

I-195 REDEVELOPMENT DISTRICT

RESOLUTION REGARDING APPROVAL OF DEVELOPMENT DESIGN AND GRANTING WAIVERS FOR FANE APPLICATION AND HOPE POINT TOWER PROJECT

October 16, 2019

- WHEREAS: The I-195 Redevelopment District (the "District") was created and exists as a public corporation, governmental agency and public instrumentality of the State of Rhode Island and Providence Plantations under Chapter 64.14 of Title 42 of the General Laws of Rhode Island (the "Act"); and
- WHEREAS: The Act authorizes the District, acting through its Commission (the "Commission"), to oversee, plan, implement and administer the development of areas within the so-called I-195 Redevelopment District (the "I-195 District"); and
- WHEREAS: The Act further authorizes the Commission to sell properties within the I-195 District on such terms and conditions as the Commission may elect and charges the Commission with approving all plans for development within the I-195 District; and
- WHEREAS: The Act provides that, "in order to provide for the consolidated, coordinated, efficient and effective exercise of public development powers affecting or benefitting the City of Providence and the State within the boundaries . . . [the District] . . . , the Commission shall have the powers of: (i) a special development district as provided for in Chapter 45-24-4; . . . and (v) any other city board existing or created that exercises any of the authorities of a planning board, zoning board, design review board or historic district commission"
- WHEREAS: Pursuant to Chapter 24.6 of Title 45 of the General Laws of Rhode Island (the "Special Economic Development District Enabling Act"), the I-195 District has been designated as a special economic development district; and
- WHEREAS: Pursuant to the mandate of the Special Economic Development District Enabling Act, the Commission is obligated to adopt at a public hearing a plan of development to regulate and restrict the erection, construction, reconstruction, alteration, repair or use of buildings, structures or land within the I-195 District; and
- WHEREAS: At a public hearing held on August 28, 2019, the Commission approved a resolution adopting, on an interim basis, the text of the City of Providence Zoning Ordinance (the "Ordinance") and Zoning Map (the "Map") as its plan of development with respect to any and all developments or proposals for development within the I-195 District and for which application for Level 1 Approval was made, or which was the subject of an executed purchase and sale agreement, in each case on or before July 1, 2019 (the "Interim Plan of Development"); and

- WHEREAS: On or about July 25, 2017, the Commission granted Conditional Level 2 Approval (the “Conditional Approval”) for a single tower, high-rise residential project (the “Project”) to be built within the I-195 District by The Fane Organization on portions of Parcels 42 and P4 (the “Project Site”); and
- WHEREAS: The Providence City Council on December 13, 2018, enacted an amendment to the Ordinance (the “Zoning Amendment”) increasing the maximum allowable height of buildings to be located on the portion of the Project Site within the limits of Parcel 42 to six hundred feet (600’), specifically to permit and accommodate the development plans proposed by The Fane Organization; and
- WHEREAS: Pursuant to a Purchase and Sale Agreement dated January 17, 2019 (the “Purchase Agreement”) by and between the District, as seller, and Fane Tower, LLC (“Fane”), as purchaser, the District has agreed to sell, and Fane has agreed to purchase, the Project Site on terms and conditions set forth in the Purchase Agreement, which terms include the provisions of the Conditional Approval; and
- WHEREAS, The District and the Downtown Design Review Committee (the “DDRC”), entered into a Memorandum of Understanding dated August 17, 2015 (the “MOU”), pursuant to which, *inter alia*, the DDRC agreed to review applications for development in the I-195 District for compliance with the Ordinance and to make recommendations to the District to approve (with conditions, if any) or deny such applications, such recommendations of the DDRC, to be advisory only and not binding on the District; and
- WHEREAS: Pursuant to the Act, and pursuant to the provisions of the Zoning Ordinance, the Commission has sole and exclusive authority to determine the compliance of any project within the District with any design criteria set forth in the Zoning Ordinance, and has sole and exclusive authority to make decisions on any requests for waivers under the Zoning Ordinance by applicants seeking to develop projects with the District; and
- WHEREAS: Pursuant to the MOU, the DDRC reviewed the application of Fane for design review of the Project consisting of a 46-story residential building with structured parking and ground floor retail and for waivers from four (4) provisions of the Zoning Ordinance: Sections 606.A.2 *Building height and massing shall relate to adjacent structures*; 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* (the “Waivers”); and
- WHEREAS: The DDRC held a meeting on April 8, 2019 with respect to the Fane application at which testimony was heard from the Project architect; and
- WHEREAS: Pursuant to Resolution 19-04 dated April 17, 2019, the DDRC recommended that the Commission grant the request for a waiver from Section 606 D.1, *Building*

facades built within a build-to-zone but deny the requests for the remaining waivers and also deny the request for design approval of the Project; and

