Plan site design includes a narrower curb cut that meets the Development Plan requirements. In lieu of the wider curb cut, access for the largest anticipated trucks is accommodated by mountable curbs.

Conditions for Concept Plan Approval

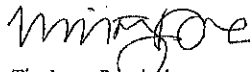
The Ancora/GRE design team should resolve the design review concerns below with the District staff and Utile before the construction documents are issued.

1. Front Facade (along Elbow, Richmond, and Clifford Streets)
 - a. The eighth floor mechanical penthouse is too monolithic looking and lacks a pattern or features that break down its scale and give it more visual interest. Potential solutions include the introduction of a pattern that introduces an intermediate scale between the overall mass and the size of the individual cladding panels. This can be done through the introduction of a rhythm of panels in contrasting tones, colors, textures, and/or sizes.
 - b. As depicted in the renderings, the terracotta cladding reads as an applied wallpaper, independent from the window pattern. To better integrate the windows and cladding, align the edge of the window frames with the vertical joints between courses of terracotta panels.
 - c. Where the gray Norman brick meets the red terracotta panel facade, introduce a vertical stack bond brick pattern or other similar brick transition in the same gray brick color. This will create a better resolved transition between the brick base and the terracotta cladding above.
2. North (Mid-block-facing) Facade
 - a. As depicted in the renderings, the gray fiber cement cladding reads as an applied wallpaper, independent from the window pattern. To better integrate the facade composition, coordinate the joints between the panels and the frames of the windows.
 - b. The facade is too monolithic. In order to address this issue, use a contrasting tone, color, and/or texture to more dramatically distinguish between the continuous horizontal bands of gray fiber cement panels versus the panels used between the windows.
 - c. Remove the vertical stripe of glazing at the inside corner of the mid-block-facing facade and instead allow the horizontal pattern to continue uninterrupted around this fold in the facade.

utile

Please do not hesitate to reach out if you have questions or would like additional information.

Regards,

A handwritten signature in black ink, appearing to read "Tim Love". The signature is written in a cursive, slightly slanted style.

Tim Love, Principal
Utile
115 Kingston Street
Boston, MA 02111

utile

EXHIBIT B

I-195 REDEVELOPMENT DISTRICT

Resolution Re: Final Plan Approval
For Proposed Project on Lot 3 of Former Parcel 25

January 18, 2023

- WHEREAS:** The District has entered into a Purchase and Sale Agreement (the "Agreement") with Ancora 150 Richmond Holdings LLC ("Ancora") dated October 3, 2022, pursuant to which the District has agreed to sell to Ancora District Lot 3 of Former Parcel 25; and
- WHEREAS:** By Resolution dated November 9, 2022 (the "Concept Plan Resolution"), the Commission granted to Ancora, in accordance with the requirements of the District's Development Plan (the "Development Plan"), Concept Plan Approval of a Concept Plan for a proposed project to consist of an approximately 212,000 square foot building to be built on Lot 3 of Former Parcel 25 to include (a) approximately 80,000 square feet to be owned and occupied by the Rhode Island State Health Lab and (b) approximately 130,000 square feet of private laboratory, office and ground floor amenity-retail space of which no less than 50% will be wet-lab space (the "Proposed Project"); and
- WHEREAS:** The Commission's Concept Plan Approval was subject to and contingent upon satisfaction by Ancora of the conditions set forth in the November 4, 2022, letter to the Commission of Utile Inc. ("Utile"), the Commission's design consultant, a copy of which letter is attached to the Concept Plan Resolution; and
- WHEREAS:** The Commission has received an application from Ancora in accordance with the requirements of the Development Plan for Final Plan Approval of the development plan for the Proposed Project; and
- WHEREAS:** At its meeting this date, the Commission has received a presentation by Ancora with respect to the Final Plan for the Proposed Project;
- WHEREAS:** Utile has confirmed that Ancora has satisfied the conditions set forth in Utile's November 4, 2022 letter; and
- WHEREAS:** The Commission heard from the neighborhood representatives and invited comments from the public with respect to the Final Plan for the Proposed Project and several individuals offered comments; and
- WHEREAS:** By letter to the Commission dated January 12, 2023 (the "Utile Letter"), a copy of which is attached hereto as Exhibit A, Utile has recommended the Final Plan be approved, subject to satisfaction by Ancora of those conditions set forth in the Utile Letter; and

WHEREAS: As required by the Development Plan, pursuant to letter dated January 17, 2023, a copy of which is attached hereto as Exhibit B, the State Historic Preservation Officer (“SHPO”) has approved the Final Plan for the Proposed Project; and

WHEREAS: The Commission, having considered the recommendation of Utile with respect to the Final Plan, and having received the approval of the SHPO, has determined that the Final Plan satisfies the requirements for Final Plan Approval as set forth in the Development Plan.

NOW, THEREFORE, it is:

VOTED: That the Commission approves the Final Plan for the Proposed Project as submitted and hereby issues Final Plan Approval to Ancora; and

VOTED: That, subject to (a) satisfaction by Ancora of the conditions set forth in the Utile Letter, (b) review and approval of final plans for the Proposed Project to insure conformity with the Final Plan and with the “Special Features” of the Proposed Project prepared by Utile, a list of which Special Features is attached to this Resolution as Exhibit C, and (c) receipt of a construction management plan satisfactory to the Commission, each of the Chairperson and Executive Director, in his or her individual capacity be, and each hereby is, authorized to execute and deliver to Ancora a Certificate of Final Plan Approval in accordance with the provisions of the Development Plan.

