SECTION 12.1.4.4.
PLANNED DEVELOPMENT DISTRICT ZONING PROVISIONS
(Applicable to Area B of the Burlington Corporate Centre Planned Development District)

Article 1 - Statement of Purpose:

The following Planned Development District Zoning Provisions (hereinafter, the "PDD Zoning Provisions") shall, pursuant to Section 12.1.1 of Article XII of the Zoning By-Laws of the Town of Burlington, Massachusetts (hereinafter, the "PDD Bylaw") and except as provided below, govern the development of 80-82 Cambridge Street, Burlington, Massachusetts shown as Map 41, Parcel 44-1 and Assessors Map 41 Parcel 41-0 as more particularly described in Exhibit "C" annexed hereto, (hereinafter, the “Cambridge Street Premises” and “Area B” of the PD Premises) in a manner that:

- Advances a combination of complementary uses on a specific tract of land; and
- Advances coordination with surrounding property uses; and
- Mitigates traffic impacts; and
- Facilitates future re-development in a manner consistent with the Town’s objectives to provide a “pathway” to the Town and the Town Center; and
- Facilitates a unified and responsive planning template that otherwise would not be available under traditional zoning regulations.

The Cambridge Street Premises, which comprises Area B of the Concept Plan as further defined below, shall be developed in accordance with the M11 Realty plan (hereinafter known as the “M11 Realty Concept Plan”), dated December ____, 2013 entitled “Burlington Centre Project – Proposed Concept Plan M11 REALTY, LLC”; prepared by BSC Group, 15 Elkins Street, Boston, Massachusetts 02127. This M11 Realty Concept Plan, together with all other materials submitted pursuant to Section 12.2.0 of the PDD By-Law, filed by M11 Realty, LLC, a Ohio limited liability company (hereinafter, the "Developer"), amending that certain Concept Plan (the “Original Concept Plan”) for Planned Development District (“PDD”) otherwise known as the Burlington Corporate Centre Planned Development District, approved by Town Meeting on January 25, 1988, amended by the May 1993 Town Meeting, and further amended by the September 2000 Town Meeting described as lying North of Route 128, and South of Rita Avenue, between Cambridge Street (Route 3A) and Fieldstone Drive, with frontage on Cambridge Street, (hereinafter, collectively, the "PD Premises" and which is divided into “Area A” and “Area B” of the PD Premises).
These PDD Zoning Provisions, including all materials cumulatively submitted to and approved by a Town Meeting in connection with Original Concept Plan, are collectively referred to herein as, the "Concept Plan".

The PDD District consists in the aggregate of approximately 82.34 ± acres and is divided into two (2) development areas identified as Area A and Area B. To the extent that the Concept Plan does not address an issue of zoning, the development of the PD Premises with respect to any such issue shall be governed by the applicable Zoning Bylaws of the Town of Burlington, Massachusetts; provided, however, anything in the foregoing to the contrary notwithstanding, all provisions of the Burlington Corporate Centre Planned Development District approved by Town Meeting on January 25, 1988, amended by the May 1993 Town Meeting, and further amended by the September 2000 Town Meeting remain unchanged\(^1\) and shall continue to govern the development of Area A.

**Article 2 - Use Regulations:**

The Concept Plan allows the maximum commercial development of Area B of the PD Premises at 58,000 square feet, (excluding parking facilities and portions of buildings containing parking facilities), including, but not limited to, use as a luxury automobile dealership, with accessory uses and services related to the aforementioned principal uses. The term “Luxury Automobile Dealership” is defined in Article 7 hereof.

Until such time as the Developer elects to commence development (i.e., obtains the necessary permits and approvals and commences construction) of Area B as provided on the Concept Plan, the structures and uses in existence as of the effective date of the PDD Rezoning of Area B may be continued and such existing uses shall be in addition to, and not in lieu of, the uses

\(^1\) All provisions of the Burlington Corporate Centre Planned Development District approved by Town Meeting on January 25, 1988, amended by the May 1993 Town Meeting, and further amended by the September 2000 Town Meeting remain unchanged and shall continue to govern the development of Area A of the PD Premises including the following:


(ii) The Special Conditions for Planned Development District and Planned Development District Zoning Provisions pertaining exclusively to the Burlington Centre Planned Development District, as modified by the September 2000 Town Meeting, existing and in effect on the date of adoption by Town Meeting Burlington Centre Planned Development District in accordance with the terms and procedures set forth in said documents, exclusive of Area B.