WHEREAS: At various times thereafter, the Project architect, acting on behalf of Fane, met and coordinated with Utile, Inc. (“Utile”), a well-qualified architect and design consultant working for the Commission, on design plans and renderings (the “Design Plans”) to be reviewed and considered by the Commission, which Design Plans were substantially similar to those previously considered by the DDRC and which were made publicly available in their final form on the District’s website by September 23, 2019; and

WHEREAS: On September 23, 2019, Fane’s application for design review and for the Waivers (the “Application”) was posted on the District’s website and made available to the public; and

WHEREAS: Prior to the hearing on September 25, 2019, Fane withdrew the request for a waiver from Section 606.E.3 of the Ordinance governing Upper-story façade transparency; and

WHEREAS: On September 25, 2019, the Commission held a public hearing (the “Public Hearing”) with respect to the Application and the Waivers; and

WHEREAS: At the Public Hearing, the Commission received a presentation on the Application and on the Design Plans and the Waivers from Fane and from the Project architect, and received input and comments from Utile regarding the Design Plans and the Waivers and their compliance with various required criteria. Both have appeared before the Commission previously and are known to the Commission to be qualified; and

WHEREAS: At the Public Hearing, the Commission also received comments from approximately fifty (50) members of the public, including one objector represented by counsel, who spoke in opposition to, or in favor of, the Application; and

WHEREAS: On motion by Commissioner McNally, and seconded by Commissioner Crisafulli, the Commission voted 5-1, with Commissioner Smith voting in the negative, to approve the Application and grant the Waivers, based on the Application materials, Design Plans and presentations made by Fane, and on the presentation made by Utile, on the stated condition that Fane continue to comply with any and all conditions set forth in the Conditional Approval and the Purchase Agreement, all to be embodied in a detailed resolution, with findings and conclusions, to be prepared by Commission staff in coordination with outside counsel, and to be considered at the Commission’s meeting on October 16, 2019.

NOW, THEREFORE, based on the testimony and presentations referenced above, the Commission finds as follows:

1. In the Zoning Amendment, the City Council of the City of Providence, by a substantial majority, increased the allowable height of buildings on the Project Site to six hundred feet (600'), specifically to permit and accommodate Fane's proposal for a 46 story residential tower on the Project Site.

2. At the time that the Zoning Amendment was enacted, and under existing law at the time, the Providence City Council was the highest municipal authority with the power to amend the Zoning Ordinance and to increase the allowable height of structures within the subject D-1-100 zone and on the Project Site.

3. The Commission believes that the Zoning Amendment reflects a determination by the highest political body in the City of Providence that it desires a high-rise residential tower of up to six hundred feet (600') on the Project Site, and has specifically authorized the development of such a project.

4. In the estimation of the Commission, based on the presentation of the Project architect at the Public Hearing, and based on input from Utile, the applicant has taken steps to integrate the proposed podium of the building into the surrounding neighborhood and streetscape by hiding infrastructure and the parking garage behind more attractive facades and fenestration, by creating an active and attractive street-level environment, and by creating a welcome interaction with the adjacent public park and City Walk pedestrian network.

5. The Commission also finds that as a result of the evolution of Fane's proposed design over multiple iterations, Fane has recessed the high-rise portion of the tower into the podium base in a manner that has minimized the impact of the tower on surrounding properties and areas.

6. While implementing the will and desire of the Providence City Council in enacting the Zoning Amendment, the Commission finds that the current design, as presented by the applicant at the Public Hearing on September 25, 2019, represents the best and most appropriate integration of the proposed high-rise tower into the surrounding and adjacent areas, as part of the dynamic development of the District, promoting jobs and economic development, while integrating with existing and other proposed business and residential uses.

7. With respect to the Waivers sought in the Application, the Commission specifically finds that literal enforcement of the provisions from which waivers are sought would indeed be impracticable, both as to relationship of the building podium to the acute angled corner at Dorrance and Dyer Streets and as to the relation to the closest building and corresponding appropriate transition lines.

8. With respect to the Waivers sought in the Application, the Commission further specifically finds that the design or development condition resulting from the waiver has no adverse impact on the surrounding natural environment, built environment, or pedestrian and traffic circulation. The development condition

resulting from the waiver to Section 606.D.1 results in greater area for pedestrians there. The development condition resulting from the waiver from Sections 606.A.2 and 606.D.2 involve aesthetic design considerations at elevated portions of the building and do not adversely affect the surrounding natural or built environment or pedestrian or traffic circulation.

The granting of the waivers are also in the best interest of good planning, urban design and/or architecture practice, and evidenced by consistency with the comprehensive plan to any extent necessary, and as reflected in the Zoning Ordinance, s the Commission specifically finds that the Design Plans, as they have evolved based on input from the Commission and from Utile, are designed to integrate into the surrounding area and developments in a practical way that satisfies the intent and purposes of the provisions being waived as set forth above.