EXHIBIT A
UTILE LETTER

January 12, 2023

Caroline Skuncik, Executive Director
I-195 Redevelopment District Commission
225 Dyer Street, Fourth Floor,
Providence, RI 02903

utile

RE: 150 Richmond Final Plan Approval Recommendation

Design Review Panel Contributors:

- Craig Barton, Design Review Panel Member
- Emily Vogler, Design Review Panel Member
- Jack Ryan, Design Review Panel Member
- Tim Love, Utile
- Zoë Mueller, Utile

Dear Caroline,

Utile, the I-195 Redevelopment District's Urban Design and Planning consultant, recommends that the Commission grant Final Plan Approval and approve the requested waivers (see below) for the Ancora and GRE proposal for 150 Richmond Street, with the conditions outlined below. Ancora and GRE and their team members have been responsive and collaborative throughout the process and have put forward a thoughtful design proposal that addresses the issues raised by the design review panel.

Summary of the Design Review Process

Utile and the I-195 Redevelopment District Design Review Panel met on January 5, 2023 to review the Final Plan Application materials provided by Ancora and GRE for their proposed lab development at 150 Richmond Street (also referred to as Lot 402 or as Lot 3 of former Parcel 25). The same group met on September 26, 2022 and again on October 15, 2022 to review the Concept Plan Application materials. The consolidated feedback of the Panel was provided to the developer as a memo on October 18th and November 4th of 2022 (attached).

Waivers and Special Exception

We recommend approving the remaining requested special exception and waiver described below, based on satisfactory further development of the site plan design:

1. Surface Parking (Section 2.4.B.6) - allow a maximum of six (6) surface parking spaces to meet demonstrated RISHL operational needs by special exception.
2. Exterior Loading Dock (Section 2.5.E.3) - allow exterior loading docks with overhead coiling door system and landscape screening to shield the loading from view.

This special exception and waiver are in addition to the waivers granted as part of the Concept Plan Approval, listed below:

3. Street Frontage (Table 2.3-1 and Figure 2.3-1) - allow less than 80% frontage along Clifford Street.
4. Massing & Facade Articulation (Section 2.5.A.1.A) - allow more than 100 feet before a change in plane in the building facade above the first floor.

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 utiledesign.com

5. Penetration (Section 2.5.A.2.B) - allow less than 70% transparency on ground floors facing Clifford Street.
6. Building Entry (Section 2.5.A.3.C) - allow more than 40 feet between entrances along the primary building frontage.
7. Marquee Signage (Section 2.5.A.5.D) - allow canopy/marquee to extend more than 5 feet beyond the width of the building entrances.
8. Mechanical Equipment Louvers (Section 2.5.A.7.A) - allow building-mounted mechanical louvers on the Clifford Street facade, provided they are set back from the main building facade and are minimized through placement as well as color and texture matching with surrounding facade materials.

The final design represents a good faith effort to comply with the spirit of the Development Plan. All of the waivers and the special exception are justified by the location and configuration of the development parcel and the unique characteristics of lab buildings, including dimensional and loading/servicing requirements. It is also worth noting that the waiver requested for Loading Curb Cut Width (Section 2.4.E.5) as part of the Concept Plan approval is no longer required. The Final Plan site design includes a narrower curb cut that meets the Development Plan requirements. In lieu of the wider curb cut, access for the largest anticipated trucks is accommodated by mountable curbs.

Conditions for Concept Plan Approval

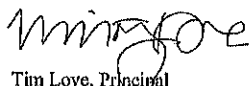
The Ancora/GRE design team should resolve the design review concerns below with the District staff and Utile before the construction documents are issued.

1. Front Facade (along Elbow, Richmond, and Clifford Streets)
 - a. The eighth floor mechanical penthouse is too monolithic looking and lacks a pattern or features that break down its scale and give it more visual interest. Potential solutions include the introduction of a pattern that introduces an intermediate scale between the overall mass and the size of the individual cladding panels. This can be done through the introduction of a rhythm of panels in contrasting tones, colors, textures, and/or sizes.
 - b. As depicted in the renderings, the terracotta cladding reads as an applied wallpaper, independent from the window pattern. To better integrate the windows and cladding, align the edge of the window frames with the vertical joints between courses of terracotta panels.
 - c. Where the gray Norman brick meets the red terracotta panel facade, introduce a vertical stack bond brick pattern or other similar brick transition in the same gray brick color. This will create a better resolved transition between the brick base and the terracotta cladding above.
2. North (Mid-block-facing) Facade
 - a. As depicted in the renderings, the gray fiber cement cladding reads as an applied wallpaper, independent from the window pattern. To better integrate the facade composition, coordinate the joints between the panels and the frames of the windows.
 - b. The facade is too monolithic. In order to address this issue, use a contrasting tone, color, and/or texture to more dramatically distinguish between the continuous horizontal bands of gray fiber cement panels versus the panels used between the windows.
 - c. Remove the vertical stripe of glazing at the inside corner of the mid-block-facing facade and instead allow the horizontal pattern to continue uninterrupted around this fold in the facade.

utile

Please do not hesitate to reach out if you have questions or would like additional information.

Regards,

A handwritten signature in black ink, appearing to read "Tim Love". The signature is written in a cursive, slightly slanted style.