(iii) The Burlington Corporate Centre Planned Development District Zoning Provisions (hereinafter, the "PDD Zoning Provisions") noted above shall, exclusively govern the development of the Burlington Corporate Centre Planned Development District Zoning Provisions (the "PD District"), including all material submitted to and approved by September 2000 Town Meeting, exclusive of Area B.
permitted under these PDD Zoning Provisions and any existing structures located thereon may be renovated, increased or reduced in size during such period subject to the approval of the Planning Board.

The complete listing of permitted uses at the PD Premises is set forth in the Use Table annexed hereto as Exhibit “A”. Uses in a Wetland District shall be subject to the normal jurisdictional review of the Burlington Conservation Commission. All permitted uses at the PD Premises are subject to the issuance by other Town agencies or boards of all required licenses and approvals normally required for such use.

Within Area B of the PD District there shall be no restriction on combining different categories of uses within the same building or lot within Area B of the PD District other than those imposed by the State Building Code or other federal, state, or local regulations other than Zoning.

Article 3 - Density and Dimensional Requirements:

There shall be no density and dimensional requirements applicable to Area B of the PD Premises except and as summarized below:

1. The Developer of Area B of the PD Premises shall continue to have the benefit of Section 6.1.2 of the Zoning By-Laws to the extent that the PD Premises benefited from said Section as of the date of the adoption of the PD Zoning Provisions applicable as aforesaid to the PD Premises, and, further, Section 6.1.2 of the Zoning By-Laws shall be applicable to Area B of the PD Premises after the date of said adoption of the PD Zoning Provisions.

2. The following dimensional requirements shall be the exclusive dimensional requirements applicable to development of Area B of the PD Premises notwithstanding any contrary provisions in the Zoning By-Laws including any Overlay District now existing or hereafter adopted:

3. **PD DISTRICT AREA “B”**

<table>
<thead>
<tr>
<th>DIMENSIONAL REQUIREMENTS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Cumulative Land of the PDD</td>
<td>82.34 acres*</td>
</tr>
<tr>
<td>Building Envelope (square feet and percentage of the total land area).</td>
<td>See Exhibit D</td>
</tr>
<tr>
<td>Common and Open Space, if any (square feet and percentage of the total land area).</td>
<td>1.06 acres (20%)</td>
</tr>
<tr>
<td>Site Coverage of Buildings (square feet and percentage of the total land area).</td>
<td>58,000 – Luxury Automobile Dealership or Office</td>
</tr>
<tr>
<td>Area Covered by Impervious Surface</td>
<td>30.23 acres* (36.7%)</td>
</tr>
<tr>
<td>------------------------------------</td>
<td>----------------------</td>
</tr>
<tr>
<td>Impervious Surface Area (square feet and percentage of the total land area of the PDD).</td>
<td>4.23 acres (80%)</td>
</tr>
<tr>
<td>Building Surface Area Ratio</td>
<td>9.40 acres</td>
</tr>
<tr>
<td>Gross Floor Area in Area B (of non-residential buildings) Gross Floor Area of All Nonresidential Buildings.</td>
<td>58,000 sq. ft.</td>
</tr>
<tr>
<td>Floor Area Ratio if Applicable.</td>
<td>0.25 (maximum)</td>
</tr>
<tr>
<td>Provided Parking Spaces in Area B (off-street parking) Number of Off-Street Parking Spaces and, if Applicable, Loading Bays.</td>
<td>450 spaces (maximum)</td>
</tr>
<tr>
<td>Maximum Provided Parking Spaces Area B</td>
<td>100 Standard Parking Spaces (9’ X 18’)</td>
</tr>
<tr>
<td>Minimum Frontage</td>
<td>50.0'</td>
</tr>
<tr>
<td>Minimum Lot Area</td>
<td>10,000 sq. ft.</td>
</tr>
<tr>
<td>Minimum Front Yard</td>
<td>15.0'</td>
</tr>
<tr>
<td>Minimum Rear Yard</td>
<td>15.0'</td>
</tr>
<tr>
<td>Minimum Side Yard</td>
<td>15.0'</td>
</tr>
<tr>
<td>Maximum Building and Structure Height</td>
<td>80.0'</td>
</tr>
</tbody>
</table>