9. With respect to the waivers sought in the Application, the Commission further specifically finds that the granting of the waivers is in the best interest of good planning, urban design and architectural practice in light of the mandate and direction of the Providence City Council in approving the Zoning Amendment, and the associated allowable height, and in light of the best efforts of the applicant, in consultation with Utile, to achieve such height in manner designed to integrate into the surrounding area while minimizing any adverse impact.

10. With respect to the Application generally, the Commission specifically finds that the direction and mandate of the Providence City Council, as embodied in the Zoning Amendment, permitting an allowable height of up to six hundred feet (600") at the Project Site, in order the accommodate and permit the Fane proposal, under the law and regulations in effect that time, reflects the will of the municipality and warrants any arguable deviation from the Comprehensive Plan in effect at the time.

11. The Commission further finds that notice of the Public Hearing was timely and adequate as matter of law, and further finds that with respect to the Design Plans submitted by Fane as part of the Application, such plans were substantially similar to those considered by the DDRC in April, and that none of the changes in the Design Plans in the interim were relevant to any of the Waivers.

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

RESOLVED: That the Design Plans presented at the Public Hearing by Fane as part of the Application are hereby APPROVED, provided that Fane implements and employs the version of the Design Plans presented at the Public Hearing without any material deviation therefrom; and

RESOLVED: That any approval granted herein shall be subject to Fane's continuing compliance with the "Special Features" developed by Utile, on behalf of the Commission,

which are attached hereto as Exhibit A and specifically incorporated herein, and Fane's continuing compliance with the Podium and Tower Location Plan (the "Podium and Tower Location Plan") attached hereto as Exhibit B and specifically incorporated herein; and

RESOLVED: That prior to any subsequent issuance of a certificate of approval by the Commission, Fane will be required to submit final plans and the Commission will be entitled to confirm that those final plans do not deviate in any material way from the Design Plans considered at the Public Hearing and approved herein, and do not deviate in any material way from the Special Features or the Podium and Tower Location Plan; and if there is any such material deviation from the Design Plans, the Special Features or the Podium and Tower Location Plan, without the Commission's express consent, Fane shall not be entitled to a final certificate of approval or to a building permit; and

RESOLVED: That subject to the foregoing, Fane's Application for a waiver as set forth in section 606.A.2 of the Zoning Ordinance is GRANTED, for reasons set forth herein, in that the relationship of the building mass at street level to surrounding structures and areas is appropriate and in that the height of the structure, as specifically mandated and approved by the Providence City Council, has been designed in such a way as to minimize any potential adverse impacts and to successfully integrate the structure into surrounding areas including the closest building, in a way that is in harmony with the spirit and intent of the underlying requirement; and

RESOLVED: That subject to the foregoing, Fane's Application for a waiver as set forth in section 606.D.1 of the Zoning Ordinance is GRANTED in that the de minimus deviation embodied in the plans at the corner of Dorrance and Dyer Streets is necessitated by the acute angle of that corner and allows for a minimal recess to accommodate certain amenities that enhance the relationship of the structure to the streetscape at that location, as recommended by the DDRC; and

RESOLVED: Also Section 606.D.1 includes within it that, "These provisions may be waived to create . . . wider sidewalks, [or] open space" This waiver creates greater public access space in that area.

RESOLVED: That subject to the foregoing, Fane's Application for a waiver as set forth in section 606.D.2 of the Zoning Ordinance is GRANTED in that the transition lines reflected in the Design Plans presented by Fane as part of the Application, particularly where the high-rise residential portions of the tower are significantly recessed from the building podium, where it relates to adjacent and existing structures on Dyer Street and create a clear and appropriate distinction between upper and lower portions of the building in a practical way that is in harmony with the spirit and intent of the requirement; and

RESOLVED: That the approvals granted herein are expressly conditioned upon Fane's future compliance with all conditions and requirements embodied in the Conditional

Approval and/or the Purchase Agreement, and are expressly conditioned on Fane's implementation of the specific Design Plans presented at the Public Hearing, including the aforementioned Special Features, without any material deviation therefrom; and

RESOLVED: The approvals granted herein are made by the Commission in its dual capacity and authority under the Act, and, to the extent applicable, controlling, or superceding, its authority in relation thereto under the Special Economic Development District Enabling Act; and

RESOLVED: That each of the Chairperson and the Executive Director in his or her individual capacity be, and each hereby is, authorized to execute and deliver a certificate of approval (the "Approval Certificate") to Fane or its nominee consistent with the foregoing Resolutions, and which Approval Certificate shall include, inter alia, reference to specific plans for and specific features of the Project.