Tim Love, Principal
Utile
115 Kingston Street
Boston, MA 02111

utile

EXHIBIT B

SHPO LETTER



STATE OF RHODE ISLAND
HISTORICAL PRESERVATION & HERITAGE COMMISSION

Old State House 150 Benefit Street Providence, RI 02903

Telephone 401-222-2678
TTY 401-222-3700

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www.preservation.ri.gov

17 January 2023

Via email: cskuncik@195district.com

Caroline Skuncik
Executive Director
I-195 Redevelopment District
225 Dyer Street, 4th Floor
Providence, Rhode Island 02903

Re: Final Plan Review
I-195 Redevelopment Lot 402 (formerly Parcel 25 Lot 3)
150 Richmond Street
Providence, Rhode Island

Dear Ms. Skuncik:

The Rhode Island Historical Preservation and Heritage Commission (RIHPHC) staff has reviewed the Final Plan Review submission that your office provided for the above-referenced parcel. Ancora/GRE is proposing to construct a single building on the parcel. The materials that were sent to us include a site plan and elevation-based materials schedules for the proposed building.

In our letter of 2 November 2022, we stated our conclusion that the construction of the proposed building on Lot 402 will have no adverse effect on historic resources. Based on our review of the materials proposed for the exterior of the building, our conclusion remains the same.

These comments are provided in accordance with Section 106 of the National Historic Preservation Act. If you have any questions, please contact me at jeffrey.emidy@preservation.ri.gov or 222-4134.

Sincerely,



Jeffrey D. Emidy
Executive Director
Interim State Historic Preservation Officer

C: Peter Erhartic, Director of Real Estate, I-195 Redevelopment District, by email

230117.04jde

B-1
B-1

EXHIBIT C

SPECIAL FEATURES OF THE APPROVED DEVELOPMENT PLAN

1. Building Massing and Program Configuration

- a. The building massing is comprised of four primary components:
- i. A one/two story podium facing the Elbow Street and Richmond Street frontages, comprised of "storefront" windows and gray brick that lines;
 - ii. An L-shaped primary mass, facing the interior of the block, with a horizontal emphasis, that is also revealed in cut-away "reveals" on either side of the primary entry and at the penthouse level on the eighth floor;
 - iii. A terracotta massing layer along Elbow, Richmond, and Clifford Streets that is attached to the primary mass between the second and seventh floors; and
 - iv. A set-back perforated screen rooftop mechanical enclosure with curved corners and transitions between sections.
- b. The primary entry at the corner of Richmond and Elbow Streets is marked with a "lifting" of the terracotta massing layer, revealing two stories of glass, with a metal canopy extending outward and capping the first floor of this two-story element. This is further emphasized by the two vertical cut-away sections flanking the primary entry, revealing the primary mass with horizontal windows as noted in 1a.
- c. The primary entry opens into a shared lobby and cafe amenity area that is envisioned as a mixing opportunity for public Rhode Island State Health Laboratory (RISHL) and private lab tenant employees and visitors. This entry area includes several important features:
- i. Single entry is off of Richmond Street at the corner of Elbow Street with air-lock feature that directs all traffic to the left.
 - ii. Dedicated RISHL-branded secure entry is in alignment with the door from the shared entry airlock, and is made legible with a large feature wall.
 - iii. Private lab tenant entry is to the right of the shared reception desk.
 - iv. Public cafe amenity space has dedicated entry off Elbow Street and is also accessible from the shared lobby and bike room.
- d. The ground floor includes several key amenities and public-facing programs:
- i. Bike Room, with space for 64 bikes for building tenants, is accessible via secure direct entry from Elbow Street as well as from shared lobby and cafe amenity space. The upper storage racks are specified to include a spring-loaded mechanical assist for ease of storage. The bike storage room has also been co-located with the shower facilities.
 - ii. Several inaccessible but visually engaging RISHL programs and features are visible from Richmond Street sidewalk to activate public realm experience of "science on display":
 1. RIDOH feature wall comprised of graphic film on glass
 2. RISHL training room with optional display monitor
 3. RISHL conference room
 - iii. Sample receiving spaces accessible from Clifford Street and the rear (interior of the block-side) of the building
 - iv. Loading, storage, and waste management concentrated on the rear (interior of the block-side) of the building and along portions of Elbow Street closest to the 225 Dyer building loading docks and transformers.
- e. This configuration results in a total of four entries activating the streets surrounding the building. Of these four entries, two are publicly accessible entries, one is employee and tenant only, and one is exclusively for officials, customers and/or vendors dropping off samples for RISHL use.

