

I-195 REDEVELOPMENT DISTRICT

RESOLUTION REGARDING DISTRICT PARCEL 2

February 2, 2022

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 (the “State”) 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 dispose of properties owned by the District for development that will be beneficial to the State and the City of Providence and upon such terms and conditions as the Commission shall determine; and

WHEREAS: The Commission has received proposals and presentations from three (3) developers with respect to development of District Parcel 2; and

WHEREAS: After review and consideration of the proposals, the Commission has determined that it is appropriate to select a preferred developer for Parcel 2 and to negotiate a letter of intent with respect to such developer’s proposal; and

WHEREAS: The Commission has made certain findings with respect to the proposal of Urbanica which findings are attached hereto as Exhibit A and incorporated herein; and

WHEREAS: The Commission has determined that approval of any development of District Parcel 2 be subject to those conditions set forth on Exhibit A attached hereto and incorporated by reference (the “Conditions”); and

WHEREAS: After review and consideration of the proposals, the Commission has determined that the proposal of Urbanica to develop a mixed-use building on Parcel 2 best satisfies the goals of the Commission and its obligations under the Act.

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

RESOLVED: That Urbanica be selected as the preferred developer (the “Developer”) to develop a mixed-use building on Parcel 2 and that the District commence negotiation with the Developer of a letter of intent for the purchase and development of Parcel 2, including financial terms and performance dates, and subject to the Conditions.

EXHIBIT A

FINDINGS and CONDITIONS

Findings

1. The configuration of Parcel 2 reflects its use for decades as a portion of the layout of interstate I-195 with its narrow depth and somewhat elongated shape. Parcel 2 is also bisected by a 30' wide National Grid easement. As a result, Parcel 2 cannot support the typical floor plates for either laboratory or office use. The site configuration can support multi-family residential uses. Three experienced, well-respected developers of multi-family properties responded to the Commission's RFP and each has shown flexibility in making modifications to its design and the financial terms, including their commitments to include affordable or work- force units.

2. The State of Rhode Island issued bonds of approximately \$38 million to finance the infrastructure for the development of the I-195 District, of which approximately \$31 million was expended on the Michael Van Leesten Memorial Pedestrian Bridge and the seven acres of District parks adjoining the bridge. The Commission is expected to generate sales of District real estate sufficient to repay the bonds. The preferred developer has proposed a purchase price of \$ 2.04 million for a mixed-use rental project. The preferred developer has offered a substantial purchase price and has not requested any state subsidy.

3. The Commission, by law, is the owner and operator of the District parks and is charged with generating revenue to support their maintenance and operation. The Commission's financial plan for the operation and maintenance of the parks contemplates that the owners of completed buildings in the District will pay an annual assessment based on the rentable square foot area of their buildings at the current rate of \$0.44 per square (as adjusted for inflation) and that the contribution from Parcel 2 will exceed \$50,000.00 per year.

4. The Commission recognizes the prominence of the Parcel 2 within the urban context. Given this, a high standard of design is essential, including high quality architectural materials. A building of a certain scale is required to provide sufficient economies of scale and revenue generation to support the inclusion of higher quality materials and more expensive design details that are fitting for a site of this importance. The preferred developer has reflected these considerations in its submitted design.

5. The Commission recognizes the shortage of affordable and work-force housing in Rhode Island and expects new multi-family housing developments in the District to provide some amount of either affordable or work-force housing (or a combination of them). The capital structure for larger projects has the flexibility to accommodate a greater number of units devoted to these purposes. The preferred developer has proposed 12 affordable units (60% AMI), proposed as live/work units for artists.

6. The Commission recognizes the established urban planning principle that substantial residential developments, with significant retail and restaurant streetscape, when situated adjacent to the parks, enhance the use and safety of the parks and the adjoining neighborhoods. The proposal of the preferred developer responds to this principle with a mixed-use building.

The preferred developer has significant experience in developing multi-family developments with a mix of residential and streetscape restaurant and retail uses.

7. The Commission recognizes the importance of ground floor activation on Parcel 2 given its frontages on existing commercial streets. Ground floor activation on South Water Street also helps to activate the park. The preferred developer has experience with mixed-use developments and has proposed extensive ground floor activation along South Water Street. Their design includes multiple building entrances along South Main Street to help activate that street edge, along with a proposed gym at the intersection of Dollar Street and South Main Street. The scale of the building proposed enables subsurface parking, which maximizes the potential activation of the ground floor.

8. As part of the review and approval process under the District's Development Plan, the Commission will undertake an intensive review of the design of the project offered by the preferred developer following this selection process. The review process will include a preliminary (concept) and final phase during each of which the Commission's design review panel will play a significant role and there will be an opportunity for public input.

9. The Commission recognizes that there are concerns about the availability of parking in and adjacent to the District's land on the east side of the river and the Commission will undertake a parking study and bear its conclusions in mind in conducting its review of the preliminary and final plans for the development of Parcel 2.

10. The Commission recognizes that concerns have been expressed about the potential presence of archeological artifacts on Parcel 2 and the Commission will retain a consultant to review these concerns and provide appropriate guidance to the Commission in responding to them.

11. The Request for Proposals issued by the Commission for the development of Parcel 2 included nine distinct evaluation criteria to be considered when selecting a developer. The criteria are listed in Appendix A. The Commission has evaluated how each proposal responded to these criteria and has selected the developer that it feels best responded to these criteria cumulatively.

Conditions

1. The preferred developer shall make further revisions to building design to better interface with College Hill and Fox Point neighborhoods. Among the possibilities:
 - a. Step down building height along Dollar Street and South Main
 - b. Consider all design alternatives that would maximize the ability of the National Grid easement to visually break down the massing and/or preserve views
 - c. Enhance prominence of South Main/Dollar Street elevations so they do not appear as the "back" of the building

d. Explore material choices to help bring down the visual scale of the buildings, including increasing transparency, incorporating visually lighter materials at the top of the buildings and heavier materials at the bottom, etc.

2. Prior to the submission of its plans to the Commission for preliminary (concept) approval, the preferred developer shall meet with Commission's design review panel to obtain the panel's recommendations for the preferred developer's inclusion of the foregoing conditions into the design of the project and enhancement of the project's green space.

3. Provide more detail on proposed parking plan for residents and visitors to the project, informed by the Commission's parking study.

4. The preferred developer shall submit a shadow study as part of its concept plan application

5. The Commission will also encourage the preferred developer to meet with the Parcel 2 abutters to better understand concerns relative to project design and massing.

6. In addition, each of the Jewelry District Association, the Fox Point Neighborhood Association and the Downtown Neighborhood Association will be given an opportunity to designate a representative with a professional background in urban planning, urban design, and/or architecture to participate in one or more working sessions with the design review panel and the Commission's design consultant prior to the formal submission to the Commission of the concept and final design plans for the development.

7. Prior to the submission of its preliminary (concept) plan to the Commission the preferred developer will meet with representatives of the State Office of Historic Preservation.

Appendix A

Parcel 2 RFP Evaluation Criteria

- Programs that contribute to the overall mission of the District
- If housing is proposed, inclusion of an affordable or workforce housing component
- Design and site plans that enhance the urban environment
- Uses that activate the park, pedestrian bridge, and surrounding streets
- Relevant experience of the development team
- Financial feasibility, including amount of incentives required (if any)
- Readiness to proceed, particularly level of capital source and/or tenant commitments
- Project teams that include women owned or minority owned business enterprises
- Evidence of community support