Robert C. Davis, Chairman
October 16, 2019

EXHIBIT A

Special Features of Proposed Hope Point Tower

1. Building Massing and Site Configuration

- a. Building massing is comprised of two components: a podium that creates a contextual street wall along Dorrance and Dyer Streets and a sculptural tower that emerges from the roof of the podium.
- b. The ground floor of the podium includes retail space, the residential tower lobby, parking garage access, and a loading dock area. The arrangement of the spaces and the relative allocation of floor area is essential to the design of the building.
- c. The retail spaces face the ideal street and open space frontages (see 3a below) and the residential lobby entrances are mid-block, thus preserving the street corners for retail.
- d. The service/parking access takes advantage of the "L" intersection at the terminus of Dorrance Street to allow for truck maneuvering and the entrance and exit of vehicles (restricted to residents of the building) away from the new transit system with dedicated bus lanes.
- e. The upper floors of the podium (floors 2-6) are a parking garage accessed by a series of stacked ramps.
- f. The entire area of the roof of the podium is landscaped with both planted and hardscape areas. In addition, a trellis structure is located on the southwest corner of the podium rooftop garden facing the pedestrian bridge.
- g. The tower is a trapezoid in plan with rounded corners. It is set back from the face of the podium 10 feet along Dyer Street, 16 feet along Dorrance Street, and 34 feet from the open space that flanks the CitiWalk path on the south side of the building. See the attached diagram.
- h. The floors of the tower have the same interior configuration, but the floor slabs extend beyond the window wall in different increments to create striking balconies that wrap around the building as the floors climb to the sky. This creates the overall asymmetrical sculptural form of building, its most distinguishing feature and the defining characteristic by which design approval is granted.

2. Façade and Material Treatment

- a. The tower form is predicated on the interplay of floor-to-ceiling glazing in the apartments and the glass railing that lines the exterior balconies of the tower. The effect is further enhanced by the use of frit glass with a changing density of white "pixels". This gradated frit creates a more translucent effect near the balcony floor and a more transparent effect towards the top edge of the railing.
- b. The soffits of the balconies have a smooth white finish, important to the overall sculptural effect that is created.

- c. The podium facades have a rich interplay of materials that break down the overall scale of the building at the street level and help tie the project to the new development across Dyer Street.
- d. The podium façade is comprised of two overlaid façade systems that help give the podium a sense of texture and depth because of the shadows the layered elements will generate.
- e. The outer layer is a series of frames that sit on metal clad columns with stone bases. The frames reference some of the proportions and materials of the Wexford Innovation Building, while complementing the sculptural tower above.
- f. The frames are organized into a rhythm of bays that include an orchestrated mix of materials, including two finishes of precast panels, dark grey metal louvers, and glazing with true mullions that are organized in an interesting large-scale running bond pattern.
- g. The depth of the precast panels give the frame components of the podium façade a sculptural presence, especially in contrast to the complementary taut glass skin used at the corners of the podium and over the building entrances.

3. Sidewalk and Park Level

- a. The distribution of retail spaces help contribute to the activation of the public realm. The smaller of the two spaces, facing the Dyer Street/Dorrance Street corner, is well-located for a café or restaurant with outdoor seating. Likewise, the larger retail space that faces CityWalk and the park will invite activity on the small plaza and behind the full height storefront.
- b. The use of accordion “café doors” where restaurants, cafes, retail stores and similar uses are located along the south façade will further enhance this sense of indoor-outdoor connectivity while encouraging the tenant to open up the space to the patio in good weather.
- c. By combining the service vehicle and parking entrances in a single vehicle access point off of Dorrance Street, disruptions to the public realm have been minimized.
- d. The incorporation of the transformer enclosure as part of the curvilinear façade treatment at the southwest corner is an ingenious way to disguise this necessary component of the project.
- e. The use of paving units that expand the surface of the sidewalk space along the shopfront, at the building entrances, at the Dyer Street/Dorrance Street corner, and for the plaza on the south side of the building helps expand the sense of the public realm and tie the building to the larger neighborhood.
- f. The inclusion of a patio area on public land along the south side of the building and adjacent to the CityWalk path will help activate the public realm and serve as an amenity for the abutting ground level tenant. Please note that the tenant will need to enter into a separate agreement to get permission to use the patio for outdoor dining.
- g. A lack of permanent barriers between the outdoor patio and sidewalk, as shown in the approved plans, is required in order to clearly communicate that the patio is a

public space (notwithstanding the understanding that a tenant may add temporary barriers as part of an agreement to operate an outdoor café).

- h. Low plantings on the south side of the patio allows for unobstructed views between people sitting on the patio and pedestrians and bicyclists on CityWalk.

EXHIBIT B

Podium and Tower Location Plan