2. Material Treatment

- a. The material palette is deployed to differentiate the front and back of the building. This helps break down the mass of the building and conveys the arrangement of functions on each floor (lab vs. office). The materials and architectural features are also used to emphasize public program elements and aid in wayfinding.
 - i. Glazing and Metal Trim - used to provide crisp punctuated rhythms to the facade and invite the public to engage with the limited interior programs that are accessible to public viewing and use.
 - ii. The podium is articulated by two elements:
 1. Dark Grey Norman Brick (in Running Bond) - reinforces the podium and emphasizes the public program and active street frontage
 2. Stone Base - punctuates where the brick podium meets the sidewalk
 - iii. The front of the building between the second and seventh floor, is characterized by red terracotta and large vertical windows that extend across two floors on the third-fourth floors and fifth-sixth floors, and terminates in a shorter window at the seventh floor.
 1. Red Terracotta Panels (with varied color and texture in soldier stack bond) - used as the material that articulates and expresses the layer of the massing that sits proud of the primary massing (see 1.a above). It expresses the lab program versus the office program (see 2.a.iv below)
 - iv. The back of the building is clad in grey fiber cement panels with a syncopated horizontal window pattern
 1. Grey Fiber Cement Panels (with varied color and texture in horizontal stack bond) - articulates the primary interior mass and expresses the office program
 - v. Curvilinear Perforated Metal Panel - screens the rooftop mechanical equipment in a playful manner from a distance (and particularly when viewing the building from the East Side). The appearance of the rooftop enclosure is softened by the material and the radiused corners and transitions between volumes.
 - b. The transitions between materials is critical to the success of this material scheme. Notable transitions include:
 - i. Larger dark gray stone blockwork is used to punctuate where the brick podium meets the sidewalk.
 - ii. Metal window surrounds on red terracotta facade project beyond the face of the terracotta by 3" to provide shadow line to emphasize crisp transition.
 - c. Likewise, the variety in color, texture and configuration of the cladding is critical to the success of the scheme. Notable areas where variety is paramount include:
 - i. The terracotta facade utilizes planar panels of 3 different textures.
 - ii. Repetitive ribbon windows are broken up using accent panels.
 - iii. Variation is provided in ribbon window mullion spacing.
 - d. Interior finishes of the corridor and meeting rooms along Richmond Street are high-quality and visually engaging to enhance the public streetscape experience.
 - e. The red terracotta panel "wrap" facade is calibrated to echo and complement the Garrahy Garage and Point 225 elevations in terms of scale, coloring, and pattern.

3. Site Plan, Public Realm and Landscape

- a. Parking, Loading, and Circulation
 - i. The site plan allows for a maximum of six (6) surface parking spaces to meet RISHL operational needs, all of which are accessible from Clifford Street. Two of these are dedicated drop off spaces, two are EV spaces, and one is an ADA van space.
 - ii. An exterior loading dock is accessible off of Clifford Street via a curb cut of no more than 24' with mountable curbs to accommodate the necessary truck turning radii as needed. This loading dock is

- enclosed via an overhead colling door system when not in use and landscape screening is deployed to shield the loading from view.
- iii. Loading and parking areas provide separation between pedestrian and vehicular circulation, with pedestrian crossing areas indicated by decorative unit pavers with flush curbs and a concrete walk across the curb cut to emphasize continuity of the sidewalk.
 - iv. Loading bay area has reinforced concrete hardscape.
 - v. Loading bay is screened with a planted buffer that includes a vertical screen, hedge plantings, and 11 trees of varying sizes distributed throughout the rear of the site to screen views from the 225 Dyer mid-block pedestrian path and from the Clifford Street sidewalk.
 - b. Pedestrian Connections
 - i. The site plan improves pedestrian connections, responds to existing and future desire lines, and mitigates the lack of a built edge along Clifford Street.
 - ii. The rear site plan provides a safe, comfortable, and engaging pedestrian experience, especially from the 225 Dyer mid-block pedestrian path to Clifford Street.
 - iii. A narrow pedestrian through connection is provided between the 225 Dyer mid-block pedestrian path and Elbow Street that allows for egress and allows two people to pass each other comfortably.
 - c. Sidewalk and Public Realm
 - i. Sidewalk design refined with street trees, areas of impervious and pervious paving, seating and planting, including:
 1. Concrete knee and seat walls with granite cap stones and treads
 2. Granite seat cubes, and benches composed of metal and recycled wood
 3. 15 truck-compatible street trees in tree planters (either with tree grates or granite curbing) surrounded by granite cobblestone sets
 4. Permeable mixed pavers
 5. Stainless steel bike racks and security bollards
 - ii. Resolution of grading issues along Elbow Street
 1. In order to reconcile the optimum ground level finish floor elevation and the changing grade of Elbow Street, a transition of approximately 4 to 6" is required between the sidewalk, which is required to be at the same grade as the building interior, and the changing curb elevation. This transition is solved through the use of built-in seatless benches that line and face the sidewalk grade, with intermittent gaps that allow pedestrians to step up one stair riser between the grade of the sidewalk and the grade of the furnishing/planting zone and street.
 - d. Transformers
 - i. Transformers are located along the narrow pedestrian through-connection provided between the 225 Dyer mid-block pedestrian path and Elbow Street, and are screened from view with a privacy screen composed of wood-tone composite slats in a metal frame and/or a metal greenscreen.

EXHIBIT C

I-195 REDEVELOPMENT DISTRICT

**RESOLUTION REGARDING APPROVAL OF UPPER FLOOR FAÇADE TRANSPARENCY
WAIVER FOR PARCEL 9 / PHASE 2**

January 18, 2023

WHEREAS: Pursuant to the Rhode Island Special Economic Development District Enabling Act (the "SEDD Act"), the Commission is charged with approving all plans for development within the I-195 Redevelopment District; and

WHEREAS: Pursuant to the SEDD Act, the Commission has adopted a Development Plan applicable to construction with the I-195 Redevelopment District; and

WHEREAS The Commission has received a Final Plan Review application from Pennrose, LLC ("Pennrose"), the proposed purchaser of Parcel 9, in which Pennrose requests a waiver from the provisions of *Section 2.5 A. 2. d* of the Development Plan with respect to upper floor façade transparency for a residential use (the "Waiver") for the second phase of its proposed development on Parcel 9; and

WHEREAS: Utile, Inc., the District's design consultant ("Utile"), has determined that the Waiver is appropriate and has recommended that the District grant the Waiver by letter dated January 10, 2023, a copy of which letter is attached hereto as Exhibit A and is incorporated herein by reference (the "Utile Letter"); and

WHEREAS: At a public hearing held this date, the Commission heard a presentation by Utile with respect to the Waiver; and

WHEREAS: The Commission invited comments from the public, but none were offered.

