

Southfield Redevelopment Authority
Board of Directors Meeting
Tuesday, December 17, 2019 @ 6:00pm
Humanities Center, Weymouth High

Directors Present: Tom Henderson, Chairman
David Rubin, Vice-Chairman
Pat O'Leary, Clerk
Brittany Besler
Kelli O'Brien-McKinnon
Chris Primiano
Kevin Donovan

Not Present: Robert Rizzi

Also Present: Jim Young, Land Use Administrator
Eric Hart, Treasurer
Bob Galvin, SRA Attorney

Chairman Henderson called the meeting to order at 6:00pm and explained that this meeting is for a public presentation by one of the applicants for master planning and development services at Union Point. He also explained that Ch. 291 of the Acts of 2014 established the Southfield Redevelopment Authority (SRA). The Master Developer Request for Proposal (RFP) process is the first of its kind for the SRA. He said the Union Point project has been successful in many ways and has had an annual tax benefit of over \$2.4 million to Weymouth, \$285,000 to Rockland and \$28,000 to Abington. He noted that the current Board did not hire the previous Master Developers, and that three new Master Developer proposals were received, but one application was disqualified as it did not meet the minimum qualifications as determined by the Screening Committee.

Chairman Henderson introduced the Brookfield Properties team.

Master Developer Finalist Presentation

-Brookfield Properties

Appearing before the Board were Adrian Foley, President and CEO, and Jon Moore, Business Development and Strategy, of Brookfield Properties, North America.

Mr. Foley said Brookfield Properties is the main capitol and driving force behind the development. He said he believes they are the right development partner for Union Point. He said their company leaves decisions to local teams, and integrity is at the core of every decision they make. It's all about long-term partnerships and relationships; who they are and their treatment of people is defended with a passion.

Mr. Foley said they currently have \$4.5 billion invested in Massachusetts, and they have a strong desire to grow their footprint in the Boston market.

Mr. Moore, stated that their company has been in operation for over 120 years. He said the value of their enterprise is \$100 billion across publicly traded companies; it is a large, well-capitalized company. He said, unlike other companies, they are vertically integrated in all types of real estate sectors in which they buy, develop, build, manage, and finance. He said this will likely come into play at Union Point. He said Brookfield manages \$500 billion in assets, of which \$200 billion is in real estate assets. Brookfield is considered, by most, as the largest real estate investor and owner/operator in the world. Brookfield Properties has:

- 450 million sq. ft. in commercial space
- 60,000 managed apartments
- 40 million sq. ft. under construction
- 19,000 employees, of which 1,500 focus on development
- 50 Master Plan communities that have been, or are being, developed

Mr. Moore introduced:

- Randy Johnson, 30-year veteran at Brookfield with experience at Playa Vista in Los Angeles
- Amy Arentowicz, former general counsel of Hudson Yards in New York, the largest urban, mixed-use redevelopment complex in the U.S.
- Local partners, John Twohig of New England Development, and Tony Green of Green Southfield, both of whom will steer the day-to-day process

New England Development

- Really active in multi-use developments

Green Southfield

Tony Green is currently Managing Partner at Pinehills, in Plymouth, MA. Mr. Green will lead the local team.

The Dream Team

Mr. Moore said this team has extensive experience, with hundreds of projects (MIT, Navy Yard, Manhattan-West, Pier 70 in San Francisco, and Pinehills in Plymouth) that show the capabilities that will be required at Union Point. Many of these deals were multi-billion dollar deals and game-changers in their respective markets.

Financial Strength

Brookfield Properties operates in 30 countries with 2/3 of their business in the U.S.

- \$66 billion – Infrastructure Business
- \$50 Billion – Renewable Power
- \$64 Billion – Private Equity Business
- \$122 Billion – Oaktree

Mr. Green said it is time to bring Union Point into the present, and the future. He said the site doesn't work, largely due to the cost of new infrastructure. He said they are here to fund a solution to Union Point by first understanding how to create the best Master Plan possible that will provide the public with those benefits most valued in the three host towns.

The Pinehills in Plymouth, MA

Mr. Green said The Pinehills was built in 1997. It has 3,243 acres, 3,065 homes, 1.3 million sq. ft. of mixed-use, and 70% open space and common facilities. Infrastructure improvements include wastewater, water, 40 miles of roads, 8 miles of new gas lines, new power, and new cable. Today there are 2,700 residents, 65% of business comes from the outside, and it generates \$1.35 billion in assessed tax base. It pays the Town of Plymouth, net, \$22 million in taxes; more than the Pilgrim Power Plant ever did. A Plymouth consultant said Pinehills has had the greatest return he has ever seen, and between 2002-2017 it generated \$160 million in cumulative net tax revenue. Mr. Green said Pinehills is one of the most celebrated examples of thoughtful community planning and design in the U.S.

Mr. Green noted that over the last 22 years, Pinehills has had the same Master Developer and Bank (Bank of America). He said Brookfield Properties is an amazing company; large, smart, well-funded, yet incredibly entrepreneurial, adding that they are the right lead partner.

New England Development (NED)

John Twohig said he began working, as a lawyer, for the founder, Steve Karp, in 1986. Originally named Regional Shopping Mall Development, which built Liberty Tree Mall, North Shore Mall, and every mall in New Hampshire; that company was later sold to Simon Property Group.

Mr. Twohig then listed the challenges at Union Point, including:

- Existing conditions
- Ownership structure
- Financial feasibility
- Environmental remediation
- Infrastructure creation
- Substantial debt
- Labor relations
- Lots of state agencies
- Water and sewer issues

Mr. Foley said their team is extremely well matched to this opportunity and they are fully engaged and prepared to execute and deliver. He said they will commit to:

- Working collaboratively to conclude the Exclusive Negotiation Agreement (ENA) process
- Working with all stakeholders to bring forward the Master Plan that represents the best development solution

- Putting in place the operational resources available to move the project forward
- Communicating openly and transparently along the way

Questions posed by members of the SRA Board:

Kevin Donovan, Abington representative, asked if they think the current enabling legislation is workable, or will it require technical changes.