4. The maximum commercial development of Area B shall not exceed 58,000 square feet, which shall exclude parking facilities and portions of buildings containing parking facilities which may be allotted for permitted use in Area B.

5. There shall extend across the rear of every building or structure in Area B of the PD Premises an open area of at least ten (10) feet for firefighting purposes unless waived by the Chief of the Fire Department. Rear Yard shall be measured from the exterior plane of each building face excluding roof overhangs.

6. Side Yard shall be measured from the exterior plane of each building face excluding roof overhangs.

7. Building height shall be measured in accordance with the Zoning By-Laws. The provisions of Section 5.2.0 concerning maximum height limitations adjacent to RO or RG land of the Zoning By-Laws shall not apply to the PD Premises within the area designated on the applicable Concept Plan within Area B.
Article 4 - Lot Lines:

Internal lot lines may be established pursuant to a subdivision plan to be filed in accordance with Massachusetts General Laws Chapter 41; Section 81K et seq. Lot lines may be altered from time to time in accordance with the procedures of Section 81P of Chapter 41 of the Massachusetts General Laws for so-called "Approval Not Required. Plans", and/or the applicable provisions of Sections 81K-81GG of Chapter 41 of the Massachusetts General Laws for any subdivision of the PD Premises. Any single lot may exceed one or more of the dimensional requirements contained herein so long as all of the lots in the district taken in the aggregate do not exceed any of the dimensional standards contained herein.

Article 5 – Area B Parking and Loading Regulations:

The following maximum parking allocations shall be applicable to parking at the PD Premises:

(1) There shall be no requirement for off street parking to be within 200 feet of the lot served by such parking provided such off-street parking is located on the PD Premises.

(2) The Planning Board, upon application of the Developer of Area B of the PD Premises or a portion thereof, shall be permitted, upon the grant of a Special Permit in accordance with Section 7.2.5.1 through Section 7.2.5.11 of the Zoning By-Laws, to alter the required parking allocations from time to time and such change shall not be deemed a material or substantial deviation from the Concept Plan as approved by Town Meeting.

(3) Typical parking space dimensions shall be as follows:

(a) Typical parking space -- 9' x 18'. The number of typical parking spaces proposed by a Developer for compliance with parking requirements for the principal and accessory uses applicable to a luxury automobile dealership use in Area B of the PD Premises may be determined by the Planning Board during the Special Permit process. The aggregate number of such typical parking spaces approved for luxury automobile dealership use in Area B shall not exceed 100 in number.

(b) Compact parking space -- 8' x 15'. The percentage of Compact spaces proposed by an owner/developer for compliance with parking requirements relating to the principal and accessory uses in Area B of the PD Development may be determined by the Planning Board during the Special Permit process.

(c) Handicap Accessible Spaces -- 13' x 18', inclusive of 5' access aisle, or as otherwise required by applicable federal or state law or regulations governing and controlling such design.
(d) **Handicap Van Accessible Spaces** - 16' x 18', including an 8' access aisle, or as otherwise required by applicable federal or state law or regulations governing and controlling such design.

(e) **Vehicle Storage Spaces – 8' x 15'**. The number of Vehicle Storage Spaces proposed by a Developer for compliance with parking requirements for the principal and accessory uses applicable to a luxury automobile dealership use in Area B of the PD Premises may be determined by the Planning Board during the Special Permit process. The aggregate number of such vehicle storage spaces approved for luxury automobile use in Area B shall not exceed 350 in number.

5. Parking structures or garages for more than three (3) vehicles in Area B of the PD Development shall not be included in calculating the Maximum Aggregate Building-to-Ground Area Percentage (pursuant to Section 5.2.0 of Article V) of the PD District within which it is built, and shall be subject to the provisions of Article IX, Section 9.2.0.