NOW, THEREFORE, acting by and through its Commissioners, the District hereby resolves as follows:

RESOLVED: That the District hereby (a) finds that, given the geography of Parcel 9, budgetary constraints imposed by state funding for affordable housing and Rhode Island Housing energy efficiency targets, enforcement of the upper floor façade transparency regulations for a residential use contained in the Development Plan would preclude the full enjoyment by the owner of a permitted use and amount to more than a mere inconvenience, (b) adopts the recommendations contained in the Utile Letter with respect to the Waiver and (c) grants the Waiver.

EXHIBIT A

January 10, 2023

Caroline Skuncik, Executive Director
1-195 Redevelopment District Commission
225 Dyer Street, Fourth Floor,
Providence, RI 02903

UTILE LETTER

utile

RE: Parcel 9, Phase 2 Final Plan Approval Recommendation

Design Review Panel Contributors:

- Craig Barton, Design Review Panel Member
- Emily Vogler, Design Review Panel Member
- Jack Ryan, Design Review Panel Member
- Tim Love, Utile
- Zoë Mueller, Utile

Dear Caroline,

Utile, the 1-195 Redevelopment District's Urban Design and Planning consultant, recommends that the Commission grant Final Plan Approval and approve the requested waivers (see below) for Phase 2 of the Pennrose proposal for Parcel 9, with the conditions outlined below. The Pennrose team has addressed all the major comments from prior memos and has acknowledged and committed to addressing the remaining design review concerns, which can be resolved before the construction documents are issued and reviewed by the District staff and Utile.

Summary of the Design Review Process

Utile and the 1-195 Redevelopment District Design Review Panel met on January 5, 2023 to review the Final Plan Application materials provided by Pennrose for Phase 2 of their proposed mixed-income housing development on Parcel 9 (referred to as the "East Building" below). The same group met on September 19, 2022 and again on October 13, 2022 to review the Concept Plan Application materials. The consolidated feedback of the Panel on Phase 2 was provided to the developer as a memo on October 18th and November 4th of 2022 (attached). Feedback from the panel on early-stage ideas for Phase 2 was also provided as part of the Phase 1 design review process.

Waivers

In recognition of the unique location and configuration of the site, budgetary constraints imposed by state funding, and Rhode Island Housing (RIH) energy efficiency targets, Utile recommends that the remaining requested transparency waiver allowing for a minimum of 30% transparency for upper story uses is granted. Please note that this waiver is in addition to the waivers already granted as part of the Phase 1 design review process and Phase 2 Concept Plan Approval, which granted the following for the Phase 2 building:

- a minimum of 40% transparency for non-residential ground floor uses, and
- a minimum of 30% transparency for residential ground floor uses.

Conditions for Concept Plan Approval

1. Courtyard Design:
 - a. Submit an updated landscape plan that accurately and comprehensively keys the planting list to the plan (including the

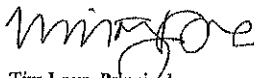
Architecture
& Planning

115 Kingston St.
Boston, MA 02111
utile.design.com

- courtyard), while also responding to the design comments in 1.b below.
- b. The plant materials depicted in the renderings are being used too decoratively and without evidence of functional considerations and/or intended spatial effects. Instead, be intentional about differentiated planting strategies for each of the specific locations:
 - i. Planters that help screen and soften the play area
 - ii. Tiered plantings where City Walk meets the building edge
 - iii. Planting areas in the Courtyard at the base of Building 2
 - iv. "Freeform" planters that define the sitting area behind two of the three built-in benches
 - v. The planters that create the transitions to the ground floor unit entries.
 - c. Consider the seasonal impact of deciduous vs. evergreen planting materials, especially when the plantings are meant to screen views.
2. Bessie Way Residential Entries:
- a. Introduce a different hardscape paving approach to indicate private entry areas (e.g. using unit pavers)
 - b. Introduce appropriately-scale light fixtures at the entry doors, and illuminated address numbers to enhance their sense of address.
 - c. Propose a conceptually intentional planting palette for the planters that acknowledges the different zones of the planters (along the sidewalk vs. between the separate unit entries). See 1.b.v above.
3. Upper Story Terrace Railings:
- a. Railing used for second and fifth floor terraces should have vertical metal pickets similar in design language to the railing specified for the courtyard play area.
 - b. Provide a final material specification and photo for the second and fifth floor terrace railings, consistent with design direction of item 3.a.

Please do not hesitate to reach out if you have questions or would like additional information.