Mr. Twohig said he thinks the legislation will have to be amended in terms of oversight, and that the project needs to be transparent.

Brittany Besler, Union Point resident, asked:

-What will be done regarding public safety?

Mr. Green said once there are workers on site, it will make a difference (people are better behaved when others are watching), and they will work with local law enforcement. There will be challenges but they have faced them before.

-Will you commit to always including resident representation in the future? Also, do you plan to subsidize home owner associations?

Mr. Green said, if it important to residents, they will discuss it.

-Will you use an exclusive home builder?

Mr. Green said it is healthy to have a mixture of builders.

Kelli O'Brien-McKinnon, Rockland representative, asked:

-How do you balance commercial and residential?

Mr. Green said it starts by going through the Master Planning process; clearly, both are wanted. He said today, the residential market is there, but they must build the commercial market. Together, (developer and residents) can determine the best way to accomplish that.

David Rubin, Union Point resident, Rockland joint-appointee and Vice-Chair asked:

-Will there be any development prior to a permanent infra-structure solution?

Mr. Twohig said some basic infrastructure issues have to be modified. They have to go back to the community and address issues of water and sewer. This is not a quick fix.

-Do you view this as a regional solution versus base specific?

Mr. Twohig said the state has moved to more regional support, so not to view it as regional might stall an opportunity to get financing from the state.

-What do you do if you find yourself in an economic recession in the middle of a project?

Mr. Moore said they match capital to the real estate in which they are investing.

Pat O'Leary, Weymouth appointed representative, asked:

-Have you done any market analysis on commercial opportunities?

Mr. Moore said they've done a market analysis and are looking at the best use at Union Point and the three towns. He said it will be hard work to figure out the optimum commercial use.

Chris Primiano, Weymouth representative asked:

-What is the hierarchy; who makes the ultimate decision?

Mr. Green said Brookfield Properties is the driving force. He said their style is to be engaged and involved.

They will have a board that will provide an annual business plan that will lay out yearly objectives, and the board will then have direction on executing those plans. They expect decisions will be made locally.

Mr. Moore said Brookfield will make the ultimate decisions.

Treasurer Eric Hart, asked:

-Will Brookfield Properties be purchasing the land at Union Point from Washington Capital?

Mr. Green said yes.

Britney Besler asked if they plan to have an on-site staff.

Mr. Green said yes.

Public Comments on topics discussed at this meeting:

Steve LeMott, 16 Thistle Lane, Union point resident, said he moved from Pinehills to become Union Point's first resident. He asked were there any useful ideas from the prior Master Plan designed by Elkus Manfredi.

Mr. Green said understanding the density that would fit at Union Point was helpful.

Jane Hackett asked:

-What can be done about amenities promised to the 3 host communities but were never provided.

Mr. Twohig said they will have to look at those provisions.

Mr. Green said they will need to provide those things that will attract residents, and which will pay for themselves so they can be made available for public use.

Mr. Logvinov of Parkview St., Union Point, asked:

-What is Brookfield's view on natural aesthetics?

Mr. Green said they are tree-huggers and there will be limits on what can be cut down.

Mr. Twohig said they look to lessen their carbon footprint.

Marty Katz, 53 Parkview St., Union Point, asked:

-What are their plans for the commuter rail?

Mr. Twohig said on a previous project they created a transit subsidiary opportunity to increase ridership and mobility. They don't have the answer at Union Point yet.

Maggie, 200 Trotter Road, Union Point, asked:

-Do they plan to provide any amenities for older residents, and if the veteran's memorial will be left untouched?

Mr. Green said a lot of discussions will be had with the Southfield Landowners Association (SLA) about what people want for amenities. This will be addressed during the Master Planning process. Regarding the memorial, Mr. Green said he couldn't understand why it wouldn't be discussed.

Heidi Anderson, Dorset Park, Union Point, asked if the noise around The Hangar could be look at, and asked about the multiple taxes and fees they have to pay.

Mr. Green said their job is to make sure people get their money's worth.

Dorothy Messier, Fairing Way, Union Point, brought up a few points:

- What about landscaping? She does not want to see a concrete jungle.
- She hopes they will address the limited options of only two ways of entering and leaving Union Point.
- She said water is always an issue.

Bob Luongo, Weymouth Planning Director, said he got a sense of how Brookfield will approach the problems and was happy he didn't hear solutions being given. He feels they understand what the strengths and weaknesses are (at Union Point) and feels they have the nerve to tell the towns and public what can happen. He asked: How do you execute the necessary documents while going through the planning process?

Mr. Green said they will need a lot of help to consider lots of choices. It will take time, and that is the way it should be done. He said the world won't be the same in 15 years, but they will have a process to respond to those changes.

Mr. Twohig said if the process and documents are done right, protections can be built in.

Mr. Wong, Trotter Road, Union Point asked:

-If it takes 38 months for planning, will there be no development during that time?

Mr. Green said it is 18-21 months for planning and permitting, and they want to be realistic.

Mr. Twohig said it is 18-21 months on any project to get an understanding and to rethink the permits; the quick fix does not work. They have invested their own money and they have a level of commitment.

Topics not reasonably anticipated by the Chairman 48 hours in advance of the meeting: none

VOTED: Motion of Brittany Besler, seconded by Pat O'Leary, to adjourn at 8:15


Patricia Fitzgerald, Recording Secretary


Tom Henderson, Chairman