**Article 6 - Building Locations:**

The Plan dated Dec. ______, 2013, entitled “Burlington Centre Project – Proposed Concept Plan M11 REALTY, LLC”; prepared by BSC Group, 15 Elkins Street, Boston, MA submitted as part of the Concept Plan (hereinafter, the "Development Plans") denote certain building envelopes wherein proposed structures are to be located. The Developer of Area B of the PD Premises or any portion thereof shall be permitted to locate and relocate buildings and modify building footprints within the building envelopes shown on the Development Plans subject to compliance with these PD Zoning Provisions (including, without limitation, the construction of above ground parking structures, the result of which is to relocate under building parking or separate structures with decks shown on the Development Plan, provided such construction occurs within the building envelope shown on the Development Plan) and such relocations shall not be deemed a substantial deviation of the Concept Plan.
Article 7 - Definitions:

Except as provided below or herein including, without limitation, the Use Table (Exhibit "A"), defined terms shall have the same meanings as in the Zoning By-Law. The following terms shall have the following meanings in the PD District and shall govern the PD Premises:

1. **Frontage.** For purposes of these PD Zoning Provisions, "Frontage" shall mean the line adjacent to: (a) any internal site drive of any length which connects (directly or indirectly) to a way described in sub-clause (b), (c) or (d), below, said way having been approved by the Planning Board of the Town pursuant to Section 12.2.4 of the Zoning By-Laws as part of any PD Special Permit and Site Development and Use Plan; or (b) a public way which the Town Clerk certifies is maintained and used as a public way; or (c) a way shown on a plan theretofore approved and endorsed in accordance with the subdivision control law; or (d) a way in existence when the subdivision control law became effective in the Town of Burlington, having, in the opinion of the Planning Board, sufficient width, suitable grades and adequate construction to provide for the needs of vehicular traffic in relation to the proposed use of the land abutting thereon or served thereby and for the installation of municipal services to serve such land and the buildings erected or to be erected thereon. Frontage shall be measured in a single, continuous, uninterrupted line along a street or streets.

2. **Lot.** A parcel of land used or set aside and available for use on the site of one or more buildings, and buildings accessory thereto, or for any definite purpose in one (1) ownership, having frontage as described above, and may be divided by a street or way and may include any land within the limits of a public or private way upon which such lot abuts. A lot for purposes of these PD Zoning Provisions may or may not coincide with a lot of record.

3. **Luxury Automobile Dealership** shall mean a location that meets all of the following: (1) an established place of business which is being used or will be used primarily for the purpose of selling, buying, displaying, repairing, and servicing new luxury motor vehicles, such as Acura, Aston Martin, Audi, BMW, Bentley, Cadillac, Ferrari, Infiniti, Jaguar, Lamborghini, Land Rover, Lexus, Lincoln, Lotus, Maserati, Maybach, Mercedes-Benz, Volvo, Porsche, and Rolls-Royce lines of automobile; (2) operated by a licensed franchised dealer of only one make of automobile where all models of said make are marketed as “luxury vehicles” and defined as such by Kelly Blue Book, Ward’s Automotive Group U.S. Market Segmentation, or other nationally recognized resource for prices, values and reviews of new luxury automobiles; (3) which is primarily engaged in the sales or leasing of luxury automobiles that are in the possession of the manufacturer, distributor, or wholesaler, or has been sold to the holders of a valid sales and service agreement, franchise, or contract, granted by the manufacturer, distributor, or wholesaler for the sale of the make of new vehicle, which is new, and on which the original title has not been issued from the franchised dealer;
and, (4) where such new automobiles sold at the Luxury Dealership location have an average sticker price that exceeds the "Baseline Price." The Baseline Price for calendar year 2013 is established as $55,000, which sum is reflective of the estimated average vehicle price for all new luxury automobiles sold at the dealership site. The Baseline Price will be adjusted as of January 1 of each calendar year thereafter, and will be set as the prior year's Baseline Price multiplied by the sum of 1 plus the prior year's percentage increase or decrease in the annual average Producer Price Index for New Car Dealers, as published by the Bureau of Labor Statistics.

4. **Open Space.** That portion of land that is landscaped, or if wooded, left in a natural state.

In the event of any conflict between the aforementioned definitions and the definitions in the Zoning Bylaws, the definitions contained herein shall govern and control.

**Article 8 - Signage:**

For purposes of signage, Area B of the he PD Premises shall be governed by and subject to the following signage requirements and limitations:

1. **General Administration.** All signage permits and applications shall comply with Section 9.2.0 of the PD Zoning Bylaw.

2. **Special Sign Permit.** The Zoning Board of Appeals may vary the provisions of these sign provisions in specific cases which appear to them not to have been contemplated by these PDD Zoning Provisions and in cases where enforcement of these provisions of the PDD Zoning Provisions would involve practical difficulties or unnecessary hardship, if in each instance desirable relief may be granted without substantially derogating from the intent and purpose of this section of the PDD Zoning Provisions but not otherwise. Any decision to vary the provisions of this section of the PDD Zoning Provisions shall be pursuant to a Special Sign Permit decision issued by the Zoning Board of Appeals after a properly noticed public hearing and shall specify any sign alteration allowed and the reasons therefor. Each decision of the Zoning Board of Appeals shall be filed with the Office of the Town Clerk within fourteen (14) days after the hearing and a copy of the decision shall be sent by mail or delivered to the applicant and any other persons appearing at the hearing or so requested in writing.

3. **Temporary Signage.** Temporary Signage advertising rental, lease or sale of the Premises which shall be twenty-four (24) sq. ft. or less shall be permitted. A temporary sign erected during construction of a building shall be forty-eight (48) sq. ft. or less and ten (0) ft. or less in any dimension.
4.  **Allowed Signage.** All allowed signage within Area B of the PD Premises shall be as defined within Section 13.1 of the PD Zoning Bylaw, except as otherwise noted below:

(a)  **Wall Signs** - Any sign attached to, erected against, or painted onto a wall or a building with the exposed face of the sign in a plane parallel to said wall. A Wall Sign shall not exceed four (4) feet in height and shall be less than twenty-six (26) feet in length.

(b)  **Freestanding Signs** - Freestanding Signs shall be permanently affixed to the ground through the means of a stone wall, foundation or other decorative device. The total square footage of the Freestanding Sign shall not exceed thirty square feet. This maximum sign area shall not include the sign foundation or other decorative or architectural feature. Further, no Freestanding Sign shall be permitted within ten (10) feet of any property line, or a public or private way, nor shall said sign be permitted to impede vehicle sight distance. Any sign foundation shall not exceed six (6) feet in height unless a Sign Special Permit is issued by the Board of Appeals.

(c)  **Directional and Traffic Safety Signs.** The size of signs indicating “Entrance”, "Exit", "Parking", street names or similar traffic directional information as well as their location shall be approved by the Building Inspector in consultation with the Police Department, as applicable.

(d)  **Marquee Signs** – A Marquee Sign shall only be attached to the sides or front of a marquee and shall be seven (7) ft. or more above the ground. The sign shall be six (6) feet or less. An individual letter sign shall be two (2) feet or less in height.

(e)  **Roof Signs** – One roof sign shall be permitted for each building, but no sign shall be permitted for a building exceeding eighty (80) feet in height. A roof sign shall be ten (10) feet or less in height and shall not exceed 100 sq. ft. An individual letter roof sign shall be six (6) feet or less in height.

(f)  **Projecting Signs** – One sign shall be permitted for each business. The sign shall be four (4) ft. or less in height and shall not project more than six (6) feet from the face of the building, nor closer than fifteen (15) feet from the property line.
Article 9 - Lighting:

The purpose of this section is to encourage quality light design while providing a sense of safety and security. A Developer shall consider the following standards when designing a lighting plan:

1. The use of lighting should be integrally designed as part of the built environment and should reflect a balance for the lighting needs with the contextual ambient light level and surrounding nighttime characteristics which are appropriate for the uses.
2. The lighting designers shall consider utilizing lighting designs with automatic controls systems wherever possible.
3. A lighting plan, as applicable, shall be included with any Site Development and Use Plan/Special Permit. Architectural lighting may be utilized to highlight special site features and areas.
4. Landscape lighting may be utilized to accent landscaping and special site features.

Article 10 - Administration and Procedures:

A. **PD Special Permit**

1. Any Special Permit required under the Zoning By-Laws or the PD Zoning Provisions with respect to the PD Premises shall be under the jurisdiction of the Planning Board or Special Permit Granting Authority of the Town in accordance with the then applicable special permit procedures of the Planning Board or Special Permit Granting Authority. The granting of any individual Special Permit under Section 12.2.0 of Article XII of the Zoning By-Laws shall be deemed to constitute compliance with the provisions of Article XII of the Zoning By-Laws.

2. The provisions of these PD Zoning Provisions shall supersede and take precedence over any requirements as to site plan review and approval under the Zoning By-Laws and shall exclusively govern the Development of the PD Premises in accordance with the M11 Realty Concept Plan.

3. Any substantial change or amendment to the Concept Plan shall be effectuated in accordance with the provisions of Section 12.4.0 of the Zoning By-Laws.

4. The Planning Board, in granting any PD Special Permit, may attach such conditions and safeguards as it deems necessary to support its findings.
Article 11 - Miscellaneous:

1. In recognition of the intent and purpose of Article XII of the Zoning By-Laws which is to permit considerable flexibility in the development of individual tracts of land, in the event of: (i) any conflict between the provisions of these PD Zoning Provisions and the Zoning By-Laws or any other by-law or regulation of the Town; or (ii) any ambiguity under the PD Zoning Provisions, such conflict or ambiguity shall be resolved or construed by the Planning Board in a manner consistent with and to permit satisfaction of the development intent described in the M11 Realty Concept Plan.
EXHIBIT A
USE TABLE

See Attached Exhibit A
EXHIBIT B
CONCEPT PLAN

See Attached Plan
EXHIBIT C
METES AND BOUNDS PREMISES DESCRIPTION

AREA B

Lot 94-0 & Lot 94-1

A certain parcel of land situated on the easterly side of Cambridge Street in the Town of Burlington, County of Middlesex, Commonwealth of Massachusetts and more particularly bounded and described as follows:

Beginning at a point on the easterly sideline of said Cambridge Street, said point being the northwesterly corner of the herein described parcel; thence

N63°15'00"E in part by land now or formerly of International Church of God and in part by land now or formerly of Paul G. Roiff a distance of four hundred eighty two and fifty seven hundredths (482.57) feet to a point; thence

N89°18'31"E a distance of two hundred seventy four and sixty one hundredths (274.61) feet to a point; thence

S23°40'55"W a distance of three hundred twenty five and forty two hundredths (325.42) feet to a point; thence

S39°17'27"W a distance of twenty four and ninety eight hundredths (24.98) feet to a point; thence

S45°59'13"W a distance of two hundred forty eight and nineteen hundredths (248.19) feet to a point, the previous four (4) courses and distances by land now or formerly of Corporate Drive Nominee Realty Trust; thence

S46°05'24"W by land now or formerly of Cosman Realty LP a distance of sixty six and ninety four hundredths (66.94) feet to a point; thence

N70°31'15"W in part by said land now or formerly of Cosman Realty LP and in part by land now or formerly of JM & ET Realty Trust a distance of one hundred fifty three and thirty two hundredths (153.32) feet to a point; thence

S67°57'01"W by said land now or formerly of JM & ET Realty Trust a distance of one hundred thirteen and forty eight hundredths (113.48) feet to a point; thence
N15°02’32"W by the easterly sideline of said Cambridge Street a distance of three hundred eighteen and seven hundredths (318.07) feet to the point of beginning.

The above described parcel of land contains an area of 230,389 Square feet, more or less, or 5.29 Acres, more or less, and is more particularly shown as Town of Burlington Assessors Map 41, Lot 94-0 and Lot 94-1.
EXHIBIT D
CONCEPT PLAN / BUILDING ENVELOPE

See Attached Plan