Regards,



Tim Love, Principal
Utile
115 Kingston Street
Boston, MA 02111

utile

EXHIBIT D

I-195 REDEVELOPMENT DISTRICT
Resolution Re: Final Plan Approval
For Proposed Project On a Portion of Parcel 9 (Phase 2)

January 18, 2023

WHEREAS: The District has entered into a Purchase Option Agreement (the "Agreement") with Pennrose LLC ("Pennrose") dated May 25, 2021, pursuant to which the District has granted Pennrose an option to purchase District Parcel 9 in two transactions; and

WHEREAS: By Resolution dated November 9, 2022 (the "Concept Plan Resolution"), the Commission granted to Pennrose, in accordance with the requirements of the District's Development Plan (the "Development Plan"), Concept Plan Approval of a Concept Plan for a proposed project to consist of approximately 65 mixed-income residential units and approximately 30 parking spaces to be built on a portion of District Parcel 9 (the "Proposed Phase 2 Project"); and

WHEREAS: The Commission's Concept Plan Approval was subject to and contingent upon satisfaction by Pennrose of the conditions set forth in the November 4, 2022 letter to the Commission of Utile Inc. ("Utile"), the Commission's design consultant, a copy of which letter is attached to the Concept Plan Resolution; and

WHEREAS: The Commission has received an application from Pennrose in accordance with the requirements of the Development Plan for Final Plan Approval of the development plan for the Proposed Phase 2 Project; and

WHEREAS: Obtaining Final Plan Approval will assist Pennrose in its application to Rhode Island Housing & Mortgage Finance Corporation for certain incentives to enable Pennrose to finance the Proposed Phase 2 Project; and

WHEREAS: At its meeting this date, the Commission has received a presentation by Pennrose with respect to the Final Plan for the Proposed Phase 2 Project; and

WHEREAS: Utile has confirmed that Pennrose has satisfied the conditions set forth in Utile's November 4, 2022 letter; and

WHEREAS: The Commission heard from the neighborhood representatives and invited comments from the public with respect to the Final Plan for the Proposed Phase 2 Project, but none were offered; and

WHEREAS: By letter to the Commission dated January 12, 2023 (the "Utile Letter"), a copy of which is attached hereto as Exhibit A, Utile has recommended the Final Plan be approved, subject to satisfaction by Pennrose of those conditions set forth in

the Utile Letter; and

WHEREAS: As required by the Development Plan, pursuant to letter dated January 17, 2023, a copy of which is attached hereto as Exhibit B, the State Historic Preservation Officer (“SHPO”) has approved the Final Plan for the Proposed Phase 2 Project provided that a vibration monitoring plan is implemented; and

WHEREAS: The Commission, having considered the recommendation of Utile with respect to the Final Plan, and having received the approval of the SHPO, has determined that the Final Plan satisfies the requirements for Final Plan Approval as set forth in the Development Plan.

NOW, THEREFORE, it is:

VOTED: That the Commission approves the Final Plan for the Proposed Phase 2 Project as submitted and hereby issues Final Plan Approval to Pennrose; and

VOTED: That, subject to (a) satisfaction by Pennrose of the conditions set forth in the Utile Letter, (b) review and approval of final plans for the Proposed Phase 2 Project to insure conformity with the Final Plan and with the “Special Features” of the Proposed Phase 2 Project prepared by Utile, a list of which Special Features is attached to this Resolution as Exhibit C, and (c) receipt of a construction management plan satisfactory to the Commission, each of the Chairperson and Executive Director, in his or her individual capacity be, and each hereby is, authorized to execute and deliver to Pennrose a Certificate of Final Plan Approval in accordance with the provisions of the Development Plan.

EXHIBIT A
UTILE LETTER

January 10, 2023

Caroline Skuncik, Executive Director
I-195 Redevelopment District Commission
225 Dyer Street, Fourth Floor,
Providence, RI 02903

utile

RE: Parcel 9, Phase 2 Final Plan Approval Recommendation

Design Review Panel Contributors:

- Craig Barton, Design Review Panel Member
- Emily Vogler, Design Review Panel Member
- Jack Ryan, Design Review Panel Member
- Tim Love, Utile
- Zoë Mueller, Utile

Dear Caroline,

Utile, the I-195 Redevelopment District's Urban Design and Planning consultant, recommends that the Commission grant Final Plan Approval and approve the requested waivers (see below) for Phase 2 of the Pennrose proposal for Parcel 9, with the conditions outlined below. The Pennrose team has addressed all the major comments from prior memos and has acknowledged and committed to addressing the remaining design review concerns, which can be resolved before the construction documents are issued and reviewed by the District staff and Utile.

Summary of the Design Review Process

Utile and the I-195 Redevelopment District Design Review Panel met on January 5, 2023 to review the Final Plan Application materials provided by Pennrose for Phase 2 of their proposed mixed-income housing development on Parcel 9 (referred to as the "East Building" below). The same group met on September 19, 2022 and again on October 13, 2022 to review the Concept Plan Application materials. The consolidated feedback of the Panel on Phase 2 was provided to the developer as a memo on October 18th and November 4th of 2022 (attached). Feedback from the panel on early-stage ideas for Phase 2 was also provided as part of the Phase 1 design review process.

Waivers

In recognition of the unique location and configuration of the site, budgetary constraints imposed by state funding, and Rhode Island Housing (RIH) energy efficiency targets, Utile recommends that the remaining requested transparency waiver allowing for a minimum of 30% transparency for upper story uses is granted. Please note that this waiver is in addition to the waivers already granted as part of the Phase 1 design review process and Phase 2 Concept Plan Approval, which granted the following for the Phase 2 building:

- a minimum of 40% transparency for non-residential ground floor uses, and
- a minimum of 30% transparency for residential ground floor uses.

Conditions for Concept Plan Approval

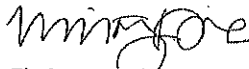
1. Courtyard Design:
 - a. Submit an updated landscape plan that accurately and comprehensively keys the planting list to the plan (including the

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utiledesign.com

- courtyard), while also responding to the design comments in 1.b below.
- b. The plant materials depicted in the renderings are being used too decoratively and without evidence of functional considerations and/or intended spatial effects. Instead, be intentional about differentiated planting strategies for each of the specific locations:
 - i. Planters that help screen and soften the play area
 - ii. Tiered plantings where City Walk meets the building edge
 - iii. Planting areas in the Courtyard at the base of Building 2
 - iv. "Freeform" planters that define the sitting area behind two of the three built-in benches
 - v. The planters that create the transitions to the ground floor unit entries.
 - c. Consider the seasonal impact of deciduous vs. evergreen planting materials, especially when the plantings are meant to screen views.
2. Bessie Way Residential Entries:
- a. Introduce a different hardscape paving approach to indicate private entry areas (e.g. using unit pavers)
 - b. Introduce appropriately-scale light fixtures at the entry doors, and illuminated address numbers to enhance their sense of address.
 - c. Propose a conceptually intentional planting palette for the planters that acknowledges the different zones of the planters (along the sidewalk vs. between the separate unit entries). See 1.b.v above.
3. Upper Story Terrace Railings:
- a. Railing used for second and fifth floor terraces should have vertical metal pickets similar in design language to the railing specified for the courtyard play area.
 - b. Provide a final material specification and photo for the second and fifth floor terrace railings, consistent with design direction of item 3.a.

Please do not hesitate to reach out if you have questions or would like additional information.

Regards,



Tim Love, Principal
Utile
115 Kingston Street
Boston, MA 02111

utile

EXHIBIT B

SHPO LETTER

STATE OF RHODE ISLAND



HISTORICAL PRESERVATION & HERITAGE COMMISSION

Old State House 150 Benefit Street Providence, RI 02903

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www.preservation.ri.gov

17 January 2023

Via email: cskuncik@195district.com

Caroline Skuncik, Executive Director
I-195 Redevelopment District
225 Dyer Street, 4th Floor
Providence, Rhode Island 02903

Re: I-195 Redevelopment Parcel 9 – east building (aka Building 2)
Final Review
Providence, Rhode Island

Dear Ms. Skuncik:

The Rhode Island Historical Preservation and Heritage Commission (RIHPHC) staff has reviewed the Final Plan Review submission that your office provided for the above-referenced parcel. Pennrose, LLC is proposing to construct two buildings on I-195 Redevelopment Parcel 9. This review is for the east building (sometimes referenced as Phase 2 in previous correspondence); we have previously reviewed designs for the west building. The materials that were sent to us include a site plan, elevations, renderings, and a materials schedule for the proposed building.

The subject parcel is within the bounds of the College Hill Historic District, which is listed in the National Register of Historic Places. In a letter dated June 7, 2021, the RIHPHC expressed our concern that vibration from construction on Parcel 9 might affect the historic Our Lady of the Rosary church. We understand that the project team has agreed to vibration monitoring at the church and that this will be included in the development agreement as a non-negotiable project requirement for both buildings.

Based on our review of the submitted materials, it is our conclusion that the construction of the east building on Parcel 9 will have no adverse effect on historic resources provided that the vibration monitoring plan is carried out.

These comments are provided in accordance with Section 106 of the National Historic Preservation Act. If you have any questions, please contact me at jeffrey.emidy@preservation.ri.gov or 222-4134.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey D. Emidy".

Jeffrey D. Emidy
Executive Director
Interim State Historic Preservation Officer

C: Peter Erhartic, Director of Real Estate, I-195 Redevelopment District, by email

230117.02jde

EXHIBIT C

SPECIAL FEATURES OF THE APPROVED DEVELOPMENT PLAN

1. Building Massing and Program Configuration

- a. The building massing is comprised of three primary components: a ground floor podium that fills nearly the entire site, upper floors that are organized into a truncated L-shaped mass, and a penthouse following the same plan configuration, but rendered in a different cladding material. The ends of the truncated L terminate at City Walk and facing I-195 in subtle "tower" forms that punctuate the otherwise horizontal composition. The long spine of the L-shape faces Bessie Way and the short spine faces the shared public courtyard and the West Building.
- b. The ground floor podium includes three residential units, the residential lobby and amenities, and 16 ground floor parking spaces, accessed from a single garage entry at the narrowest end of the building's frontage on Bessie Way. The location of each of these elements and the relative allocation of floor area among different uses are essential to the success of the building design.
- c. Three ground floor residential units activate the Bessie Way frontage by having primary entries directly off the Bessie Way sidewalk. Public realm and landscape features of these entries are described further in 4a.
- d. Ground floor of the East Building includes several shared features:
- i. Lobby, accessed from the shared public courtyard
 - ii. Mail and Package Room
 - iii. Reception
 - iv. Conference Room
 - v. Office
 - vi. Kitchenette and Copy Room
 - vii. Bike Room with a minimum of 72 bike spaces for use by East and West Building residents, with direct access to the shared public courtyard at the corner closest to City Walk.
- e. Upper floors include two shared amenity spaces with associated outdoor terraces, each enclosed with a vertical metal picket railing similar in design language to the railing specified for the courtyard playground:
- i. A fitness room on the second floor opens onto an open-air green roof with a usable yoga green for outdoor fitness programming, and
 - ii. A club room on the fifth floor opens onto a deck with seating

2. Material Treatment

- a. The material palette helps reinforce the seven primary building components:
- i. Jandris Block Ground Face CMU in a traditional red brick tone (referred to henceforth as "red CMU block") used to emphasize the continuity of the ground floor podium
 - ii. Atlas Castletop Diamond Metal Wall Panels in a metallic grey (referred to henceforth as "grey diamond panels") used to emphasize the fourth floor penthouse and vertical accent at the primary residential entry
 - iii. Nichiha Wall Panels with Vertical and Horizontal Clip Systems in a dark brown natural wood color and texture (referred to henceforth as "brown textured fiber cement cladding") is used to provide a unified body of the building facing Bessie Way and the shared public courtyard on floors two, three and four along with tower punctuation at the City Walk and I-195 terminuses of the building. This is deployed in a pattern that emphasizes the individual floors of the building through use of horizontal band at each floor and vertical bands between the window openings on each floor.
 - iv. James Hardie Lap Siding in a smooth blue grey with varied exposure of 4" at floor bands and 7" at windows (referred to henceforth as "blue grey smooth fiber cement cladding with varied exposure") is used to provide a unified body of the building facing City Walk and the internal second floor terrace. This

is deployed in a pattern that emphasizes the individual floors of the building through use of narrow exposure at each floor and wider exposure between the window openings on each floor.

- v. James Hardie Vertical Siding in a red brick or dark grey with aluminum trim reveals as needed (referred to henceforth as "fiber cement panel") is used to provide visual emphasis to the openings punctuating the facade - namely windows, doors, and the garage screening.
- vi. Cambridge Architectural Metals Cubist Mesh Panels with Framed Attachment System in a natural light metal color (henceforth referred to as "metal mesh screening") is used to provide punctuation and relief on the otherwise monolithic City Walk ground floor facade.
 - b. Parking Garage Screening
 - i. Wherever the metal mesh screening is used, the rhythm of screening has a common logic that connects the ground floor with the rhythm of window openings on upper stories. The garage openings are not identical to the windows above, but the solid areas between the garage openings align with some part of the solid wall sections between windows above. This achieves the larger goal of having the vertical forces of the facade above make their way all the way to the ground.
 - ii. The ground floor facade along City Walk is composed of a red CMU block in a running bond pattern and spanning fiber cement panels of the same hue capping the screened openings.
 - iii. The design of the ground floor garage screens includes framing elements as part of the composition.

3. Shared Public Courtyard

- a. Structure and Social Idea
 - i. The courtyard's social life revolves around the relationship between the playground and the residential entries, with a secondary more functional pass-through relationship to the bike room and City Walk.
 - ii. The courtyard includes diverse spaces where residents can gather outside of and distinct from the playground.
 - iii. The playground planter/viewer relationship is focused on two seating and gathering areas with an active and passive relationship to the playground. The planters and paving areas are used to define these two social spaces and provide logical views into the playground.
 - iv. The "oyster cracker" hexagonal paver units are used to distinguish gathering places from the exposed aggregate concrete pathways used in high-traffic circulation spaces.
 - v. Focused "seat wall" areas line the planters at natural gathering spaces to reinforce the social concept and provide flexibility to accommodate more people in an informal way.
 - vi. Benches are located along the Bessie Way frontage near the residential entries to the east and west buildings to serve the needs of residents and visitors that are meeting, waiting, or speaking privately outside the orbit of the playground-focused courtyard space.
 - b. Plantings
 - i. All plantings are shade-tolerant given that the courtyard will be in the shade most of the day.
 - c. Playground Use, Design, and Perimeter
 - i. The playground is made available for use by residents of the East and West Building of this development as well as other members of the public when it's not being used by the daycare facility operating out of the West Building.
 - ii. The playground geometry is integrated into the overall composition.
 - iii. The playground fence follows a faceted curvature, does not exceed 6' in height, and has vertical metal pickets or rods for safety (to prevent climbing) and visual effect (to make the fence disappear as much as possible).
 - iv. Plantings in the beds surrounding the playground have a two-tier structure. The plantings surrounding the playground have a dense back layer of evergreen or deciduous shrubs that are planted close together to create a hedge (2'-3' spacing) in order to provide year-round screening to disguise the fence to the degree possible. This back tier is complemented by a front tier that includes lower plantings in the front that provide color and visual interest.
 - d. Furnishings
 - i. The furnishing strategy is cohesive and streamlined and is deployed in a way that reinforces the social idea of the courtyard (see 3a).

- ii. The color palette for all furniture is coordinated with the facade material palette for both buildings.
- iii. Courtyard furniture is either anchored in place (by virtue of weight or a fastener to the ground), or during evening hours will be chained and locked, or moved to a secure storage area.

4. Other Public Realm and Landscape Features

- a. Ground floor residential unit entries off Bessie Way are buffered from the sidewalk and possess design characteristics that provide a sense of individual, private residential entries for each of the three ground floor units that are accessed from Bessie Way. Design elements that accomplish this goal include: