



April 9, 2025 / Calendar No. 10

C 250099 ZSM
CORRECTED^{1, 2}

IN THE MATTER OF an application submitted by WRY Tenant LLC pursuant to Sections 197-c and 201 of the New York City Charter for the grant of a special permit pursuant to Section 93-58 of the Zoning Resolution:

1. to modify the retail continuity and transparency requirements of Section 93-10 (Use Regulations);
2. to modify the building locations, height and setback, street wall locations, street wall recesses, tower requirements and the measurement of building heights requirements of Section 93-56 (Special Height and Setback Regulations in Subdistrict F);
3. to modify the publicly accessible open spaces requirements of Section 93-75 (Publicly Accessible Open Spaces in Subdistrict F), the publicly accessible private streets and pedestrian ways requirements of Section 93-76 (Publicly Accessible Private Streets and Pedestrian Ways in Subdistrict F), the design criteria for the public access areas of Section 93-77 (Design Criteria for Public Access Areas in Subdistrict F) and the site and landscape public access area plans of Section 93-78 (Site and Landscape Plans for Public Access Areas in Subdistrict F); and
4. to modify the maximum width of curb cuts requirements of Section 13-242 (Maximum width of curb cuts);

in connection with a proposed mixed-use development on a zoning lot that occupies the entire block front along a wide street, located at 300 Twelfth Avenue and 675 West 30th Street (Block 676, Lots 1 and 5), in a C6-4 District, within Special Hudson Yards District (Subdistrict F).

This application for a special permit pursuant to Section 93-58 of the Zoning Resolution (ZR) was filed by WRY Tenant LLC on November 4, 2024, to facilitate the construction of a mixed-use development of approximately 5.7 million square feet of commercial, residential, and community facility floor area and approximately 5.63 acres of public open space, inclusive of 1.05 acres on the High Line. An additional 0.67 acres of public access area would be created by

¹ The report (C 250099 ZSM) has been administratively corrected on May 8, 2025. The original report inadvertently referenced a commissioner voting twice and did not record another commissioner's vote.

² The report (C 250099 ZSM) has been administratively corrected on May 27, 2025. The May 8, 2025 corrected report inadvertently omitted the attachments included in the original report, including the community board and borough president recommendations and the amended Restrictive Declaration.

the Commission making further modifications. The development is on a site bounded by West 33rd Street, Eleventh Avenue, West 30th Street, and Twelfth Avenue in Manhattan Community District 4.

RELATED ACTIONS

In addition to the application for a special permit that is the subject of this report, implementation of the proposed project also requires action by the City Planning Commission (CPC) on the following application, which is being considered concurrently with this application:

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| N 250098 ZRM | Zoning text amendment to Section 93-58 to allow for modifications to Section 93-10 (Use Regulations), 93-70 (Public Access Requirements for Special Sites), 12-242 (Maximum width of curb cuts), and allow the Commission to establish an appropriate level or levels as the reference plane for applicable regulations relating to the building heights within Subdistrict F. |
| C 250024 MMM | City Map change for the establishment of the majority of West 33 rd Street between Eleventh and Twelfth Avenues at higher elevations. |
| M 250100 LDM | Modification of a previously approved Restrictive Declaration to reflect the proposed project facilitated by the special permit, including a public access easement. |

BACKGROUND

Project History

For decades, the Western Rail Yard site (WRY), one half of the West Side Yard, has been the focus of several planning and redevelopment initiatives. Development of the space above the entire West Side Yard has been a long-standing goal of the Metropolitan Transportation Authority (MTA). In 1986, when the site was redeveloped by the Triborough Bridge and Tunnel Authority for use by the Long Island Rail Road (LIRR), the tracks were spaced to allow for

future columns to support development above the tracks. At approximately 570,000 square feet, the project site comprises one of the largest open sites in Manhattan.

In 2005, the City adopted the Hudson Yards rezoning (N 040500(A) ZRM, *et al.*) on the Far West Side of Midtown Manhattan to facilitate and guide the development of an environmentally beneficial, transit-oriented business and residence district by coordinating high-density development with expanded mass transit facilities, and improved pedestrian circulation. The new district was also established to provide an open space network and provide flexibility of architectural design within limits established to assure adequate access to light and air and thus to encourage more attractive and economic building forms. While the Eastern Rail Yard (ERY) site, which is the eastern half of the MTA's West Side Yard and adjacent to the WRY site across Eleventh Avenue, was included in the Special Hudson Yards District and rezoned, the WRY site was not included in the Special District and was not rezoned. At the time, the New York State Empire State Development (ESD) proposed it as a location for a New York Jets Stadium/Multi-Use Facility, but the proposal was ultimately withdrawn.

Following that effort, the MTA, Hudson Yards Development Corporation, and the Department of City Planning (DCP) held a series of workshops, forums, presentations, and meetings in consultation with various City and State agencies, civic groups, and other organizations, to create a new plan for the WRY site. This process yielded several urban design principles, including the development containing a mix of uses, the buildings organized around at least five acres of open space, varied tower heights to help ensure a dynamic contribution to the city skyline, an active and pedestrian-friendly streetscape, and connecting the site to the High Line. The guidelines contemplated a density of 10 FAR for the site, plus a density bonus for the provision of on-site permanent affordable housing and a floor area exemption for the inclusion of a public school on the WRY site.

In 2007 the City of New York and the MTA entered into a Memorandum of Understanding (MOU) concerning various matters relating to the development of the WRY site. The City agreed to support a rezoning application for WRY site based on the design guidelines and included the density bonus for on-site permanent affordable housing, and a floor area exemption for a public school. In order to address the costs of construction over the active rail yard and

provide much-needed affordable housing, the City also agreed to contribute \$40 million dollars toward the development of two City-owned sites located north of the WRY site in Community District 4 (CD4) for permanently affordable housing. The MTA issued a Request for Proposals (RFP) for the lease of, with an option to purchase, air rights and related real property interests for development over the WRY site, as well as a separate RFP for the adjacent ERY site. The primary objectives articulated by the MTA were to maximize revenue for its capital plan and to assure safe, uninterrupted LIRR service at the site. A further goal was to promote excellence in architecture, urban design, and sustainability in keeping with the City's vision for the economic development and revitalization of the Hudson Yards area. The MTA selected RG WRY LLC's proposal in 2008.

In 2009, the City adopted a rezoning and other related land use actions (collectively, the “2009 Rezoning”) sought by DCP, the Department of Housing Preservation and Development (HPD), and RG WRY LLC to facilitate the redevelopment of the WRY site with a 5.7 million-square-foot, mixed-use project on a platform to be built above the rail yard (C 090433 ZMM, *et al.*). The WRY site was rezoned from an M2-3 zoning district to a C6-4 zoning district and designated as the new Subdistrict F of the Special Hudson Yards District, allowing a maximum of 10 FAR overall on the site, with the maximum FAR for residential and commercial uses limited to 8 FAR and community facility uses limited to 2 FAR. The proposed project included a network of publicly accessible open spaces totaling approximately 5.4 acres, as well as two publicly accessible private streets extending West 31st and 32nd Streets. The proposed project included approximately 1.1 to 1.4 million square feet of residential space, 1.5 to 2.2 million square feet of commercial office and/or hotel space, 210,000 square feet of retail space, a 120,000-square-foot public school, and 1,600 accessory parking spaces. The City Council subsequently negotiated a Points of Agreement (POA) between the City and RG WRY LLC, which included a commitment by the applicant to build a minimum of 265 affordable housing units on the WRY site, and an additional minimum 166 affordable units on either the WRY or Eastern Rail Yard across the street. The POA also included a commitment for the applicant to provide 16,000 square feet of space for local cultural institutions, 10,000 square feet of space for a day care center.

The zoning text amendment included a site plan that allowed for up to eight high-rise buildings to be built across six sites, as well as bespoke design requirements, including street wall

requirements, minimum and maximum base heights, and street wall recesses and setbacks. Ground floor requirements for buildings facing the planned open spaces, such as mandated retail locations and minimum glazing requirements were included to ensure a lively and active pedestrian experience across the development site. The Public Access Area (PAA) design requirements regulate landscape, seating, amenities, and hours of operation, among other requirements. Other design regulations included tower controls to shape the towers, including maximum floor plate size, maximum floor plate dimensions, and tower top articulation. Additionally, with the large variation in topography of the development site, the current zoning uses multiple site data to measure building heights. In its consideration of the application, the Commission found that the Western Rail Yard was an appropriate location for a flexible mix of residential, commercial, and community facility uses at a range of densities.

Since the 2009 Rezoning, the WRY site has not been developed above the train tracks. In 2023, the New York State Gaming Commission announced the new downstate gaming facility license process. As part of that process, the New York State Gaming Facility Location Board required that any gaming facility license applicants include any zoning or land use approvals necessary to effectuate their development scheme. In 2024, New York City adopted the Citywide Gaming Facility Zoning Text Amendment (N 240179 ZRY), in which buildings awarded gaming licenses by the State in certain zoning districts are automatically considered to be conforming and complying with zoning's use and bulk regulations.

The plan for the Western Rail Yard was developed before most of Hudson Yards began to take shape. Since the 2009 Rezoning, the ERY site has been fully developed. Lessons learned from that project with respect to engineering challenges, shifting market conditions, and the opportunity presented by the State gaming license have prompted the applicant to seek an update to the original plan. Notably, structural studies determined that columns for a platform structure over the tracks must be wider than two feet allotted when the tracks were designed in the 1980s to meet the current seismic criteria and support the site plan configuration. The LIRR rejected a proposed design using three- to four-foot-wide concrete shear walls to support the towers in 2020. Additionally, more is now understood about the mechanical infrastructure site constraints like ventilation and fire suppression requirements for the LIRR tracks below. The ultimate design and configuration of the platform, plenum, and location of support columns in any new proposal

will also be subject to LIRR approval. With the New York State Gaming Commission's 2023 announcement of the new downstate gaming facilities license process, the applicant decided to pursue a gaming license on the WRY site. While a gaming facility would be considered automatically conforming and complying with zoning's use and bulk regulations, any changes to the rest of the WRY site, including other building site a new open space configuration and design, and a change in the grade of West 33rd Street between Eleventh and Twelfth Avenues would require zoning and land use approvals. The applicant's proposed project contains different contemplated mix of uses, now weighted more heavily toward commercial uses, while still respecting key planning principles and commitments from the 2009 rezoning. The proposed project also contains two different development scenarios, one with and one without a gaming facility, which is discussed in the description of the proposed project below.

Project Site and Area Descriptions

The development site (Block 676, Lots 1 and 5) occupies the entire area bounded by Eleventh and Twelfth Avenues, and West 30th and West 33rd Streets. The 13-acre site is roughly equivalent to three city blocks, with approximately 712 feet of frontage along the avenues and approximately 800 feet of frontage along the side streets. The entire site is one zoning lot with approximately 570,000 square feet of lot area, is located in a C6-4 zoning district, and comprises the entirety of Subdistrict F of the Special Hudson Yards District.

The site is the western half of what is more formally known as the John D. Caemmerer West Side Yard. The full area of the West Side Yard extends to Tenth Avenue and has been partially built out between Eleventh and Tenth avenues, known as the "Eastern Rail Yard". The West Side Yard is an electrified and signalized train yard used by the LIRR for daily train storage and other rail related uses. On the northern parcel (Lot 5) there are 36 storage tracks with capacity for 366 railcars. The West Side Yard also houses other rail related uses such as railcar interior cleaning, an operations building, a transportation building, emergency facility building, storage, and 32 parking spaces for LIRR workers and maintenance trucks accessed by a curb cut along Twelfth Avenue.

The southern parcel (Lot 1), bounded to the south by West 30th Street and to the north the approximate area where West 31st Street would extend, does not have any tracks. This area

contains additional facilities that support the daily operation of the LIRR, plus a vehicle screening area. Tunnels for Amtrak's Hudson River and Empire Lines are located beneath the development site. In the future, a portion of Tax Lot 1 is planned to include a below-grade tunnel casing to be built as part of Amtrak's Gateway Program.

The High Line, a public park built on a historic, elevated rail line, runs along the western edge and southern edge of the project site along Twelfth Avenue and West 30th Street respectively.

The topography of the project site varies dramatically. The street elevation at the northeast corner of the site, at Eleventh Avenue and West 33rd Street, is nearly 30 feet higher than elevations along Twelfth Avenue and other parts of the project site. These significant differences in grade create the potential for a platform to be constructed at the height of Eleventh Avenue while maintaining LIRR operations underneath. This section of W 33rd Street is closed to most through traffic and is used for police parking.

The area surrounding the WRY site has changed since the 2009 rezoning. At that time, the area was largely characterized by storage, auto-related, small manufacturing and convention center uses, in addition to several new high-rise residential developments. Since the 2009 Rezoning, the superblock to the east of the development site, the Eastern Rail Yard, was developed over the other half of the West Side Yard. The seven-million-square-foot, mixed-use development with four towers was completed in 2019. The block to the north of the development site is a surface parking lot associated with the Jacob K. Javits Convention Center and owned by New York Convention Center Corporation, a subsidiary of Empire State Development (ESD), known colloquially as the "Marshalling Yard." One block north, extending between West 34th and West 40th Streets, is the Javits Convention Center, a 3.3 million-square-foot facility. On the block immediately to the south of the Development Site are two, 12.0 FAR mixed residential and commercial high-rise developments located in a C6-4X district and within the Special Hudson River Park District.

There have been major public improvements in recent years to transportation and open space in the area. The No. 7 Subway line was extended from Times Square to a new Hudson Yards station at West 34th and Eleventh Avenue. The High Line, a 1.45-mile public park former elevated rail line traverses 22 blocks, from Gansevoort Street in the south to 34th Street in

Hudson Yards in the north, opened in phases starting in 2009. Part of Bella Abzug Park, a midblock open space located between Tenth and Eleventh avenues and West 33rd to West 39th Streets has been built, and the full park will total four acres when completed.

Proposed Project

WRY Tenant LLC, the holder of the long-term lease of the WRY site, proposes a modification of the previously approved 5.7 million-square-foot, mixed-use development. The revised project would contain a different mix of residences, commercial space, community facilities, accessory parking, and over five and a half acres of open space. The proposed project would still include the commitments made as part of the POA associated with the 2009 Rezoning. The number of development sites would decrease from six to three. The proposed project would be organized around three development parcels – designated as Site A, Site B, and Site C – with a contiguous open space in the middle of the development site that eliminates the private street extensions of West 31st and West 32nd Streets.

The overall density of the proposed project would be less than 10 FAR, consistent with the FAR allowed under the existing zoning regulations. The proposed development project would include two different development scenarios – the Gaming Facility Scenario, which is referred to as the “Proposed Project” in the applicant submission, that would include a gaming facility and resort and the Alternative Scenario that would include a mixed-use development on the northern site (Site C). Sites A and B are proposed to be the same in both scenarios.

Gaming Facility Scenario

In the Gaming Facility Scenario, the proposed development would total 5,699,715 million zoning square feet (zsf) and contain 1,136,818 million zsf of residential space with approximately 1,507 dwelling units; 4,553,495 million zsf of commercial space, including a hotel featuring 1,500 hotel units and 250 extended-stay units, office space, retail space, and 15,040 zsf of space for a local cultural institution; 9,400 zsf of community facility space for a day care center; and approximately 5.63 acres of public open space, including 1.05 acres of the High Line. The proposed project would also include a 120,000 square-foot public school with 750 seats (subject to the requirements of the School Construction Authority [SCA]) and LIRR

support space (such as flues, air intake/exhaust plenums and ventilation support, storage, electrical/utility closets, and circulation corridors), each of which would be excluded from the project's zoning floor area. The construction of a platform over approximately two thirds of the development site that is currently an uncovered rail yard would be necessary for the development of Site C and the public open space to be located above the rail yard.

Alternative Scenario

The Alternative Scenario would have the same overall density as the Gaming Facility Scenario with a different mix of uses, and would not include a gaming facility. In the Alternative Scenario, the residential floor area would increase to 1.3 million square feet (approximately 1,816 dwelling units, including 324 affordable); the commercial space would decrease to approximately 4.3 million square feet, with uses including office, potential hotel (700 units), and retail. The local cultural institution, day care, and public school space would remain the same, and the LIRR support space would also be included.

Site A

Site A, which would be the same under either scenario above, is proposed to be located at the southwest corner of the development site along West 30th Street and extend over the High Line would. A primarily residential tower, Site A would contain approximately 1,148,333 zsf, consisting of 1,136,818 zsf of residential floor area and 11,515 zsf of ground-floor retail space accessible from West 30th Street and from the public open space. The building would be approximately 80 stories and with a maximum height of 1,180 feet to the bulkhead. A total of approximately 1,507 dwelling units are proposed, of which 324 rental units would be set aside as affordable housing consistent with the commitments made in connection with the 2009 Rezoning. Up to 225 accessory parking spaces would be provided as-of-right for the residential uses on Site A and the commercial uses on Site B in an enclosed garage located on the southern portion of the development site. A new curb cut would be located along West 30th Street to access the southern parking garage and for drop-off and pick-up from the building at Site A.,

Site B

Site B, which would be the same under either scenario above, is proposed to be located at the southeast corner of the site at West 30th Street and Eleventh Avenue and would be a primarily commercial office building. Site B would be developed as a tower building containing approximately 2,054,291 zsf, consisting of approximately 2,018,206 zsf of office space, 15,040 zsf of space for local cultural institutions, 11,645 zsf of ground floor retail, and a 9,400 zsf day care center. The building would also contain a 120,000 square-foot public school, subject to the requirements of the SCA. It is assumed that this school would include 420 elementary seats and 330 intermediate seats, as was analyzed in the Final Environmental Impact Statement issued in connection with the 2009 Rezoning. A new curb cut would be located along West 30th Street for access to the loading berth serving the office building on Site B.

The building, inclusive of bulkhead, would be approximately 74 stories and would not exceed a maximum height of 1,376 feet. Along Eleventh Avenue, a setback of fifteen feet would be required above a maximum base height of 150 feet. Along West 30th Street, a setback of ten feet would be required above a maximum base height of 150 feet. The proposed setback configuration would allow the tower's core to be positioned to avoid conflict with the LIRR tracks below, while maintaining the north-south building dimensions the applicant says are needed to develop economically viable Class A office space. In addition, the width of the corridor along the northerly sidewalk of West 30th Street adjacent to the area below the High Line (the "West 30th Street Corridor") to be provided by the applicant, and the High Line width with associated setback distances (an aggregate of 55 feet), and the required initial setback (10 feet), provide enhanced setback relief totaling 65 feet.

Facing West 30th Street and the High Line, Site B would be subject to a minimum street wall height of 60 feet and a maximum street wall height of 150 feet. The proposed street wall elevation would allow for future flexibility in planning and programming the base of the Site B building, which is intended to include the public school with specific dimensional and programmatic criteria along with supportive building program to facilitate the ground-floor uses and the tower above. To offset the higher allowable street wall height, the overall east-west dimensional length of the allowable maximum building envelope would be reduced from 395 feet, as allowed under the current zoning regulations, to 310 feet. In addition, a 15-foot ground-floor recess requirement up to a height of 35 feet measured from the High Line bed would be

introduced along the east and west elevations to provide further relief along the building frontage facing the High Line.

Site C

Under the Gaming Facility Scenario Site C would be subject to a separate state public review procedure required under the state approval process for the State Gaming Facility License. If the applicant successfully secures a gaming license, the gaming facility and resort would be deemed to have satisfied all other applicable regulations of the Zoning Resolution, as part of the Citywide Gaming Facility Text Amendment. The Alternative Scenario on Site C is the only scenario that could be developed if the applicant's bid for a State Gaming Facility License is unsuccessful.

Under the Alternative Scenario, Site C would be developed with up to three buildings: one residential building with approximately 21 stories (up to 835 feet tall) at the western end of Site C, one hotel building with approximately 34 stories (up to 835 feet tall) toward the middle of Site C, and one office tower with approximately 53 stories (up to 1,194 feet tall) at the eastern end of Site C along Eleventh Avenue. The hotel use would be subject to a future hotel special permit that the applicant would seek after a hotel operator is identified. The Site C development would contain approximately 2,497,376 zsf, consisting of approximately 257,422 zsf of residential floor area with approximately 309 dwelling units in the residential building; 2,239,954 zsf of commercial floor area consisting predominantly of transient hotel floor area (including 700 hotel units), with 295,500 zsf of amenity space and 40,163 zsf of ground-floor food and beverage space in the hotel building; and 1,431,110 zsf of office space and commercial amenity space, with 10,230 zsf of ground-floor retail in the office building. LIRR infrastructure space would be located in the podium of the hotel building and the office building, which would be excluded from zoning floor area. However, the building envelope and allowable uses are quite flexible, and the applicant would be allowed, for example, to build a program with more residential space, or only one or two towers.

Under the Alternative Scenario for Site C, the northern parking garage would contain approximately 450 spaces (up to 225 accessory spaces per development) to provide accessory parking for the residential and commercial uses on Site C. In both scenarios, a single, large curb cut would be provided for at the proposed cul-de-sac at the western end of the elevated portion of

West 33rd Street, and for an entrance and exit for the northern garage's entrance located within the property line. Two new curb cuts along West 33rd Street would provide access to the northern garage and to a loading berth. Additionally, 32 existing parking spaces for the LIRR would be retained on the development site, which would be accessed by an existing curb cut along Twelfth Avenue.

The LIRR infrastructure, as well as the parking and loading program, must be located within the building base above the LIRR tracks. These uses would be positioned to allow for retail activation at the southwest and southeast corners of Site C. Glazing would be provided for no less than 40 percent of the ground floor fronting on the Public Open Space. For any non-glazed portion of the ground floor of the building more than 50 feet wide, at least 70 percent of the linear footage of such wall would need to contain treatments such as varied surface texture and/or materials, permitted signage, artwork, and/or living plants.

Open Space

There would be 5.63 acres of Public Open Space across the development site (inclusive of 1.05 acres on the High Line), under either scenario, comprising a network of spaces that would vary in character and purpose, including lawns, landscaped areas, walking paths, seating areas, plazas, and a dog run. The open space would provide direct connections to the High Line, include plaza space to relieve pedestrian congestion at the base of the office tower at Site B, and include various pathways and connections to draw pedestrians into and through the space, including a pedestrian corridor along the northerly sidewalk of West 30th Street adjacent to the area below the High Line. Landscaping, seating, planting, paving, and lighting would be provided throughout the open area, as well as other public amenities such as bicycle parking and public restrooms.

The design for the Public Access Areas would be governed by the design requirements set forth in the amended Restrictive Declaration. Public Access Areas would include the Public Open Space, which is the publicly accessible open space, as well as a pedestrian way, the West 30th Street Corridor, which is a transition space between the High Line and West 30th Street. The applicant would submit one or more applications for certifications by the Chairperson of the City

Planning Commission of the site and landscape plans that provide for the completion of Public Access Areas in association with the development of the respective building within each phase.

West 33rd Street

The proposed project in either scenario would also adjust the grade of West 33rd Street – which currently slopes significantly between Eleventh and Twelfth Avenues – to roughly match the elevation of Eleventh Avenue and align with the ground floor level of Site C. The grade change would improve the streetscape, allow public access – including ADA-compliant access – to the Public Open Space to be constructed on the development site and the adjacent High Line, and provide emergency access.

Proposed Actions

To facilitate the proposed project, the applicant requests the following actions:

Zoning Special Permit (C 250099 ZSM)

The applicant seeks a special permit pursuant to ZR 93-58 (Special Permit for Modification of Height and Setback Regulations), to 1) modify ZR 93-10, which regulates ground floor level requirements regarding retail space, lobby space, and transparency in the Special Hudson Yards District; 2) modify ZR 93-56, which regulates building locations (including Map 2 - Site Plan), height and setback regulations, including base height, street wall location, and street wall recess requirements (including Map 4 - Mandatory Ground Floor Requirements and Map 5 - Mandatory Street Wall Requirements), the measurement of building heights and tower controls, including transition heights, maximum floor plate, maximum length and height, and tower top articulation; (3) modify ZR 93-75 (Publicly Accessible Open Spaces in Subdistrict F), 93-76 (Publicly Accessible Private Streets and Pedestrian Ways in Subdistrict F), 93-77 (Design Criteria for Public Access Areas in Subdistrict F), 93-78 (Site and Landscape Plans for Public Access Areas in Subdistrict F), and Map 3 - Public Access Area Plan with respect to the public open space to be provided on the development site; and 4) modify ZR 13-242, which regulates the maximum width of curb cuts. The special permit is sought to allow for a redesign of the plan for Subdistrict F that would be more flexible to achieve the proposed project. The special permit would establish urban design controls to ensure that future development occurs in a manner that

corresponds to the site plan and massing as proposed by the applicant. Broadly speaking, those controls relate to streetscape, building locations and bulk, and open space. These are described below:

Modification of Use Regulations (ZR 93-10)

ZR 93-14 requires retail continuity along designated street walls in Subdistrict F and ground floor transparent glazing along specified streets. These requirements refer both to the street wall regulations in ZR 32-30 for Tier A, B, and C streets and the graphical depiction in Map 2 in Appendix A to the Special Hudson Yards District regulations, which specifies Tier C street frontage along Eleventh Avenue in Subdistrict F. ZR 93-14 also refers to Map 4 (Subdistrict F: Mandatory Ground Floor Requirements) in Appendix B to the Special Hudson Yards District regulations, which shows a 50 percent glazing requirement and ground floor requirements along certain street walls for all six of the building sites in Subdistrict F. ZR 93-14 specifies that the publicly accessible private streets, West 31st and West 32nd Street Extension, as shown on Map 3 (Subdistrict F: Public Access Area Plan) in Appendix B to the Special Hudson Yards District regulations, are considered streets.

The applicant seeks to decrease the minimum retail requirement, increase the allowed lobby area, and modify the transparency requirements. These modifications would be located in the urban design control notes of the special permit. Currently these requirements may only be modified if the City Planning Commission certifies that such modification is necessary to accommodate the ventilation requirements of below-grade rail operations pursuant to ZR 93-141. The applicant's proposed text amendment, described below, would make these modifications possible pursuant to this special permit.

Current regulations require at least 70 percent of the surface area of blank walls at the ground floor to be mitigated with wall treatments in the form of permitted signs, murals or other visual artwork, or living plant material. For all sites, the applicant proposes to exempt exterior walls with active mechanical ventilation or other building infrastructure from being considered a blank wall. Ventilation and other related mechanical infrastructure would be required to be integrated into building architecture and organized in such a way as to minimize impacts on the Public Open Space and the public realm. When such elements are located adjacent to the Public Open

Space, they should be separated, screened, or located above a height of 20 feet. Additionally, the applicant proposes blank wall treatments for exterior walls subject to street wall requirements would be specified for any portion of the ground-floor level street wall 50 feet or more in width, which contains no transparent element and no louvers or other ventilation openings between the level of the adjoining grade and a height of 20 feet above the adjoining grade that at least 70 percent would be required to have a treatment in the form of (a) varied surface texture and/or materials, (b) permitted signs, (c) murals or other visual artwork and/or (d) living plant materials.

At Site A, the applicant seeks to waive the transparency requirements set forth in Map 4 in Appendix B of the Special Hudson Yards District regulations (and also specified in ZR 93-751(d), which is proposed to be waived below) which requires that portions of buildings on Site 5 (which is in a similar location to the proposed Site A) fronting upon the Western Open Space have a minimum of 50% transparency. The applicant proposes that the street frontage facing the Public Open Space to have a minimum of 25% of the ground floor street frontage width.

At Site B, the applicant seeks to waive the ground-floor level use requirements along West 30th Street. The applicant proposes that parking and/or loading entrances or exits be permitted within the minimum qualifying depth, which is currently prohibited. Additionally, the applicant seeks to waive the minimum transparency requirement the ground floor, which generally requires 50 percent minimum transparency. Facing West 30th Street, the applicant proposes 80 percent minimum transparency within a height of 35 feet measured above the High Line bed and facing all other streets a 50 percent minimum transparency.

At Site C in the Alternative Scenario, the applicant seeks to waive ground-floor level use requirements. The applicant proposes along West 33rd Street that parking and/or loading entrances or exits be permitted within the minimum qualifying depth of 30 feet. Additionally, the applicant proposes that at the Public Open Space the street frontage at the ground floor within 40 feet of the required 20-foot-deep recess at the southeast corner of Site C would be 100 percent retail usage. The building street frontage facing Twelfth Avenue at the ground floor within 70 feet of the southwest corner of Site C would be 100 percent retail usage. The building street frontage facing Eleventh Avenue at the ground floor within 70 feet of the southeast corner would

be 100 percent retail usage. At Site C, the applicant seeks to allow limited instances of loading and parking uses within 30 feet of the street to respond to site planning constraints.

At Site C in the Alternative Scenario, the applicant proposes to waive minimum transparency requirements, which generally require 50 percent minimum transparency and 70 percent of the surface area of blank wall to be mitigated with a wall treatment. The ground floors would have the following requirements: facing West 33rd Street, 30 percent minimum transparency; facing the Public Open Space, 40 percent minimum transparency, with 90 percent minimum transparency within 80 feet of the southwest corner of Site C; facing Twelfth Avenue 90, percent minimum transparency within 70 feet of the southwest corner of Site C and no other transparency requirements; and facing Eleventh Avenue, 40 percent minimum transparency. The applicant seeks to modify the transparency requirements to allow for flexibility in design of the streetscape while ensuring the activation of the site's street and Public Open Space frontages for pedestrians.

Modification of Height and Setback Regulations and Related Restrictions (ZR 93-56)

ZR 93-56 sets forth detailed height and setback requirements for Subdistrict F. These requirements are based on a six-parcel site plan for the development site geared primarily toward residential condominium development. The proposed development now includes three building sites, not six. The applicant seeks modifications of these requirements pursuant to the special permit with respect to (i) building locations (including Map 2 - Site Plan); (ii) height and setback rules, such as base height, street wall location, street wall recess requirements (including Map 5 - Mandatory Street Wall Requirements), and the measurement of building heights; and (ii) tower controls, such as maximum floor plate area, maximum length and height, and tower top articulation. The applicant proposes that the special permit would designate areas within the development site where buildings may be located. Regulations regarding maximum base height and setbacks above such maximum base height (with respect to Site B), maximum building heights, and maximum building widths would also be provided pursuant to the special permit.

The height and setback regulations in ZR 93-56 apply to the specific development sites identified as Sites 1 through 6 on Map 2 (Subdistrict F: Site Plan) in Appendix B of the Special Hudson Yards District. The applicant proposes to modify the site plan by reconfiguring Sites 1 through 6 into three new development sites, Sites A, B, and C, included in the special permit drawings. Site A is located at southwest corner of the development site, like Site 1. Site B is located at the southeast corner, like Site 6, and Site C comprises the majority of the north of the development site, similar to Sites 1 and 2. There are no development sites in the middle of the WRY site, unlike the existing site plan which located Sites 3 and 4 in the middle of the block. The applicant proposes larger dimensions of the three sites where buildings could be located to accommodate the same overall 10 FAR on the development site in fewer buildings.

ZR 93-56 regulates base heights, setbacks, maximum tower dimensions, and maximum tower floor plate sizes for each site.

The table shows the proposed principal bulk controls for Sites A, B and C, in the Alternative Scenario, contained in the special permit:

	Base Height	Tower Setback	Floor Plate	Tower Dimensions	Building Max Height
Site A	Below 50' above the High Line: <ul style="list-style-type: none"> - 14,500 sf located east of the High Line - 700 sf located west of the High Line Min 50' x 50' open "box" between the High Line and building	-	Max 20,000 sf	250' in any direction	1180'
Site B	60-150'	W 30 th St: 10' Facing the Public Open Space (north frontage): min initial street wall setback 25' up to a height of +60'; min setback 0'	Max 47,500 sf	280' max east-west 170' max north-south	1376'
Site C (Alternative Scenario)	11 th Ave: 120-150' 12 th Ave (limited): 90-150' W 33 rd St: 150' max	15' facing 11 th Ave, W 33 rd St, and the Public Open Space	Max 49,000 sf	280' max east-west 175' max north-south	835' height, up to 480' east of 12 th Ave.

	Public Open Space: - 90-120' generally - 150' within 60-100' from 11 th Ave				1194' height, up to 320' west of 11 th Ave.
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Transition height requirements are included for buildings at certain sites to ensure that the building heights “cascade” downward from the northeast corner of the development site to the southwest corner height. The applicant seeks to waive the transition height requirements set forth in ZR 93-568(a)(3) and 93-563(b). The maximum building heights are described above. The applicant proposes to require that if more than one tower is located on Site C, the easternmost tower would be the tallest, and towers would vary in height by a minimum of 100 feet.

ZR 93-562 regulates the street wall recess requirements (including Map 5 - Mandatory Street Wall Requirements). Street walls are generally required to be located on the street line, but the street wall can be modified to allow for recesses to building entrances and corner articulation. Additional regulations designed to ensure variation in the required street wall include a minimum of 20 percent of the aggregate width of street walls required to provide a recess of three feet from the street wall above the level of the second story, with different rules for Site 6. A maximum of 30 percent of the aggregate width of street wall may provide a recess of up to 15 feet at any level, which may extend to the height of the building base and may allow for portions of towers to rise without setback from the ground floor, except within 30 feet of the intersection of two street lines, unless corner articulation is provided.

The applicant proposes to modify the street wall location rules for Sites B and C and waive the street wall recess requirements. For Site B the applicant proposes a host of bespoke recess requirements for the street walls facing Eleventh Avenue, the Public Open Space (north frontage), the Public Open Space (west frontage), and West 30th Street, with an initial street wall recess of a minimum of 15 feet for a height of 35 feet above the level of the High Line bed. For Site C the applicant proposes a host of bespoke recess requirements for the street walls facing Eleventh Avenue, the Public Open Space, and West 33rd Street. The recess requirements allow for varying percentages of the aggregate street wall to provide recesses ranging from three to 75 feet at any level. The recess percentage for each street wall would be inclusive of building

entrance recesses of minimum 30 feet in length, a height of up to two stories, and certain depths described for each street. There would be no restriction on the location of recesses.

ZR 93-569 regulates the tower top articulation requirements for a minimum of the uppermost 15 percent of the building height, including mechanicals, for all towers that exceed 350 feet, defined as the “Tower Top Zone.” The Tower Top Zone contains an “Upper Zone” and “Lower Zone,” which are then used to construct a profile change boundary. A minimum of 10 percent of the area of the profile change boundary in the Lower Zone and a minimum of 20 percent of the Upper Zone remains open to the sky. The average lot coverage for all stories within the Lower Zone cannot exceed 80 percent of the tower story with the largest lot coverage below the Tower Top Zone. A minimum of 10 percent of the surface area of the exterior portion of the façade of the building in the Tower Top Zone must be composed of a single material, with visibility regulations. The applicant proposes to waive this requirement and instead require for all towers that exceed 350 feet to have the uppermost 10 percent of the building height, including rooftop mechanical structures, be defined as the “Tower Top Zone.” Within the Tower Top Zone, a minimum of 15 percent of the area of the profile changes would be required to remain open to the sky in the north and south elevation views, and the profile boundary would be measured from the outermost exterior tower extents above a height of 350 feet. For portions of a building or other structure within the Tower Top Zone, the average lot coverage for all tower stories within the zone would not exceed 85 percent.

Modification of measurement of building heights (ZR 93-561)

The applicant seeks to modify ZR 93-561 (General rules for Subdistrict F), subsection (b), regarding the measurement of building heights, to establish a single level of +33.66’ (equivalent to the top of platform to be constructed over the active rail yard) as the reference plane for the applicable regulations relating to the measurement of building heights within Subdistrict F. The topography of the development site varies dramatically, and the existing regulations use three different reference planes for measuring building base and transition heights and tower heights.

Waiver of Public Access Requirements for Special Sites (ZR 93-70, inclusive)

The applicant seeks a waiver of ZR 93-75 through 93-78 and Appendix B, Map 3, which establish required public access areas in Subdistrict F and the design requirements for such spaces. The design requirements reflect the existing six-parcel site plan for the development site. A waiver of these requirements would facilitate the applicant's proposed three-parcel site plan, with its more centralized Public Open Space.

Waiver of Publicly Accessible Open Space Requirements (ZR Section 93-75)

ZR 93-75 establishes general design requirements for the public open space to be located on the development site. The site plan for the open space is depicted graphically in Map 3 in Appendix B to the Special Hudson Yards District regulations. These requirements assume a six-parcel site plan for the development site and would result in discrete open spaces intersected by private streets and punctuated by the multiple building footprints. This layout is inconsistent with the applicant's design for the public open space, which is intended to concentrate the Public Open Space in a single area in the middle of the development site, without any interruptions by private streets.

Waiver of Publicly Accessible Private Streets and Pedestrian Ways Requirements (ZR Section 93-76)

ZR 93-76 requires publicly accessible private streets and pedestrian ways in Subdistrict F. The private streets mandated by these regulations consist of extensions of West 31st and West 32nd Streets served by curb cuts along Eleventh Avenue and linked by a connecting street running north-south. The pedestrian way mandated under the existing regulations consists of a corridor along the northerly sidewalk of West 30th Street adjacent to the area below the High Line. This pedestrian way would be provided, as set forth in the amended Restrictive Declaration.

Waiver of Design Criteria (ZR Section 93-77)

ZR 93-77 contains a list of minimum design standards for the public access areas in Subdistrict F. These design criteria address such issues as seating, planting, paving, lighting, bicycle parking, and public restrooms, among other things. The applicant's proposed design for the Public Open Space would largely meet or exceed these design standards, but some of the standards make specific reference to elements of the prior design for the Public Open Space (e.g.,

private streets and development parcels 1 through 6) that would no longer be present in the proposed design. Changes are requested to link the design standards to the applicant's proposed design for the Public Open Space.

Waiver of Site and Landscape Plans for Public Access Areas in Subdistrict F (ZR Section 93-78)

ZR 93-78 sets forth the approval framework required for the public open space; in particular, that the Chairperson of the City Planning Commission must certify that site and landscape plans for the public open space comply with the applicable design requirements. These design requirements no longer work with the proposed site plan configuration or the design for the open space. The requirements in this section would be replaced with a similar framework in the amended Restrictive Declaration.

In addition, ZR 93-78 states that the City Planning Commission Chairperson may allow for the phased development of public access areas, or portions thereof, upon certification to the Commissioner of Buildings that site and landscape plans have been submitted that provide for the completion of public access areas in association with the development or enlargement of a building or buildings within each phase. This framework would be incorporated into the amended Restrictive Declaration. The general requirements and specific design elements for the Public Access Areas (which includes both the Public Open Space and pedestrian ways) would be set forth in the amended Restrictive Declaration. These mandatory design elements would be similar to the now-existing requirements. The pedestrian corridor along the northerly sidewalk of West 30th Street mandated under the existing regulations would be set forth in the amended Restrictive Declaration. The applicant would submit one or more applications for certifications by the Chairperson of the City Planning Commission of the site and landscape plans that provide for the completion of public access areas in association with the development of the respective building within each phase.

Modification of curb cut widths (ZR 13-242)

ZR 13-242 specifies that curb cuts accessing off-street parking spaces accessory to residences, commercial or community facility uses, or a mix of such uses, may not exceed a maximum width of 22 feet. A single, large curb cut of approximately 150 feet in width will be provided for the

proposed cul-de-sac at the western end of the elevated portion of West 33rd Street in order to accommodate a turnaround for fire apparatus and other vehicular traffic at this location.

Zoning Text Amendment (N 250098 ZRM)

The applicant seeks a modification of ZR 93-58 (Special Permit for Modification of Height and Setback Regulations), which allows the Commission to modify height and setback regulations throughout most of the Special Hudson Yards District. The applicant proposes to amend this provision so that, within Subdistrict F only, the ground floor level requirements under ZR 93-10 (Use Regulations), the public access requirements in ZR 93-70 (Public Access Areas for Special Sites), inclusive, and the maximum curb width requirement in ZR 13-242 may also be modified or waived.

The proposed text also contains a provision that the Commission may establish an appropriate level or levels as the reference plane for the applicable regulations relating to the measurement of building heights, instead of the mean level of the public sidewalk, the mean level of the final grade of open space, the High Line bed, or the highest level of the public sidewalk or finished grade, as applicable, within Subdistrict F.

City Map Change (C 250024 MMM)

The applicant seeks an amendment to the City Map which would establish new legal grades on West 33rd Street between Eleventh and Twelfth Avenues. This built street segment of West 33rd between Eleventh and Twelfth avenues is 800 feet in length and has a mapped width of 60 feet (including sidewalks). It is an improved one-way street that is City-owned that is currently closed to through traffic. The slope of this built street segment starts at an elevation of approximately +32 feet above Manhattan Borough Datum at its intersection with Eleventh Avenue and drops down to an elevation of +4.6 feet at its intersection with Twelfth Avenue. The proposed City Map amendment would raise the grade of West 33rd Street to roughly match the elevation of Eleventh Avenue (between +32 and +34.7 feet above Manhattan Borough Datum) and align with the ground floor level of the proposed project. This higher grade would cover approximately 700 feet of the street segment, starting from Eleventh Avenue, with the westernmost approximately 100 feet remaining at the existing legal grade.

This proposed grade change would result in an upper and a lower portion of the street separated by up to 26 feet of grade differential. The upper level would be constructed entirely upon soil fill placed by the applicant during the construction of the proposed project and held by retaining walls, also built by the applicant to DOT specifications. The upper level of the street is proposed to have a 34-foot-wide roadbed with 13-foot-wide sidewalks on either side. A cul-de-sac turnaround would be located at the western end of the elevated portion of the street. The southern portion of the turnaround would be located within the property line of the development site and will be subject to a public access easement under the amended Restrictive Declaration.

As part of this action, the City seeks to acquire a public access easement for the portion of a proposed cul-de-sac at the western end of the elevated portion of West 33rd Street that will be located within the property line of the development site. DOT has also indicated that 15-foot-wide maintenance easements would be required to ensure proper maintenance of the retaining walls around the edges of the raised street.

Amended Restrictive Declaration (M 250100 LDM)

The applicant proposes a modification of the previously approved Restrictive Declaration for the development site to address certain aspects of the current design for the project including environmental mitigation measures and design requirements for the Public Access Areas. In connection with the Final Environmental Impact Statement prepared for the 2009 Rezoning, certain measures related to historic resources, hazardous materials, air quality, and noise attenuation were identified and memorialized in a Restrictive Declaration (R-230), which was dated April 10, 2014 and recorded against the development site on May 7, 2014 as CRFN 2014000154631. In addition to the environmental and construction measures, the Restrictive Declaration memorialized commitments made by the applicant related to the provision of affordable housing, cultural space, a public school, Public Access Areas, and a day care center, and the applicant's prior commitments to the community would remain unchanged in the amended Restrictive Declaration. A modification of the Restrictive Declaration would reflect the proposed design for the project, including the design requirements for the Public Access Areas, and the environmental and construction measures related to it identified during the current environmental review. The amended Restrictive Declaration would also provide for a public

access easement with respect to the portion of a proposed cul-de-sac at the western end of the elevated portion of West 33rd Street that would be located within the property line of the development site.

Section 4.04(a) of the amended Restrictive Declaration specifically requires certain sections of the Restrictive Declaration to not be modified so as to diminish or alter the obligations of the declarant without the approval of City Council, including 2.01 (Affordable Housing), 2.02(a)-(e) and (h) (Public Access Areas), 2.04 (Arts and Cultural Space), 3.04(a)-(c) (Environmental Mitigation), 4.04(a) (Modification and Amendment), and 6.01 (Construction Consultation Process Committee and Liaison).

Necessary Related and Future Actions

The applicant is also pursuing an application with the Department of Transportation for a revocable consent for a proposed staircase and elevator in the West 33rd Street sidewalk at Twelfth Avenue to provide additional access to the development site and the High Line for the public and visitors. The applicant also plans to seek an approval from the New York City Public Design Commission for the design of the staircase and elevator to be installed pursuant to the revocable consent.

Additionally, should the applicant not be awarded a State gaming license and decide to develop the WRY site according to the programming outlined in the Alternative Scenario, including a hotel at Site C, the applicant would need to apply for a special permit for transient hotel (Use Group V) use.

ENVIRONMENTAL REVIEW

This application (C 250099 ZSM), in conjunction with the related applications for a zoning text amendment (N 250098 ZRM), a city map amendment (C 250024 MMM), and an amended Restrictive Declaration (M 250100 LDM), was reviewed pursuant to the New York State Environmental Quality Review Act (SEQRA) and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations, Section 617.00 et seq. and the City Environmental Quality Review (CEQR) Rules of Procedure of 1991 and Executive Order No. 91

of 1977. The lead is the City Planning Commission. The designated CEQR number is 24DCP091M.

It was determined that this application, in conjunction with the applications for related actions, may have a significant effect on the environment, and that an Environmental Impact Statement (EIS) would be required. A Positive Declaration was issued on February 20, 2024, and subsequently distributed, published, and filed. Together with the Positive Declaration, a Draft Scope of Work for the Draft Environmental Impact Statement (DEIS) was issued on February 20, 2024. A public scoping meeting was held on March 21, 2024 and the Final Scope of Work was issued on November 1, 2024.

A DEIS was prepared and a Notice of Completion for the DEIS was issued on November 1, 2024. Pursuant to SEQRA regulations and the CEQR procedure, a joint public hearing was held on February 19, 2025, in conjunction with the public hearing on the related Uniform Land Use Review Procedure (ULURP) items (C 250099 ZSM, N 250098 ZRM, M 250100 LDM, C 250024 MMM). A Final Environmental Impact Statement (FEIS) reflecting comments made during the public review process was completed, and a Notice of Completion for the FEIS was issued on March 28, 2025.

The application, as analyzed in the FEIS, contained Project Components Related to the Environment (PCREs), which are set forth in Chapter 7, “Historic and Cultural Resources,” Chapter 10, “Hazardous Materials,” Chapter 15, “Air Quality,” Chapter 17, “Noise,” and Chapter 20, “Construction.” To ensure the implementation of the PCREs, the applicant will enter into the amended Restrictive Declaration at the time of approval of land use-related actions and prior to issuance of any permits. at the time of approval of land use-related actions and prior to issuance of any permits.

The proposed project as analyzed in the FEIS identified significant adverse impacts with respect to shadows, transportation (traffic, transit, and pedestrians), and construction (transportation and noise). The identified significant adverse impacts and proposed mitigation measures under the proposed actions are summarized in Chapter 22 “Mitigation” of the FEIS. To ensure the implementation of the mitigation measures identified in the FEIS, the mitigation measures are included in the amended Restrictive Declaration.

WATERFRONT REVITALIZATION PROGRAM

This application (C 250099 ZSM), in conjunction with the related applications for a zoning text amendment (N 250098 ZRM), a city map amendment (C 250024 MMM), and an amended Restrictive Declaration (M 250100 LDM), was reviewed by the Department of City Planning for consistency with the policies of the New York City Waterfront Revitalization Program (WRP), as amended, approved by the New York City Council on October 30, 2013 and by the New York State Department of State on February 3, 2016 pursuant to the New York State Waterfront Revitalization and Coastal Resources Act of 1981, (New York State Executive Law, Section 910 *et seq.*). The designated WRP number is 23-129.

This action was determined to be consistent with the policies of the WRP.

UNIFORM LAND USE REVIEW

This application (C 250099 ZSM), in conjunction with the related applications for a zoning text amendment (N 250098 ZRM) and a City Map amendment (C 250024 MMM), was certified as complete by the Department of City Planning on November 4, 2024 and duly referred to Manhattan Community Board 4 (CB4) and the Manhattan Borough President in accordance with Title 62 of the Rules of the City of New York, Section 2-02(b). The application for a related amended Restrictive Declaration (M 250100 LDM) were also referred to CB4 and the Manhattan Borough President for information and review.

Community Board Public Hearing

On December 4, 2024, and January 6, 2025, Community Board 4 held public hearings on this application (C 250099 ZSM) and the related applications (C 250024 MMM, N 250098 ZRM, and M 250100 LDM) and on January 6, 2025, by a vote of 39 in favor, none opposed, none abstaining, and one present-not-eligible adopted a resolution recommending disapproval of the application. In its resolution Community Board 4 recommended that the applicant withdraw the application and work with all stakeholders to develop a plan that provides the needed combination of affordable and market rate housing, is financed in a secure and successful manner, and leads the way in sustainable and safe environmental development. The community board also called upon the Governor to reevaluate this state-controlled site owned by the MTA and the block immediately to the north, between West 33rd and West 34th Streets, as a major

affordable and market rate housing opportunity. They noted that combining both sites into a single coordinated development with affordable units across all four blocks presents an opportunity for New York State to make significant inroads in the region's affordable housing initiatives and goals.

In its letter, Community Board 4 outlined its main criticisms of the application – that it doesn't generate affordable housing; that the financing for the project is dependent on approval of the State gaming facility license; that the project will result in unmitigated environmental impacts, including air quality, traffic, shadows and construction noise; the proposed project's lack of quality open space and impact on the High Line; and the proposed project's lack of community support.

Borough President Recommendation

On February 14, 2025, the Manhattan Borough President issued a recommendation to disapprove this application (C 250099 ZSM), in conjunction with the related applications (C 250024 MMM, N 250098 ZRM , and M 250100 LDM).

In his recommendation, the Borough President noted his eagerness to see the WRY site developed but emphasized the need for a proposal includes more housing and addresses design concerns. He pointed out the many petitions, letters, emails, and phone calls from interested stakeholders with a wide range of viewpoints, for and against this proposal his office had received. The Borough President cited the perceived concerns from Manhattan Community Board 4, local cultural stakeholders regarding the urban design, impact on the surrounding community, local traffic, air quality and open space. He said that these concerns were serious and must be addressed.

The Borough President urged the applicant to either restore the square footage of housing proposed in the 2009 Rezoning or increase the share of affordable housing on the WRY site. The Borough President also said additional design consideration was required for the proposed bulk, particularly the Site C podium, to ensure easy navigability for the public and ensure an environment that welcomes and invites visitors and is symbiotic with the High Line.

City Planning Commission Public Hearing

On February 5, 2025 (Calendar No. 5), the City Planning Commission scheduled February 19, 2025 for a public hearing on this application (C 250099 ZSM) and the related applications (C 250024 MMM, N 250098 ZRM, and M 250100 LDM). The hearing was duly held on February 19, 2025 (Calendar No. 14). 48 speakers testified in favor of the application, and 33 in opposition.

The applicant team, consisting of nine representatives, testified in favor of the application, providing an overview of the proposed project. The team emphasized that the proposed project would be a mixed-use development that reflected the applicant team's updated understanding of the infrastructure requirements for building over an active rail yard, which were gained through the construction of the Eastern Rail Yard. They also highlighted the need for the gaming facility on the development site to fund the construction costs associated with decking over the rail yard, and cited a change in market conditions informing the change mix in uses weighted more heavily towards commercial in the proposed project versus the in the 2009 Rezoning. They explained that the proposed development would bring community benefits, including a cohesive open space, workforce development, and construction and permanent jobs at the proposed gaming facility.

Speakers testifying in favor of the proposal included the assemblymember for State Assembly district 70. The Assemblymember from the 70th District expressed their support for the proposed project. They highlighted Manhattan as an optimal location for a casino which would bring tourism and jobs for New Yorkers of color to the area. Revenue for public transit, as well as the City and State, was also noted. The Assemblymember also spoke favorably of the affordable housing included in the proposal. They praised the community benefits package, citing that one percent of gross gaming revenue would be pledged to community development.

38 additional speakers spoke in favor of the proposed project. These included representatives from Women in Need NYC (WIN), SEIU 32BJ, Borough of Manhattan Community College (BMCC), New York Building Congress, West Chelsea Block Association, National Urban League, Greater Harlem Chamber of Commerce, the Chinese-American Planning Council, New York City Black Chamber of Commerce, Building & Construction Trades Council of Greater New York, several local businesses, as well as members of the public.

Many representatives testifying in favor of the application noted the potential economic benefit of the applicant's proposed project, particularly the potential gaming facility which could bring significant tourism and revenue to the City, State, and public transit. Speakers spoke favorably of the affordable housing and school included as part of the proposed project. Many testimonies alluded to the thousands of union construction jobs and permanent union jobs that could be created at a casino. Many speakers highlighted the applicant's work developing Hudson Yards to date. Several speakers who own businesses in the neighborhood spoke positively of their experience with the applicant as a landlord or neighbor and highlighted the potential for the proposed project to support local businesses by bringing more visitors to the neighborhood. Several speakers included potential beneficiaries of a community benefits package for the proposed casino, including WIN and BMCC, and they praised the investments to programs workforce development and families experiencing homelessness.

33 speakers spoke in opposition, including representatives from Manhattan Community Board 4, Friends of the High Line, City Club of New York, Chelsea Neighbors Coalition, Council of Chelsea Block Associations (CCBA), West 47th/48th Street Block Association, Chelsea Reform Democratic Club, Resident Association of Elliott-Chelsea Houses, as well as members of the public.

Many speakers who testified in opposition compared the proposed project unfavorably to the 2009 Rezoning. Many speakers criticized the proposed project for reducing the number of dwelling units by thousands, the bulk and height of buildings in the proposed project, particularly at Site C, and the potential environmental impacts to open space. Several speakers identified as volunteers with Friends of the High Line or frequent visitors to the High Line and expressed concern over the potential impacts of the proposed development on the High Line and other open space on the WRY Site with respect to shadows, wind conditions, and view corridors. Many of the speakers opposed took issue with a potential casino being located on the development site, expressing concern over the potential negative effects gambling could have on residents, quality of life, and the local character of the neighborhood. A few speakers were skeptical of the community benefits package, noting it is contingent on the applicant being awarded a state gaming license, and questioned whether the union casino jobs would go to residents.

From Manhattan Community Board 4's the Co-Chair of the Clinton/Hell's Kitchen Land Use (CHKLU) Committee, Co-Chair of the of the Transportation Committee, and the Co-Chair of the Housing, Health & Human Services Committee, all testified in opposition to the proposed project. The Co-Chair of the Clinton/Hell's Kitchen Land Use Committee asserted that a goal of the planning for the WRY Site leading up to the 2009 Rezoning was for the WRY Site to be a primarily residential complement to the more commercial ERY. The Co-Chair of the CHKLU reiterated many of the ideas in CB4's written recommendation, summarized above and attached hereto. The Co-Chair of the Transportation Committee expressed concerns regarding the number of parking spaces proposed, as well as environmental impacts, including traffic and air quality.

The Executive Director and the Senior Director for Planning, Design, and Construction for Friends of the High Line spoke in opposition to the proposed project. They testified that proposed project in both scenarios represented a departure from the urban design principles that influenced the 2009 Rezoning, since it would not break up the WRY site with streets and smaller building sites, introduces three supertall towers rather than more midrise buildings, and would include a large open space with a series of pathways and planters they perceived as severing connections between the High Line, the river, and the surrounding streetscape. They reiterated environmental and other concerns that their planning consultant, who also testified at the public hearing, projected on the High Line and central open space, particularly wind conditions, shadows, and view corridors of the rest of the city. The Friends of the High Line representatives also emphasized the loss of trust that the proposed project represented, given the community effort to plan for the 2009 Rezoning. Friends of the High Line also submitted written testimony.

There were no other speakers, and the hearing was closed.

CONSIDERATION

The Commission believes that this application for a zoning special permit (C 250099 ZSM), as modified herein, in conjunction with the related applications for a zoning text amendment (N 250098 ZRM), a City Map amendment (C 250024 MMM), and an amended Restrictive Declaration (M 250100 LDM) is appropriate.

The Western Rail Yard Modifications and Mapping Action, as modified herein, represents an opportunity to facilitate a redesign of the WRY site that would enable 13 acres in Manhattan's West Side to be developed, completing a significant component of the vision for the Hudson Yards community and contributing to the future growth of the Hudson Yards area and the quality of life of its residents, workers, and visitors. The Commission recognizes the importance of the WRY site as one of the last remaining large development sites on the Far West Side of Manhattan. Development of the WRY site has been a goal of the MTA since the rail yard opened in 1986, and that its redevelopment will both provide much needed support for the MTA Capital Plan and be consistent with the MTA's transit-oriented development strategies. The WRY site represents a major component of the City's plans for the Hudson Yards area and has been a focus of the City since the Hudson Yards rezoning in 2005. Development at the WRY will capitalize on the transit access already invested in the surrounding area since the opening of the 34th Street stop for the 7 subway line, complement the ERY development across Eleventh Avenue, and strengthen connections to the Hudson Yards area to the north and east, and West Chelsea to the south.

The Commission recognizes that the plan for the WRY site in the 2009 Rezoning outlined important objectives but was developed without a full understanding of the complexities involved with constructing massive decking over operational rail yards. The Commission recognizes that the applicant has cited that the site plan approved in 2009 is not viable for several reasons, including changing market conditions and a better understanding of the structural and mechanical constraints and requirements gained from their experience developing the ERY, which have prompted the applicant to seek the changes enabled by the special permit. The updated site plan was developed to meet the structural constraints and requirements of the site, including column placement to allow for ongoing rail operations and train car inspections, fulfillment of current seismic criteria, and provision of essential mechanical infrastructure, such as ventilation and fire suppression. The new site plan, which concentrates density along the southern and northern areas of the WRY site, aims to better support the structural constraints of the WRY site and reduce impacts to LIRR service. The ultimate design and configuration of the platform, plenum, and location of support columns will be subject to LIRR approval.

The current proposal, like the 2009 Rezoning, is intended to balance a number of competing goals. It is intended to facilitate a mixed-use development with a superior site plan on the WRY site, including more than five acres of Public Open Space that will be integrated into the Hudson Yards area. It is also intended to provide financial support to the WRY site's public-sector owner, the MTA. Finally, it is meant to promote the goal of economic integration on the redeveloping West Side. The Commission recognizes that the applicant is honoring its commitments as part of the 2009 Points of Agreement to provide 324 affordable housing units, the remainder of the total required units agreed to be developed at the ERY and WRY sites. In the 2009 Rezoning the City and State recognized the high cost of providing affordable housing on a platform developed over an active rail yard. The Commission believes that the proposed project, as modified, achieves its goals and demonstrates a reasonable balance among potentially competing considerations.

The applicant has proposed a new plan for the WRY site that features up to three towers in the Gaming Facility Scenario and up to five towers in the Alternative Scenario, each totaling 5.7 million square feet of floor area, arranged around over five acres of new Public Open Space and connected to a surrounding network of open spaces. While the Commission believes that the proposed site plan is superior and the density and mix of uses are appropriate for the area, the Commission has identified an aspect of the proposal, the bulk and massing of the Site C podium in the Alternative Scenario, discussed in detail below, that it believes warrants modification. As certified, the Site C podium in the Alternative Scenario negatively impacts the pedestrian experience in the Public Open Space with a large, uninterrupted podium that is almost the entire length of and wider than a city block. Therefore, the Commission modifies Site C in the Alternative Scenario by adding a midblock connection from West 33rd Street to the Public Open Space, making an existing recess at the southeast corner open to the sky, requiring an additional recess along the southern façade, lowering part of the base and podium heights. These modifications will improve pedestrians' relationship to the Public Open Space by providing greater articulation of the podium and a through block connection that improves navigation of the public realm.

The Commission believes that the proposed plan, as modified, will enhance the neighborhood by respecting key urban design principles that informed the 2009 Rezoning, by including a mix of

uses, organizing the buildings around over five acres of Public Open Space, variations in the tower heights to ensure a dynamic contribution to the city skyline, an active and pedestrian-friendly streetscape, and connecting to the High Line.

The Commission is pleased with the mixed-use character of the Western Rail Yard Site and believes that the development will positively contribute to the ongoing development of Hudson Yards. The proposed nearly 5.7 million-square-foot development will contain approximately 1.1 to 1.4 million square feet of residential space, 4.2 to 4.5 million square feet of commercial space, including office and retail uses, and a public school, day care, and space for a local cultural arts institution, per its commitment as part of the Points of Agreement associated with the 2009 Rezoning. The mix of uses will differ in the Gaming Facility Scenario from the Alternative Scenario. While the gaming facility, which includes a hotel in the Gaming Facility Scenario, is not subject to the Commission's approval, in the Alternative Scenario, the applicant's potential future hotel use will be subject to the Commission's approval via a special permit pursuant to ZR 74-152. The Commission notes that in both scenarios the applicant proposes to include both market rate dwelling units and 324 affordable dwelling units (committed to in the Points of Agreement associated with the 2009 Rezoning), which will contribute much-needed additional housing at a time when the City is experiencing a housing crisis. The Commission notes that the zoning at the development site allows for up to 8.0 FAR of residential space – much more than is currently proposed – and urges the applicant to explore whether additional housing could be located on the WRY site.

The Commission believes that the applicant, WRY Tenant LLC, has proposed a mixed-use plan that improves the Public Open Space configuration and pedestrian experience of the space when compared to the 2009 Rezoning. The proposed development removes the private streets and two building sites in the center of the site plan included in the 2009 Rezoning and the Commission is pleased by the resulting uninterrupted, cohesive Public Open Space in the center of the WRY site. In addition, the Commission is pleased with the WRY site's integration with the High Line, which runs along its southern and western edges. The extensive landscaping, seating, planting and other public amenities such as public restrooms will be provided throughout the Public Open Space. The design of the Public Access Areas, which includes the Public Open Space is yet to be finalized; however, the design requirements included in the amended Restrictive Declaration

closely tracks the regulations for the WRY site contained in the existing zoning. The Public Access Areas design will be subject to a future Chair Certification to ensure a high-quality open space and phasing plan. The Commission believes this Public Open Space totaling over 5.6 acres, and an additional 0.67 acres of Public Access Area in the Alternative Scenario, as modified, will be a major attraction.

The Commission is further pleased with the building massing, as modified herein, for the Western Rail Yard Site. The proposed building heights will be higher than those in the 2009 Rezoning and building heights along West 33rd Street and West 30th Street will be taller closer to Eleventh Avenue and shorter closer to Twelfth Avenue, similar to the 2009 Rezoning. The Site C podium design in the Alternative Scenario, as modified, incorporates a midblock connection and large recesses at the southern corners of Site C and at the southern end of the midblock connection, all open to the sky. This updated design provides greater articulation of the podium that improves the relationship to Public Open Space and reduces the perceived scale.

Several approvals are necessary to facilitate the redesign of the WRY site and the gaming facility and Alternative Scenarios: a special permit for modification of height and setback regulations, a text amendment, a City Map change, and an amended Restrictive Declaration.

Zoning Special Permit (C 250099 ZSM)

The Commission believes that the proposed zoning special permit pursuant to ZR 93-58, as modified herein, is appropriate.

There are two scenarios included in the special permit, a Gaming Facility Scenario and an Alternative Scenario. In the Gaming Facility Scenario, the Commission does not have purview over Site C, which is a proposed gaming facility subject to a license from the New York State Gaming Facility Location Board. Gaming facilities awarded a license in certain districts, including C6-4 zoning districts, are considered to be automatically conforming and complying with zoning's use and bulk regulations. Therefore, the Commission is not reviewing Site C in the Gaming Facility Scenario. It does, however, have purview over everything else in the Gaming Facility Scenario, which matches the Alternative Scenario except for Site C, and purview over the entire Alternative Scenario, which includes the use and bulk of buildings on Site C.

The Commission recognizes that the WRY site presents both a unique opportunity to develop such a large site on Manhattan's Far West Side and unique challenges associated with the technical and economic requirements associated with building a platform and development over 13 acres. Further, the Commission recognizes that the bespoke zoning regulations associated with the 2009 Rezoning do not allow for the flexibility in programming for a different mix of uses that the applicant seeks and that the FAR regulations allow.

The Commission believes that the proposed plan, as modified herein, meets the conditions of the special permit. The distribution of bulk on the zoning lot, as modified herein, is improved and the urban design control notes included in the special permit drawings ensure that each development site reflects a high-quality design that benefits the overall site plan and experience of residents and visitors to the WRY site. While the new distribution of bulk will generate significant adverse shadow-related impacts at two open spaces, these impacts are consistent with the shadow-related impacts anticipated in the 2009 FEIS. The Commission believes that the resulting arrangement of Public Access Areas on the zoning lot results in better site planning, with the building sites centered around a single, cohesive, and parklike open space. The existing regulations regarding base heights, setbacks, and overall building heights will be largely maintained but modified to facilitate the applicant's updated mixed-use design, combined with the less restrictive building envelopes are consistent with the goal of the special district to provide flexibility of architectural design and encourage more attractive building forms. Additionally, the streetscape will be enhanced by the proposed project, with street wall regulations and use requirements modified in specific circumstances to respond to site planning constraints and to allow for flexibility and variety in design of the streetscape. Finally, the modification of the curb cut widths is necessary to accommodate a turnaround area for fire apparatus and other vehicular traffic.

Modification of Use Regulations (ZR 93-10)

The Commission believes that the modification of the use regulations, including ZR 93-14 and Map 4 in Appendix B ZR 93, at Sites A and B, and Site C in the Alternative Scenario, pursuant to the applicant's text amendment (N 250098 ZRM), is appropriate for the WRY site. The Commission believes that the need to respond to site planning constraints and allow for

flexibility and variety in design of the streetscape warrants a decrease the minimum retail requirement, an increase in the allowed lobby area, a modification of the transparency requirements, and greater range of where loading and parking uses can be located. The urban design control notes related to street frontages, which includes frontages facing the publicly accessible open space, located in the special permit drawings ensure that each development site has a high-quality, active streetscape design that is inviting to pedestrians.

The Commission believes that modifying the blank wall requirements is appropriate. The blank wall treatment requirements in the urban design control notes largely reflect the existing regulations while also accommodating the specific ventilation requirements and mechanical infrastructure required for development above an active train yard. The Commission is pleased with the requirement that ventilation or other building infrastructure located next to Public Open Space must be separated, screened, or located at a height above 20 feet. The Commission believes that the required blank wall treatments for all frontages subject to street wall regulations, including frontages along the open space on Site C in the Alternative Scenario, will help ensure an active and lively streetscape. The Commission also believes that the requirement to separate, screen, or locate mechanical ventilation and infrastructure above 20 feet when such elements are located adjacent to the Public Open Space to further improve the pedestrian comfort and usability of the Public Open Space.

At Site A, the reduction in the minimum glazing requirement is appropriate to provide the applicant's stated need for flexibility while also ensuring an active pedestrian experience facing the Public Open Space.

At Site B, that the modification of the ground floor level use and transparency requirements is appropriate. The modification of ground floor level use requirements includes that parking and/or loading entrances or exits will be permitted within the minimum qualifying depth, where they are usually prohibited. This is appropriate given the applicant's stated need for flexibility to deal with site and infrastructure constraints. The modified transparency requirements require a high degree of transparency facing the High Line and a 50 percent minimum transparency along other street frontages. These requirements will ensure an active and pedestrian-friendly streetscape.

At Site C in the Alternative Scenario, the Commission believes that the modification of ground floor level use and transparency requirements is appropriate. The modification of ground floor level use requirements includes that parking and/or loading entrances or exits will be permitted within the minimum qualifying depth, where they are usually prohibited. This is appropriate given the applicant's stated need for flexibility to deal with site and infrastructure constraints. While there is an overall decrease in required retail usage, the 100 percent retail usage at the two southern corners will encourage a lively streetscape for pedestrians in and around the development site. These modifications are appropriate to activate key areas of the building's street frontage to encourage the activation of the Public Open Space, street, and Site C building for pedestrians.

At Site C in the Alternative Scenario the minimum transparency requirements are modified. The transparency requirements are modified to require a higher percentage of minimum transparency at the southern corners of Site C and a lower percentage of minimum transparency along other areas of the street frontages. Concentrating transparency requirements at key locations ensures that key areas of Site C in the Alternative Scenario contribute to an overall active streetscape while still allowing for flexibility and variety of architectural design. Additionally, as part of the Commission's modifications to Site C, a 50 percent transparency requirement will be required facing the Midblock Connection in the urban design control notes of the special permit to promote an active and pedestrian friendly connection from West 33rd Street to the Public Open Space.

In general, the use modifications, as modified by the Commission, will allow the flexibility needed to deliver a vibrant, high density mixed-use development containing a commercial, residential, and a community facility uses, and open space while ensuring the activation of the WRY site's street and Public Open Space frontages for pedestrians.

Modification of Height and Setback Regulations and Related Restrictions (ZR 93-56)

The Commission believes that the modification of the height and setback regulations for Subdistrict F in ZR 93-56 and related restrictions, as modified by the Commission, is appropriate. The regulations included in the special permit regarding building location and height and setback rules, such as base height, street wall location, and street wall recess

requirements and tower controls, such as maximum floor plate area, maximum length and height, and tower top articulation, as modified herein, are appropriate to facilitate a redesign of the WRY site. The Commission believes the regulations, as modified herein, effectively control the distribution of bulk on the WRY site while allowing for future design and programming flexibility.

The proposed development redesigns the site plan from six parcels, as shown on Map 2 in Appendix B of the Special Hudson Yards District Regulations, with up to eight towers to a three-parcel site plan with up to five towers in the Alternative Scenario. The three sites concentrate the density along the northern and southern ends of the WRY site, with Site A located at the southwest corner, Site B located at the southeast corner, and Site C extending almost the entire length of West 33rd Street at the northern end of the WRY site. This configuration allows for a cohesive Public Open Space uninterrupted by building sites or privately owned, publicly accessible streets in the center of the development site, unlike the existing Public Access Areas shown in Map 3 in Appendix B of the Special Hudson Yards District Regulations. The special permit designates areas within the development site where buildings may be located. Regulations regarding maximum base height and setbacks above such maximum base height (with respect to Site B), maximum building heights, and maximum building widths are also included in the application for the special permit, as certified.

The Commission believes that the general requirements included in the modification of the height, setback and related regulations of the building sites to be appropriate. While the tower top articulation requirements in the special permit are less prescriptive than the tower top articulation requirements included in the 2009 Rezoning, the requirements still mandate a level of articulation that ensures a high-quality design while providing the applicant with their desired flexibility for design.

The Commission believes that the transition height requirements that are waived as part of this special permit are appropriate. The Commission notes that there are fewer sites and towers across the development site in both the gaming and Alternative Scenario and the special permit includes maximum heights for Sites A and B in the Gaming Facility Scenario and all the sites in the Alternative Scenario, unlike the lack of height limits for most sites in the 2009 Rezoning.

This eliminates for a specific rule mandating the relationship of heights between the towers. The Commission notes the maximum heights do step down closer to the Hudson River, with taller towers allowed closer to Eleventh Avenue.

The Commission believes that the modifications of the street wall requirements as part of this special permit are appropriate. The modifications allow for flexibility and variety of architectural design. In general, the modifications increase the percentage of street wall that may have recesses and adjust the maximum and minimum base heights to allow for a broader range of building base designs within the maximum permitted building envelopes under the special permit. The street wall requirements included in the special permit, as modified for Site C in the Alternative Scenario below, ensure well-defined street walls along many of the development site's street and Public Open Space frontages while also providing for appropriate podium base heights and setbacks, and articulation to ensure variety in the pedestrian experience along and within the development site.

Site A

The Commission believes the height and setback regulations for Site A are appropriate. Site A, is located at the southwest corner of the site, with West 30th Street to the south and Twelfth Avenue to the west, and is most similar to Site 5 in terms of both location, design, and residential use. Site 5 height and setback regulations are in ZR 93-567. The Commission recognizes the importance of Site A, given that this is the only building allowed to straddle the High Line and that the regulation requiring no portion of the Site A building be located within five feet of the edge of the High Line from the level of finished grade to a level of 50 feet above the level of the High Line bed is appropriate to create a clear open space, or portal, above the High Line bed. These regulations also include that the gross area of any story within that portion of a building or other structure located east of the High Line and above the grade and up to a height of 50 feet above the High Line bed will have a maximum of 14,500 square feet located east of the High Line and 700 square feet located west of the High Line. At Site 5 in the existing regulations, the gross area of any story within that 50 feet by 50 feet area around the High Line is limited to 5,000 square feet east of the High Line and 700 square feet west of the High Line. The maximum floor plate above 50 feet from the High Line bed will be 20,000 square feet. This is an

increase from the maximum floor plate above 50 feet from the High Line bed for Site 5, which was 12,000 square feet.

The maximum floor plate dimensions are appropriate since they also take into consideration the relationship between the Site A building and the High Line. These regulations provide that above the grade up to a height of 50 feet above the High Line bed, the maximum floor plate can go 250 feet in any direction, but only 60 feet in any direction located west of the High Line. The maximum floor plate will be 250 feet in any direction 50 feet above the High Line bed. The maximum height for Site 5 in the existing regulations is 350 feet, and will be 1,180 feet for Site A. The Commission believes that given WRY site redesign from six development parcels to three, the larger base height, maximum floor plate, and height is appropriate to accommodate the increased density at Site A.

Site B

Site B fronts onto Eleventh Avenue, onto the High Line, and onto the Public Open Space to the north and west and is most similar to Site 6 in the existing regulations. Site 6-specific height and setback regulations are located in ZR 93-568. The Commission believes that the special permit effectively deals with these various conditions by including rules that regulate the Site B building's relationship to the Public Open Space. The special permit requires a minimum 60-foot and maximum 150-foot street wall along all frontages, which is an increase in the maximum base height from 90 feet. Along the north frontage of the publicly accessible Public Open Space, there is a minimum required initial street wall setback of 25 feet up to a height of 60 feet. The Commission also notes that the special permit retains regulations regarding the street wall below the High Line that aligns with the regulations from the 2009 Rezoning, ensuring an appropriate relationship between the street wall and the High Line. The Commission believes that these modifications to the street wall regulations at Site B allow more density to be accommodated at Site B while still ensuring a high-quality design.

There are recess requirements for the street walls at Site B facing Eleventh Avenue, the Public Open Space (north frontage), the Public Open Space (west frontage), and West 30th Street, with an initial street wall recess of a minimum of 15 feet for a height of 35 feet above the level of the High Line bed. The recess requirements allow for varying percentages of the aggregate street

wall to provide recesses ranging from three to 35 feet at any level. The recess percentage for each street wall are inclusive of building entrance recesses of minimum 30 feet in length, a height of up to two stories, and certain depths described for each street, with no restriction on the location of recesses. The existing street wall recesses regulations in ZR 93-562 require 20 to 30 percent of the aggregate width of street walls to provide minimum recesses for most of the building sites. The Commission believes that the street wall regulations for the special permit provide an appropriate level of articulation and variability while still allowing for flexibility.

The Commission believes that the maximum height of 1,376 feet and the maximum floorplate of 47,500 are appropriate, given the high density context, access to transit, and open space in the surrounding area. The equivalent Site 6 included two towers that did not have a maximum height but did have a maximum aggregate floorplate of 24,000 square feet. The Site B tower is also required to have an initial setback of 10 feet along West 30th Street by the High Line. The tower setback along Eleventh Avenue and the west frontage to the Public Open Space is 15 feet required, and there is no required setback along the north frontage to the Public Open Space, where the tower hangs over the base. The current regulations at Site 6 require a 15-foot setback at Eleventh Avenue, the High Line and the West 31st Street extension. The Commission believes that these modifications to the height and setback regulations at Site B allow more density to be accommodated at Site B while still ensuring a high-quality design.

The Commission recommended that the applicant move the day care and public school entrances above the design flood elevation to ensure the safety of children in the event of emergency flooding conditions. The Commission is pleased that the applicant has determined that the day care and public school entrances can be moved.

Site C

The Commission acknowledges that in the Gaming Facility Scenario the applicant has identified Site C as the area where they intend to locate a gaming facility, should they be awarded one of the three gaming licenses being issued by the State. In the event that the applicant is awarded a gaming license, the gaming facility would be considered to be automatically conforming and complying with zoning and not subject to this special permit. Therefore, the Commission is only considering aspects of the proposal related to Site C in the Alternative Scenario.

The Commission notes that Site C is one of the largest changes from the site plan in the 2009 Rezoning, going from two sites on the northern part of the WRY site to one larger site that spans almost the entirety of West 33rd Street. The Commission believes that the height, setback, and related regulations for Site C in the Alternative Scenario, as modified herein, are appropriate.

During the public review process, the Commission received testimony from a variety of stakeholders regarding the size and configuration of Site C in particular, especially as it related to the Public Open Space in the middle of the WRY site and along the High Line. The Commission recognizes that changes to the 2009 site plan are necessary and appropriate, however the sheer size of the Site C development and, in particular, the monolithic scale of the Site C podium, not only represent a dramatic departure from the vision of the Western Rail Yards plan from 2009 but also results in an imposing massing that would overwhelm the Public Open Space, restrict pedestrian flow through the site, and lack variation in scale and texture that are essential components of good urban design on a site as prominent as this. The Commission recognizes the footprint of Site C indicates the maximum area in which the building podium could be located, and that the certified application included significant urban design regulations requiring street wall recesses to mandate articulation, as well as a carveout of the southwest corner of Site C to increase openness on the western edge of the site adjacent to the High Line. However, the Commission shares the public's concern regarding the size and bulk of Site C and believes further modifications are necessary to address concerns.

Given this, the Commission herein modifies the special permit to Site C in the Alternative Scenario to reduce the size and scale of the podium. The Commission's modification includes a Midblock Connection and Corner Open Area, both of which will be fully public areas and open to the sky. The Midblock Connection and the Corner Open Area will be included in the Public Access Areas as pedestrian ways and will be subject to the design criteria for Public Access Areas in the amended Restrictive Declaration.

The Commission notes that one significant component of the 2009 site plan that was not reflected in the certified application was the presence of a north-south pedestrian connection across Site C that provides access between the Public Open Space and West 33rd Street. The Commission believes this connection to be important to both provide important pedestrian

connectivity on a site as large as this as well as being a means to subdivide the massive scale of the Site C development into two sites of more appropriate size and massing. The Commission therefore is modifying the special permit for Site C in the Alternative Scenario to require a Midblock Connection that will provide pedestrian access between West 33rd Street and Public Open Space on the WRY site. The Midblock Connection will be a minimum of 60 feet wide, measured in the east-west direction, running north-south from West 33rd Street to the open space, and be located in a zone between at least 265 feet west of Eleventh Avenue and at least 235 feet east of Twelfth Avenue. Where it adjoins the Public Open Space at the southern edge of Site C, the Midblock Connection will enlarge to be a minimum of 180 feet wide and 60 feet deep measured perpendicular from the Public Open Space. The Midblock Connection may include grade changes as necessary to accommodate uses below the midblock connection for rail infrastructure or the buildings on Site C, provided that such grade changes accommodate universal access. In addition to the requirement to provide pedestrian access connecting the Open Space with West 33rd Street, the Midblock Connection will also have required amenities such as required seating, landscaping, and a minimum of one entrance on either side of the Midblock Connection.

Additionally, the Commission modifies the special permit in the Alternative Scenario to make the recess at the southeast corner of Site C, which was included in the certified application, open to the sky. This recess, described as the Corner Open Area, will provide additional pedestrian circulation between Eleventh Avenue and the Public Open Space and requiring the space to be open to sky will ensure that it provides a valuable additional public area that maximizes light, air, and openness, while also inviting pedestrians from Eleventh Avenue into the Public Open Space at the center of the site. The Corner Open Area will have a minimum depth perpendicular to Eleventh Avenue of 25 feet and a minimum width along Eleventh Avenue of 110 feet, and it will be adjacent to the Public Open Space.

The Commission further modifies the urban design control notes for Site C related to façade recesses to address concerns related to the scale of the Site C massing. The Commission adds a requirement that any façade length greater than 300 feet will be required to incorporate an additional recess that is 15 feet deep and 30 feet wide, along the southern frontage facing the open space. The recess requirements for the street walls at Site C apply to Eleventh Avenue, the

Open Space (south frontage), the Open Space (west frontage), and West 30th Street. The recess requirements allow for varying percentages of the aggregate street wall to provide recesses ranging from three to 10 feet at any level. The street wall recess rules are modified in the special permit to integrate with and reflect the new open-to-the-sky areas. The Commission believes that the street wall regulations in the special permit, as modified, provide both certainty about façade articulation requirements and flexibility for the applicant to design an architecturally distinctive building, while also taking into account the Commission’s modifications to create significant additional Public Access Areas and reduce the scale of the podium.

The Commission also modifies the street wall regulations and podium height of the special permit for Site C in the Alternative Scenario. The maximum base height of the Midblock Connection will be 100 feet, and that height will wrap around to the Midblock Connection, ensuring an appropriate sense of scale and openness within the space. Around the Midblock Connection the maximum street wall height within 60 feet of the Public Open Space will be 120 feet, and facing West 33rd Street the maximum street wall height within 30 feet of the Midblock Connection will be 100 feet. The Commission modifies the podium envelope to reduce the maximum street wall height from 150 feet to 120 feet for much of the podium, including facing the Public Open Space beyond 265 feet of Eleventh Avenue, facing West 33rd Street beyond 265 feet of Eleventh Avenue, and facing Twelfth Avenue. For this portion of the podium the maximum podium height will also be reduced from 200 to 180 feet. The remaining portion of the podium (facing the Public Open Space within 265 feet of Eleventh Avenue, facing West 33rd Street within 265 feet of Eleventh Avenue, and facing Eleventh Avenue) will retain the same maximum street wall height of 150 feet and the maximum street wall height of 180 feet and maximum podium height for the 200 feet, as certified.

The Commission believes that the building envelope, as modified, is appropriate. Site C in the Alternative Scenario allows for up to three towers, with a maximum height of 835 feet, up to 480 feet east of Twelfth Avenue, and a maximum height of 1,194 feet, up to 320 feet west of Eleventh Avenue. The addition of the open-to-the sky Midblock Connection modifies the building envelope by creating two building areas separated by 60 feet. As a result, the building envelope and urban design control notes in the special permit more closely align with the regulations for Sites 1 and 2 in the 2009 Rezoning, including ZR 93-563 and 93-564. Sites 1 and

2 do not include a maximum height, but Site 1 has a maximum floor plate of 40,000 square feet and Site 2 had a maximum floor plate of 12,000 square feet. The maximum floor plate for Site C is 49,000 square feet.

The Commission believes that the modified Site C design in the Alternative Scenario establishes a scale and proportion of the podium and the Midblock Connection that is appropriate for pedestrians. The Commission believes that the modified design also ensures clear legibility of the Midblock Connection that assists in the intuitive navigation of the public realm. Most importantly, the updated design provides greater articulation of the podium that improves the relationship to the Public Open Space and reduces the perceived scale of the Site C podium.

Tower Top Articulation

Finally, the Commission believes that the waiver of the existing tower top articulation requirements is appropriate. The urban design control notes in the special permit will require all towers that exceed 350 feet to have the uppermost 10 percent of the building height, including rooftop mechanical structures, be defined as the “Tower Top Zone.” Within the Tower Top Zone, a minimum of 15 percent of the area of the profile changes will be required to remain open to the sky in the north and south elevation views, and the profile boundary will be measured from the outermost exterior tower extents above a height of 350 feet. For portions of a building or other structure within the Tower Top Zone, the average lot coverage for all tower stories within the zone will not exceed 85 percent. The “Upper” and “Lower” Tower Top Zones from the 2009 Rezoning are consolidated into a single Tower Top Zone and other requirements are streamlined or modestly reduced. The Commission believes that the changes to the requirements that allow for more design flexibility are appropriate.

Modification of Measurement of Building Heights (ZR 93-561)

The Commission believes that the establishment of a single level of +33.66 feet, which is equivalent to the top of the platform to be constructed over the active rail yard, as the reference plane for the applicable regulations relating to the measurement of building heights within Subdistrict F is appropriate. Given the wide variation in topography across the WRY site that the

use of a single reference plane across the development will ensure clear and consistent application of the various height and setback regulations across the development site.

Waiver of Public Access Requirements for Special Sites (ZR 93-70, inclusive)

The Commission believes that a waiver of the applicable Public Access Area requirements for Subdistrict F is appropriate and results in better site planning. The design requirements from the 2009 Rezoning reflect the six-parcel site plan. The Commission is pleased by the centralized and cohesive Public Open Space enabled by the site plan included. The elimination of the privately accessible public streets enables this cohesive design and makes for a more pedestrian-friendly experience that will reduce the potential for conflicts between pedestrians and vehicles. The mandatory design elements from the 2009 Rezoning will be incorporated into the amended Restrictive Declaration in a manner that will apply to the new site plan in the special permit. Unlike the design required under the existing zoning – which is intersected by private streets and includes building footprints in the middle of the development site – the proposed Public Access Areas design is intended to concentrate the Public Open Space in a single, cohesive public space oriented in the middle of the development site, with no private streets running through it.

Further, the Commission is pleased to see that the design requirements and Chairperson of the City Planning Commission certification approval framework for the Public Access Areas is included in the amended Restrictive Declaration. The amended Restrictive Declaration also provides that the Chairperson may allow for a phased development of Public Access Areas and connect the completion of those Public Access Areas in association with the development or enlargement of a building or buildings within each phase. The Commission notes that given there are two development scenarios, it is appropriate to have the option of a phased development of Public Access Areas that can be tailored to the applicable development scenario after site and landscape plans are finalized to ensure that the public benefit is maximized.

Waiver of Publicly Accessible Open Space Requirements (ZR 93-75)

The Commission believes that a waiver of ZR 93-75 (and Map 3 - Public Access Area Plan), which establishes general design requirements for the Public Open Space to be located on the development site, is appropriate. Consistent with the existing building location rules, these

requirements assume a six-parcel site plan for the development site and would result in discrete open spaces intersected by private streets and punctuated by the building footprints in the middle of the site. This layout is inconsistent with the design in the special permit for the public open space, which concentrates the Public Open Space in a single, cohesive open space in the middle of the development site, without any interruptions by private streets. Accordingly, a waiver of these requirements will facilitate the proposed design for the Public Access Areas. The specific design elements for the Public Access Areas will be governed by the design requirements set forth in the amended Restrictive Declaration.

Waiver of Publicly Accessible Private Streets and Pedestrian Ways Requirements (ZR 93-76)

The Commission believes that a waiver of ZR 93-76, which requires publicly accessible private streets and pedestrian ways in Subdistrict F is appropriate. The private streets mandated by these regulations are extensions of West 31st and 32nd Streets served by curb cuts along Eleventh Avenue and linked by a paved connection running north-south to provide access between the streets for emergency vehicles. The pedestrian way mandated under the existing regulations consists of a corridor along the northerly sidewalk of West 30th Street adjacent to the area below the High Line (the “West 30th Street Corridor”). The existing regulations also require a 60-foot-wide midblock connection between Site 1 and Site 2, connecting West 33rd Street to the West 32nd Street extension.

The site plan in the special permit concentrates open space in a single, cohesive area, with an emphasis on placemaking the Public Open Space instead of the inclusion of streets. Therefore, the Commission believes that a waiver of these requirements to facilitate the proposed design for the public open space is appropriate. However, the West 30th Street Corridor will be provided under the proposed plan, as set forth in the amended Restrictive Declaration.

In addition, the Commission notes that Site C in the Alternative Scenario has been modified by the Commission to include the Midblock Connection and the Corner Recess Area, as additional pedestrian ways that will be provided for in the amended Restrictive Declaration.

Waiver of Design Criteria (ZR 93-77)

The Commission believes that a waiver of ZR 93-77, which contains a list of minimum design standards for the Public Access Areas in Subdistrict F, is appropriate. These design criteria address such issues as seating, planting, paving, lighting, bicycle parking, and public restrooms, among other things. The design for the Public Access Areas will substantively meet or exceed these design standards, but some of the standards make specific reference to elements of the prior design for the open space (e.g., private streets and development parcels 1 through 6) that will no longer be present in the proposed design. Changes are necessary in order to link the design standards to the design for the public open space. These technical changes will be addressed in the design requirements for the public open space set forth in the amended Restrictive Declaration.

In addition, the Commission notes that Site C in the Alternative Scenario has been modified by the Commission to include the Midblock Connection and the Corner Recess Area, as additional pedestrian ways that will be provided for in the Public Access Areas design requirements as set forth in the amended Restrictive Declaration.

Waiver of Site and Landscape Plans for Public Access Areas in Subdistrict F (ZR 93-78)

The Commission believes that a waiver of ZR 93-78, which sets forth the approval framework required for the Public Access Areas, is appropriate. In particular, that the Chairperson of the City Planning Commission must certify that site and landscape plans for the public open space comply with the applicable design requirements. Because the design requirements are no longer compatible with the site plan configuration or the design for the open space included in the special permit, a waiver of this section is appropriate. The regulations of ZR 93-78 will be replaced with a similar framework in the amended Restrictive Declaration.

In addition, this section states that the City Planning Commission Chairperson may allow for the phased development of Public Access Areas, or portions thereof, upon certification to the Commissioner of Buildings that site and landscape plans have been submitted that provide for the completion of Public Access Areas in association with the development or enlargement of a building or buildings within each phase. This framework will be incorporated into the amended Restrictive Declaration. The applicant will subsequently submit one or more applications for certifications by the Chairperson of the City Planning Commission of the site and landscape

plans that provide for the completion of Public Access Areas in association with the development of the given building within each phase.

Modification of curb cut widths (ZR 13-242)

The Commission believes that the modification of the curb cut width on the western end of the elevated portion of West 33rd Street is appropriate. The single, large curb cut of approximately 150 feet for the cul-de-sac at the elevated portion of West 33rd Street will accommodate a turnaround for fire apparatus and other vehicles. Absent this modification, the turnaround could not be provided. The larger curb cut helps ensure public safety and functioning vehicular traffic.

Zoning Text Amendment (N 250098 ZRM)

The Commission believes that the proposed zoning text amendment to ZR 93-58 to allow for modifications to ZR 93-10 (Use Regulations), ZR 93-70 (Public Access Requirements for Special Sites), ZR 13-242 (Maximum width of curb cuts), and allow the Commission to establish an appropriate level or levels as the reference plane for applicable regulations relating to the building heights within Subdistrict F is appropriate. The zoning text amendment will allow the full extent of the modifications and waivers sought by the applicant in the related zoning special permit to facilitate construction of the proposed development in both the Gaming Facility Scenario and the Alternative Scenario.

City Map Change (C 250024 MMM)

The Commission believes that the proposed amendment to the City Map is appropriate. This action will facilitate the change of grades on West 33rd Street between Eleventh Avenue and Twelfth Avenue, resulting in an upper and lower portion of West 33rd Street and turnaround on the western end of the elevated portion of the street. The existing grade creates an uninviting pedestrian experience, with the southern frontage of the street consisting of a concrete barrier wall extending the length of the block which separates the sidewalk from the LIRR trains and tracks within the property line of the development site. Any proposed development would have to maintain a blank wall condition because the ground floor would need to be at an elevation that provides adequate clearance for the trainyard below.

Elevating the grade of the street will allow the street to align with the elevation of the proposed ground floor to create a better pedestrian experience by eliminating a long, blank wall condition and foster a more active streetscape, enabling street-level entrances to the buildings and the midblock connection open space on the development site. The public access easement at the turnaround will provide for vehicular turning and also provide a necessary pedestrian route to safely connect between the southern frontage of the street and the open space on the development site, including the High Line. The public staircase and elevator the applicant plans to construct at the intersection of West 33rd Street at the intersection with Twelfth Avenue will connect with the lower level of West 33rd Street.

The construction of the elevated street will require certain infrastructure such as retaining walls, and maintenance easements in order to ensure proper maintenance of the raised street. The Commission recognizes the importance of the applicant to cause to be provided to the City all infrastructure necessary to effectuate the proposed change in street grade, built to City standards, at no cost or expense to the City, and the importance of future access for maintenance purposes. This amendment to the City Map should not be filed until the applicant has arranged for the construction and maintenance of this infrastructure.

Given that the elevation of West 33rd Street is necessary and critical to the design of the proposed site plan in both scenarios, the Commission finds it appropriate to connect the approval of the amendment of the City Map to future development on the site. The Commission notes that in the event that the related special permit (C 250099 ZSM) lapses pursuant to ZR 11-42, this amendment to the City Map has not been filed with the relevant City agencies, and a gaming facility license has not been granted by the New York State Gaming Commission, the amendment to the City Map may be returned to the Commission for rescission.

Amended Restrictive Declaration (M 250100 LDM)

The Commission believes that the proposed amendment of the previously approved Restrictive Declaration, as modified herein, for the development site to address certain aspects of the current design for the project, including environmental mitigation measures and design requirements for the Public Access Areas, and a required Chair Certification to certify that the site and landscape plans of the Public Open Space and associated phasing plan are appropriate. The Commission

modifies the Public Access Area design requirements, which are included in the amended Restrictive Declaration as Exhibit J, to reflect the modifications to the Site C podium, including the Midblock Connection and Corner Recess Area. Additionally, in order to address concerns regarding wind conditions raised by the Commission and the public, the Commission further modifies the Public Access Area design requirements to include pedestrian comfort requirements intended to minimize wind impacts for pedestrians. Such measures may include wind screens, partitions, planters, trees, and other vegetation. The Commission notes that it is necessary to update the Public Access Area design requirements, given the proposed redesign of the WRY site, and that the updated design standards will closely match the current design requirements in the Zoning Resolution wherever possible. In particular, the Commission notes that any area of the building sites not covered by a building, including the additional open space created by the Commission's modifications to the Site C design, will be subject to the open space design requirements and Chair Certification. The Commission recognizes that the amended Restrictive Declaration will maintain the environmental and construction measures as well as the POA commitments associated with the 2009 Rezoning. The amended Restrictive Declaration will also include a public access easement with respect to the portion of the proposed cul-de-sac at the western end of the elevated portion of West 33rd Street that would be located within the property line of the development site.

FINDINGS

The Commission hereby makes the following findings pursuant to Section 93-58 of the Zoning Resolution:

- a) such modifications will result in a better distribution of bulk on the zoning lot and will not adversely affect access to light and air for surrounding public access areas, streets and properties;
- b) where the regulations set forth in Section 93-70 (Public Access Requirements for Special Sites) are modified or waived, the resulting arrangement of public access areas on the zoning lot results in better site planning;
- c) such modifications are consistent with the goal of the special district to provide flexibility of architectural design and encourage more attractive building forms;

- d) such modifications will result in a development or enlargement that enhances the streetscape and will be compatible with development in the surrounding area; and
- e) such modification of the regulations set forth in Section 13-242 is necessary to accommodate a turnaround area for fire apparatus and other vehicular traffic.

RESOLUTION

RESOLVED, that having considered the Final Environmental Impact Statement (FEIS), for which a Notice of Completion was issued on March 28, 2025 with respect to this application (CEQR No. 24DCP091M), the City Planning Commission finds that the New York State Environmental Quality Review Act and Regulations have been met and that:

1. The environmental impacts disclosed in the FEIS were evaluated in relation to the social, economic, and other considerations associated with the actions that are set forth in this report; and
2. Consistent with social, economic and other essential considerations, from among the reasonable alternatives thereto, the action is one which minimizes or avoids adverse environmental impacts to the maximum extent practicable; and
3. The adverse environmental impacts disclosed in the FEIS will be minimized or avoided to the maximum extent practicable by incorporating as conditions to the approval, pursuant to the restrictive declaration attached as Exhibit A to this report, those project components related to the environment and mitigation measures that were identified as practicable; and be it further

RESOLVED, that the City Planning Commission, in its capacity as the City Coastal Commission finds that the action will not substantially hinder the achievement of any WRP policy and hereby determines that this action is consistent with WRP policies; and be it further

RESOLVED, by the City Planning Commission, pursuant to Sections 197-c and 200 of the New York City Charter, that based on the environmental determination and consideration and findings described in this report, the application submitted by WRY Tenant LLC, as modified by the Commission, pursuant to Sections 197-c and 201 of the New York City Charter for the grant of a special permit pursuant to Sections 93-58 of the Zoning Resolution to modify the retail continuity and transparency requirements of Section 93-10 (Use Regulations); to modify the

building locations, height and setback, street wall locations, street wall recesses, tower requirements and the measurement of building heights requirements of Section 93-56 (Special Height and Setback Regulations in Subdistrict F); to modify the publicly accessible open space requirements of Section 93-75 (Publicly Accessible Open Spaces in Subdistrict F), the publicly accessible private streets and pedestrian ways requirements of Section 93-76 (Publicly Accessible Private Streets and Pedestrian Ways in Subdistrict F), the design criteria for the public access areas of Section 93-77 (Design Criteria for Public Access Areas in Subdistrict F) and the site and landscape public access area plans of Section 93-78 (Site and Landscape Plans for Public Access Areas in Subdistrict F); and to modify the maximum width of curb cuts requirements of Section 13-242 (Maximum width of curb cuts); in connection with a proposed mixed-use development on a zoning lot that occupies the entire block front along a wide street, located at 300 Twelfth Avenue and 675 West 30th Street (Block 676, Lots 1 and 5), in a C6-4 District, within Special Hudson Yards District (Subdistrict F), Borough of Manhattan, Community District 4, is approved, subject to the following terms and conditions:

1. The property that is the subject of this application (C 250099 ZSM) shall be developed in size and arrangement substantially in accordance with the dimensions, specification and zoning computation indicated on the following approved plans, prepared by Skidmore, Owings & Merrill LLP, filed with this application and incorporated into this resolution:

<u>Dwg. No.</u>	<u>Title</u>	<u>Last Date Revised</u>
Z-003	Zoning Analysis	04/07/2025
Z-004	Zoning Analysis – Compliance Matrix	04/07/2025
Z-005	Zoning Analysis – Compliance Matrix	04/07/2025
Z-006	Zoning Analysis – Compliance Matrix	04/07/2025
Z-007	Zoning Analysis – Compliance Matrix	04/07/2025
Z-010	Zoning Lot Site Plan	04/07/2025
Z-010A	Zoning Lot Site Plan – Alternative Scenario	04/07/2025
Z-020	Zoning Waiver Diagrams	04/07/2025
Z-020A	Zoning Waiver Diagrams – Alternative Scenario	04/07/2025

Z-101	Zoning Waiver Plan – Ground Floor at W.30 th St	04/07/2025
Z-102A	Zoning Waiver Plan – Ground Floor at W.33 rd St/ 11 th Ave- Alternative Scenario	04/07/2025
Z-103A	Zoning Waiver Plan – Mezzanine - Alternative Scenario	04/07/2025
Z-104A	Zoning Waiver Plan – Ground Upper Level at Open Space – Alternative Scenario	04/07/2025
Z-201	Maximum Building Envelope Sections	04/07/2025
Z-201A	Maximum Building Envelope Sections – Alternative Scenario	04/07/2025
Z-202A	Maximum Building Envelope Sections – Alternative Scenario	04/07/2025
Z-301A	Zoning Waiver Elevations – Alternative Scenario	04/07/2025
Z-302A	Zoning Waiver Elevations – Alternative Scenario	04/07/2025
Z-303A	Zoning Waiver Elevations – Alternative Scenario	04/07/2025
Z-304A	Zoning Waiver Elevations – Alternative Scenario	04/07/2025

2. Such development shall conform to all applicable provisions of the Zoning Resolution, except for the modifications specifically granted in this resolution and shown on the plans listed above which have been filed with this application. All zoning computations are subject to verification and approval by the New York City Department of Buildings.
3. Such development shall conform to all applicable laws and regulation relating to its construction, operation, and maintenance.
4. Development pursuant to this resolution shall be allowed only after the amended Restrictive Declaration attached hereto as Exhibit A, with such administrative changes as are acceptable to Counsel to the Department of City Planning, has been executed and

recorded in the Office of the City Register, New York County. Such amended Restrictive Declaration shall be deemed incorporated herein as a condition to this resolution.

5. The development shall include those mitigation measures listed in the Final Environmental Impact Statement (CEQR No. 24DCP091M) issued on March 28, 2025 and identified as practicable.
6. All leases, subleases, or other agreements for use or occupancy of space at the subject property shall give actual notice of this special permit to the lessee, sublessee, or occupant.
7. Upon failure of any party having any right, title or interest in the property that is the subject of this application, or the failure of any heir, successor, assign, or legal representative of such party, to observe any of the covenants, restrictions, agreement, terms or conditions of this resolution whose provisions shall be constitute conditions of the special permit hereby granted, the City Planning Commission may, without the consent of any other party, revoke any portion of or all of said special permit. Such power of revocation shall be in addition to and not limited to any other powers of the City Planning Commission, or of any other agency of government, or any private person or entity. Any such failure as stated above, or any alteration in the development that is the subject of this application that departs from any of the conditions listed above, is grounds for the City Planning Commission or the City Council, as applicable, to disapprove any application for modification, cancellation or amendment of the special permit hereby granted. Neither the City of New York nor its employees or agents shall have any liability for money damages by reason of the city's or such employee's or agent's failure to act in accordance with the provisions of this special permit.

The above resolution (C 250099 ZSM), duly adopted by the City Planning Commission on April 9, 2025 (Calendar No. 10), is filed with the Office of the Speaker, City Council, and the Borough President, in accordance with the requirements of Section 197-d of the New York City Charter.

DANIEL R. GARODNICK, Esq., *Chair*

KENNETH J. KNUCKLES, Esq., *Vice Chairman*

GAIL BENJAMIN, ALFRED C. CERULLO, III, Esq., ANTHONY W. CROWELL, Esq.,

JOSEPH I. DOUEK, DAVID GOLD, Esq., RASMIA KIRMANI-FRYE,

RAJ RAMPERSHAD, *Commissioners*

LEAH GOODRIDGE, Esq., RAJU MANN, ORLANDO MARÍN,

JUAN CAMILO OSORIO, *Commissioners*, VOTING NO



COMMUNITY/BOROUGH BOARD RECOMMENDATION

Project Name: Western Rail Yard Modifications			
Applicant:	WRY Tenant LLC	Applicant's Primary Contact:	Eugene Travers
Application #	250099ZSM	Borough:	
CEQR Number:	24DCP091M	Validated Community Districts:	M04

Docket Description:

Please use the above application number on all correspondence concerning this application

RECOMMENDATION: Unfavorable			
# In Favor: 39	# Against: 0	# Abstaining: 0	Total members appointed to the board: 50
Date of Vote: 1/6/2025 12:00 AM		Vote Location: 305 W. 44th Street	

Please attach any further explanation of the recommendation on additional sheets as necessary

Date of Public Hearing: 1/6/2025 6:30 PM	
Was a quorum present? Yes	<i>A public hearing requires a quorum of 20% of the appointed members of the board but in no event fewer than seven such members</i>
Public Hearing Location:	305 W. 44th Street

CONSIDERATION: See attached.		
Recommendation submitted by	MN CB4	Date: 1/13/2025 4:43 PM



CITY OF NEW YORK
MANHATTAN COMMUNITY BOARD FOUR

424 West 33 Street, Suite #580
New York, NY 10001
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www.nyc.gov/mcb4

JESSICA CHAIT
Chair

JESSE R. BODINE
District Manager

January 13, 2025

Dan Garodnick
Chair
City Planning Commission
120 Broadway
New York, NY 10721

Re: Western Rail Yards
Proposed Zoning Text & Site Plan Modifications
Proposed Mapping Changes
Draft Environment Impact Statement
ULURP #'s 250098ZRM, 250099ZSM, 250100LDM, 250024MMM

Dear Chair Garodnick,

At its January 6, 2025 Full Board meeting, Manhattan Community Board 4 (MCB4) voted unanimously, by a vote of 39 in support, 0 in opposition, 0 abstentions, and 1 Present-Not-Eligible, to **DENY** the proposed application and its alternative from the Related Companies for a Zoning Text Amendment, Special Permits, and Street Map Change to alter the 2009 Western Rail Yards (WRY) zoning.

The Public Hearing for this ULURP action was held at the December 4, 2024 MCB4 Full Board meeting with a continuance at the January 6, 2025 Full Board meeting. The applicant presented their proposal at two consecutive Clinton/Hell's Kitchen Land Use Committee meetings on November 13, 2024 and December 11, 2024; to the Transportation Planning Committee on November 20, 2024; and to the Waterfront, Parks and Environment Committee on December 12, 2024.

The proposal is the wrong plan for the wrong location and does not meet the pressing housing needs of the Hell's Kitchen and Chelsea neighborhoods and the City of New York.

MCB4 recommends that the applicant withdraw the application and work with all stakeholders to develop a plan that provides the needed combination of affordable

and market rate housing, is financed in a secure and successful manner, and leads the way in sustainable and safe environmental development.

MCB4 does not take this action lightly, it has not voted an outright denial on a ULURP since 1986.¹

Further, MCB4 calls upon the Governor to reevaluate this state-controlled site owned by the MTA and the block immediately to the north, between West 33rd and West 34th Streets, as a major affordable and market rate housing opportunity. Combining both sites into a single coordinated development with affordable units across all four blocks, New York State can make significant inroads in the region's affordable housing initiatives and goals.

The current proposal fails the Hell's Kitchen and Chelsea communities and New York City in notable ways:

Lack of Housing Production—Affordable and Market Rate

Today's affordable and market rate housing demands are the top priority of the City and our elected officials. These actions are clearly demonstrated by the recent lifting of residential Floor Area Ratio (FAR) cap, NYC's City of Yes rezoning, and the reform of the 421-a tax exemption into a new 485-x exemption. Over the past several years, MCD4 resident surveys to determine budget district needs have consistently placed the need for affordable housing at the top of all results.

It is antithetical to support a proposal that eliminates approximately 4,000 planned residential units. In fact, the approach should instead entail financing to make the majority of those planned apartments affordable to range of household incomes, including moderate- and middle-income families. The State and the City should participate in those financing efforts.

Financing—Dependent on Casino Approval

The applicant claims construction of new housing as envisioned in the 2009 Plan will not generate the financing necessary to support the development of this site. However, this new proposal is dependent on a casino being built on the site to obtain financing. No license has been issued for this site, and there is no guarantee that such a license will be granted. Therefore, this financing plan is speculative at best.

Unmitigated Environmental Impacts—Air Quality, Traffic, Shadows & Construction Noise

According to the draft EIS, either development scenario will result in unavoidable adverse impacts. These unmitigated negative impacts on shadows, transportation,

¹ ULURP Number: [I870091ZSM, Special Permit to Increase Height at 345 W51st Street](#)

air quality and construction noise are not limited to the Proposed Action, but also remain under the Alternative Proposed Action.

- Shadows: significant adverse shadow-related impacts on the High Line and Hudson Yards Public Space.
- Transportation: significant adverse impacts for traffic intersections, subway station elements, bus line-haul conditions, and pedestrian elements (sidewalks, corner reservoirs, and crosswalks).
- Air Quality: significant adverse air quality-related impacts with respect to mobile sources and the LIRR platform ventilation system.
- Construction Noise: significant adverse construction noise impacts at sensitive receptors in the vicinity including residential buildings and open spaces.

Lack of Quality Open Space and Impact on the High Line

The WRY public open space was designed as a series of open spaces strategically adjacent to residential buildings, with streetwalls of 50 to 150 feet, integrated back into the Manhattan street grid. The entire development was surrounded by the High Line with its unique views of the skyline and the river. Instead, the proposed open space will be flanked by 200-foot streetwalls on the north and south sides, which will be predominantly in shade and suffer from serious wind conditions.

Consolidation of the open spaces into one undivided park is supported by a subjective analysis to serve the proposed modified site plan to accommodate a casino. Of the 245,243 square feet² of proposed open space, 45,738 is existing on the High Line within the WRY. The at-grade proposed open space is 199,505 square feet. The percentage increase in the proposed plan is 11,761 square feet -- negligible at best.

Lack of Community Support

At the MCB4 CHKLU committee meeting and public hearings, the majority of public spoke against this proposed ULURP. More significantly, organized groups such as block associations, tenant associations, coop boards, and other community organizations representing a broad spectrum of community interests opposed this application. Notably the Friends of the High Line, which currently operates 20% of the proposed open space vociferously opposes these proposed changes. Not since the failed West Side Stadium plan has there been such broad and organized opposition to a proposed ULURP action.

Given the above deficiencies, this proposal is simply unfit for this site. The subject matter at hand should be how to proceed to ensure:

² The public open space is expressed in acres in the DEIS, not a frequent measurement tool for most Manhattan residents, therefore open space is referred to in square feet for clearer understanding.

- Housing production for both affordable and market rate units.
- Real funding for the development.
- An environmentally sound development.

NEW TOOLS FOR HOUSING PRODUCTION

Through the combination of NYS 12-FAR residential zoning cap lift, the NYC City of Yes rezoning, and RFP's for affordable and market rate housing on New York State owned sites, the Western Rail Yards could build a higher density residential community to make inroads into our current housing shortages.

12-FAR residential zoning cap lift

After years of debate, the State eliminated the 12-FAR residential cap. MCB4 is the only Community Board to tackle the issues surrounding higher density housing and offer solutions to the demands for such housing density. With the current high-density zoning surrounding the Western Rail Yards, this site is an opportunity to map higher density residential above 12-FAR. However, even within a high-rise plan, managing overall height matters; MCB4 welcomes housing density, but not excessive height. Therefore, MCB4 proposes to work with the State, the City and the Related Companies to devise a site plan with higher residential density for affordable and market rate housing.

City of Yes Zoning

The current City administration recently enacted a sweeping change to the housing zoning regulations with the goal of increasing housing in small increments in every part of the City. The support for this legislation was buttressed by the Governor committing significant funding for affordable housing.

As part of the approval of the City of Yes rezoning, the New York State committed \$2 billion to support the development of affordable housing. That funding is not committed to specific sites but rather is focused on developing affordable housing. MCB4 requests New York State designate a portion of this funding to leverage the construction of the WRY platform, and in exchange have the applicant increase the number of onsite permanently affordable units.

With the passage of City of Yes – Housing Opportunity, the applicant should work with the City to find solutions to the housing demands through innovative methods to develop housing on this parcel. This site is close to transit, is zoned for higher density, has reserved space for school construction, and is in a highly desirable area for residential use which are all arguments used for the passage of City of Yes.

RFP's on New York State owned sites for affordable and market rate housing

In the past 2 years New York State Empire State Development (ESD) has solicited Requests for Proposals (RFP's) for affordable and market rate housing production at three state owned sites in MCD4: the former Bayview Prison; Site K across from the Javits Center; and the Intrepid parking lot on West 45th Street and Eleventh Avenue. Two sites, Bayview and Site K, have been awarded for production of 1,400 units, of which 528 will be permanently affordable. The Intrepid parking lot RFP is expected to be

issued in the first half of 2025. All three sites were under the jurisdiction of different NYS State departments or agencies.

The Western Rail Yards is under the control of the MTA, with an option to Related for site development. Immediately to the north of the WRY, from West 33rd to West 34th Streets, Eleventh to Twelfth Avenues, is Javits Marshaling Yards, also under control of New York State. NYS needs to consider working with the MTA, the Related Companies, and Javits to create a housing plan for the full four blocks between Eleventh Avenue and Twelfth Avenue extending from West 30th to West 34th Streets.

In 1989, a Master Plan³ commissioned by the MTA, envisioned a housing and commercial development on the LIRR Layup and Javits Marshaling Yards, then known as the Caemmerer Yards. That plan included a pedestrian bridge over the highway on an axis with the main open space and West 32nd Street. With thoughtful planning, this entire four-block area would become a vibrant neighborhood for households with a wide range of incomes, providing market rate, middle-income, moderate-income and low income housing with access to transit, community benefits, and public open space, and would lead the way in the creation of thousands of new housing units.

Contradiction in Housing Policy Objectives

While the City is aggressively pursuing housing construction across the city, it is unreasonable to support a proposal that reduces the planned housing stock by almost 4,000 units in MCD4. The City Council and Mayor also recently approved the Port Authority Bus Terminal Replacement and Expansion in the heart of Hell's Kitchen residential zone in the West 30's. The residentially zoned blocks used for this new Bus Terminal complex would have produced 2,555 apartments, of which 766 would have been permanently affordable. In the center of Manhattan, these combined two public actions represent a loss of development of 6,555 apartments.

While the Port Authority Bus Terminal Replacement and Expansion serves overarching public needs for Hell's Kitchen and the entire metropolitan region, zoning changes for additional office buildings, a hotel and a casino do not.

PROPOSED FINANCING

Increased Construction Costs

The applicant has presented information from its lessons learned from building the ERY platform. That presentation and its arguments of higher construction costs and logistical challenges are reasonable explanations why the project hasn't yet proceeded.

However, the increased costs and logistical challenges for building a platform over the WRY should not be the sole grounds for altering the approved 2009 Plan. The applicant needs to work with the State, City, and local stakeholder to secure alternate and

³ [1989 Caemmerer Yards Plan](#)

additional financing resources to complete the approved plan through collaborative efforts.

Instead, the applicant offers a funding scheme dependent on the granting of a casino license that may or may not be issued by NYS. Failing that license approval, they will instead build multiple large office or hotel buildings, foregoing housing production -- both market rate and affordable-- in a housing crisis.

2009 Financing

In 2009, when the rezoning was negotiated, the applicant utilized a variety of creative funding mechanisms to accomplish their development goals. The designation of Hudson Yards as a Targeted Employment Area (TEA) allowed EB-5 Visa investors which generated equity for the developer. The development of the #7 line extension and a new subway station within the development zone was done through real estate tax increment financing by the Hudson Yards Infrastructure Corporation, through bonds. It is through similar creative financing that the applicant, along with the City and the State, should pursue means to accomplish the construction of the platform above the Western Rail Yards.

DRAFT EIS UNAVOIDABLE ADVERSE IMPACTS

The development of the Western Rail Yards, the equivalent of three full city blocks, presents an opportunity to adopt ambitious environmental standards for future generations. Unfortunately, to the contrary, the proposal will result in significant adverse impacts related to shadows, transportation, air quality, and construction period noise burdening the area's residents with a toxic environment for generations to come.

MCB4 requested during the scoping period to extend the analysis beyond the 2031 build horizon. Despite the applicant denying the use of a longer time horizon, the DEIS still concludes that this proposal simply does not work.

Shadows

The proposal would result in significant adverse shadow-related impacts to two open space resources: the High Line and the Hudson Yards Public Square and Gardens open space. The proposal would result in project-generated shadows on several other public open spaces and historic resources with sunlight-sensitive features. Consequently, the DEIS concludes that significant adverse impact would be unavoidable.

The proposed development would have to be substantially shorter and less bulky in order to avoid eliminating the limited areas of remaining sunlight that would otherwise be there in the No Action condition.

Transportation

The proposal will result in a large number of unmitigated impacts.

Of 75 traffic intersections evaluated, more than half show adverse impacts that can't be mitigated, including the Lincoln tunnel entrance at West 33rd Street and West 30th Street

and Eighth Avenue, and the entrance to Penn and Moynihan stations and Madison Square Garden arena. 29 intersections experience high crash numbers in the project area and the conditions will be worsened by the project.

For pedestrian safety, eight sidewalks, four corners, and 10 crosswalks show severe impacts that cannot be mitigated. Regular Charter and Long distance Bus passengers drop off and picked up on 11th Avenue in front the park will impact pedestrian volumes and sidewalk capacity condition that will worsen the sidewalk impacts.

This application requires the maximum amount of permitted parking for each use plus 500 spaces for the gaming facility. These requirements exceed by 68% the needs documented.

It should be noted that the CEQR methodology does not require cumulative analysis. A cumulative analysis of construction in the district was not performed to take into account other very large concurrent projects, notably the Gateway project and the redevelopment of the Port Authority of New York and New Jersey. The negative impacts from all regional development will only exacerbate the unmitigated problems.

Air Quality

The proposal would result in significant adverse air quality-related impacts with respect to mobile sources and the LIRR platform ventilation system.

The mobile source analyses determined that for PM_{2.5}, the results showed that the daily (24-hour) PM_{2.5} increments are predicted to be below the de minimis criteria. However, the maximum annual incremental PM_{2.5} concentration is predicted to exceed the annual de minimis criterion at the analyzed intersection.

In a neighborhood that experiences the third worst air quality in the city, overwhelming traffic delays and idling will generate negative impacts in the project area. Of the intersections analyzed, traffic mitigation measures were determined to be feasible at only one location, at all other intersections, the significant adverse air quality impact is deemed as unavoidable

With the existing State and City Air Quality goals for 2050 it is unconscionable that such a development be allowed to proceed.

Construction Noise

The Proposed Actions would result in significant adverse construction noise impacts at sensitive receptors in the vicinity of the proposed construction work areas, including residential buildings and open spaces. There would be no feasible and practicable mitigation measures to further reduce noise levels at buildings or units that have been identified as potentially experiencing significant adverse construction noise impacts that already have insulated glass windows and air conditioning units. Therefore, the impact would remain unmitigated.

HIGH LINE AND OPEN SPACE IMPACTS

The High Line is close to 20% of the overall open space as defined in the proposal. The application shows a total open space of 245,000 square feet which is inclusive of the 45,000 square feet of High Line that wraps around the Western Rail Yards.

Many community members voiced their opposition to the proposed project due to potential harm to the High Line. Attendees ranged from park users, park volunteers, urban planners, senior citizens and high school students, as well as numerous Chelsea and Hell's Kitchen block associations and community organizations. The majority of those who spoke to the effects of the WRY proposal of dense office and hotel development's would have on the context of the High Line, in its relationship to the proposed buildings, especially the 200-foot podium walls on the High Line. A constant refrain noted the effect on the unique views of the City's skyline from the High Line's Western Portion, along Twelfth Avenue. The overarching concern was how the High Line on the WRY would be qualitatively and irrevocably changed by the proposed height and redistributed density of the current application.

The Friends of the High Line, the not-for-profit organization legally contracted with NYC Parks Department to run and maintain the High Line Park, is in strong opposition to the proposed plan.

MCB4 has reviewed its 2009 position on the High Line as part of the then proposed WRY development. The matters resolved from those negotiations include:

- The WRY High Line has been acquired and developed by the City.
- The Eastern Railyards Spur has been preserved.
- The High Line design has been managed separately from the proposed WRY open spaces.

However, several unresolved matters include:

- Connections between the High Line and the Western Open space
- Required access points at least once every three standard City blocks, or approximately every 800 feet.
- Access points, or access easement volumes, at West 30th Street and Twelfth Avenue, at West 33rd Street and 12 Avenue, and at West 30th Street and Eleventh Avenue.
- Locations of Public Bathrooms.
- Location of Maintenance and Operation Facility

None of these unresolved matters related to improvements to the High Line have been addressed in the proposed ULURP.

The applicant is touting the consolidation of the open space as an additional benefit to the community. However, this is a purely subjective analysis with no community input such as existed in the design considerations made in 2009. The approved plan should not be altered for a development of close to 7 million square feet that merely adds 11,000 square feet of open space cast in shadows for the majority of the days.

BACKGROUND

The Western Rail Yards is a 3-block site of NYS owned land from Eleventh to Twelfth Avenues from West 30th to West 33rd Streets surrounded by the High Line on three sides. It is owned by the Metropolitan Transportation Authority (MTA) and used as a layover rail yard for the Long Island Railroad (LIRR). The Related Companies has an option for the development rights from the MTA to build an 8-building development (7 residential and 1 commercial) centered on major public open space.

In 2001, the site was proposed for a new Jets Football Stadium, to serve New York City's Olympic bid. That project was denied by the Public Authorities Control Board by members of the NYS State legislature in 2005. The site was put for bid by the MTA in 2007, awarded to the Related Companies which then pursued a rezoning from an M1-5 manufacturing zone (5-FAR) to a C6-4 commercial zone (12-FAR) for predominately residential use.

2009 Approved ULURP Plan

That plan was approved in 2009 under ULURP's N090434ZRM, C090435ZSM, C090436ZSM, C090433ZMM. Those ULURP's included a detailed site plan, embedded in the zoning, with small footprints for residential buildings, re-establishment of the streets to tie the site back into the Manhattan street grid and the surrounding neighborhood. The building heights, though high rise, sloped toward the Hudson River. The site plan was the residential counterpoint and balance of the predominately commercial development of the Eastern Railyards (approximately 4.9M SF of commercial and 1.2M SF of residential space).

That plan was for six buildings with base heights ranging from 50 feet to 150 feet, and high-rise towers ranging from 350 feet to 950 feet. The height of those towers would decrease as the buildings approached the western edge of the site closest to the Hudson River. Those buildings would produce approximately 4.8M SF of residential square footage with approximately 5,700 housing units⁴, the site also produced 1.2M SF of commercial space with street facing retail. Community benefits included a 650-seat school, 16,000 square feet of community facility for arts use and approximately 235,224 square feet of publicly accessible open space.

Lastly, the western portion of the High Line was included in the planning and zoning text. Initially, the Related Companies opposed the inclusion of the western portion of the High Line in the site and sought its demolition. That effort was opposed both by the Department of City Planning and MCB4, and its preservation was mandated in the then proposed text.

⁴ with approximately 1,100 affordable apartments both onsite and off site.

The final rezoning was also produced a community benefits agreement, **the Western Railyards Points of Agreement (WRY POA)**⁵, which included affordable housing (both onsite and offsite)⁶, anti-demolition zoning restrictions in the Hudson Yards, West Chelsea and Garment Center Special Districts, a new school, day care space, cultural space, funding the DEP park on West 48th street, funding for other neighborhood open space and neighborhood greening.

The on-site housing plan included a mix of market rate condominiums, rental units, and affordable units. The intent was to provide a mix of housing stock to create a vibrant neighborhood within close proximity to job opportunities, public transit, and integrated open space. The seven housing towers would have been oriented towards the views of the river and integrated into the traditional City Street grid.

Most important, that carefully considered detailed 2009 Plan was the product of months of negotiations agreed upon by the Related Companies, the Mayor’s office and the City Council along with key Hell’s Kitchen and Chelsea stakeholders and was aligned with the goals and needs of the overall community.

Planning for Housing Development Affordable & Market Rate

MCB4 has a long history of promoting planning for housing development. This Board is the only Community Board, out of 59 in the City, with an Affordable Housing Plan that advocates for the building of a mix of market rate, and affordable units - including moderate- and middle-income housing.⁷

This Affordable Housing Plan has resulted from decades of MCB4’s strategic planning and includes the housing units at the Western Rail Yards. The removal of 4,000 units of planned housing on this undeveloped parcel would eliminate approximately 10% of the overall MCB4 Affordable Housing Plan.

ULURP ACTIONS--OVERVIEW

Current Proposal

The current proposed plan (2024 Plan) builds a platform above the LIRR rail lines with a level grade from Eleventh Avenue to Twelfth Avenue with the western edge at 33-feet above the Eleventh Avenue grade. West 33rd Street would demapped as public street and become a private, dead end, cul-de-sac⁸, with a public access easement. The proposal revises the 2009 Plan by consolidating six buildings into three buildings. The 8-FAR would be maintained, and the overall square footage of the new proposal would remain

⁵ Copy attached as Appendix B

⁶ The approved plan included 431 affordable apartments on the WRY or Eastern Railyards (ERY) plus off-site affordable apartments to be preserved or constructed. Over the past 16 years all the off-site units have either been preserved or are currently under construction.

⁷ See MCB4 Affordable Housing Plan, revised June & July 2022, available at [MCB4 Affordable Housing Plan](#)

⁸ Requiring a ULURP approved city map change

essentially the same as the 2009 Plan. However, the composition and usage of the site would be drastically different and contradictory to the planning objectives of the 2009 Plan.

The three buildings would have podiums of 200 feet (equivalent to 20 stories) on top of which would sit three towers ranging in height from 375 feet to 1,300 feet (equivalent to 37 to 130 stories). The proposed plan includes 1.2M SF of residential, or approximately 1,500 housing units, about 2M SF of commercial, and a 2.7M SF resort including the casino and accessory uses, with a 1,750-room hotel. There is also 146,000 square feet for a school, community facility, and retail space with approximately 245,000 square feet⁹ of open space.

This percentage of commercial space versus residential is the same as the Eastern Rail Yards instead of being complementary and creating a balanced community as approved in the 2009 Plan.

By consolidating the buildings from six to three, the applicant has concentrated the open space in a single open space, oriented east to west in the middle of the Development Site, without any interruptions by private streets. The increase of overall open green space is 11,000 SF¹⁰, on this 571,600 square foot site.

The intent is that the largest of the three buildings on the northern edge along West 33rd Street would accommodate the gaming facility (casino), accessory uses, and hotel. The podium of this building would be 200-foot tall, a full avenue block, east to west (800 feet), and a street block and a half, north to south (300 feet). The resort's hotel tower would rise above this massive podium.

Alternative Proposal

Under City Environmental Quality Review (CEQR) guidelines, an alternative development proposal needs to be considered. If the casino license is not granted for this site, then an alternative under the revised zoning is being proposed. The proposed alternative plan converts the largest building along West 33rd Street with the same 200-foot-tall podium, but instead of one 1,100-foot-tall hotel tower, it would instead be three towers: a 1,194-foot-tall office building, a 835-foot-tall hotel, and a 835-foot-tall residential tower, with approximately 309 residential units. A Street Map Change of West 33rd Street would still be proposed to raise West 33rd Street to convert it to a private cul-de-sac.

Proposed Zoning Actions

The applicant is seeking a Zoning Text Amendment, Special Permits, and a Street Map Change to alter the site plan to meet their proposed new development.

⁹ Or 5.6 acres

¹⁰ Or .2 acres on this 13-acre site.

Specifically, the applicant is pursuing the following approvals:

1. **A Text Amendment to ZR Section 93-58** (Special Permit for Modification of Height and Setback Regulation) to allow the ground floor level requirements and public open space regulations applicable to the Development Site to be modified or waived
2. **A Special Permit pursuant to ZR Section 93-58** (Special Permit for Modification of Height and Setback Regulations) to modify the following regulations applicable to the Development Site:
 - a. ZR Section 93-10 (Use Regulations) with respect to ground floor level requirements regarding retail space, lobby space, and transparency
 - b. ZR Section 93-56 (Special Height and Setback Regulations in Subdistrict F) with respect to height and setback rules and building locations
 - c. ZR Sections 93-75 (Publicly Accessible Open Spaces in Subdistrict F), 93-76 (Publicly Accessible Private Streets and Pedestrian Ways in Subdistrict F), 93-77 (Design Criteria for Public Access Areas in Subdistrict F), and 93-78 (Site and Landscape Plans for Public Access Areas in Subdistrict F) with respect to the public open space to be provided on the Development Site
 - d. ZR Section 13-242 (Maximum width of curb cuts) to accommodate a turnaround for fire apparatus and other vehicular traffic at the western end of the elevated portion of West 33rd Street; and
3. **Modification to the 2009 Approved Restrictive Declaration**
For the Declaration to conform to the Proposed Project the proposed demapping of West 33rd Street as a public street, bring its lot area into property line of the Development Site and provide for a public access easement for the portion of a proposed cul-de-sac at its the western elevated end.
4. **City Map Change**
West 33rd Street would be demapped and turned into a private street with a public access agreement. The proposed City Map Change would also stablish the majority of West 33rd Street between Eleventh and Twelfth Avenues at higher elevations than presently exist. The existing slope from 32 feet to 4.6 feet above Manhattan Borough Datum would be eliminated to create an elevated private cul-de-sac to service the newly built casino and hotel. At grade access to LIRR Layup Yards would continue at Twelfth Avenue below the newly elevated private roadway.

RECOMMENDATIONS

Immediate Solutions Needed

MCB4 is interested in working together to create solutions to our housing needs by utilizing this opportunity of three city blocks of undeveloped land in Midtown

Manhattan. We recognize that the financial markets and construction situation have changed since the negotiations of 2009 that implemented the currently approved plan. At the same time the city-wide housing crisis has exacerbated. MCB4 is willing to pursue a variety of options to build even more housing, and notably more affordable housing, through continued negotiations with the developer community, the City, and the State.

The MTA which controls the land is in dire need of the promised revenue from this site. The applicant is claiming a forecasted revenue stream of approximately \$2 billion to the MTA which cannot be delayed any further. The City and State need to step in to demand that Related fulfill its 2009 written commitments.

OPTIONS TO MOVE DEVELOPMENT FORWARD

Renegotiate the Purchase Option with MTA

Related has claimed that the 2009 Plan simply can't be completed and they won't be able to provide the development as promised. MTA needs to consider a renegotiation of the lease with Related or open the opportunity for other developers to be considered for the site. Three city blocks in midtown Manhattan adjacent to the Hudson River is a desirable site to all real estate developers. The MTA should offer terms to make this development a reasonable financial investment, to Related or in conjunction with other developers to work together to find solutions to the platform construction.

Extend Development to Javits Marshalling Yards

The block immediately to the north bordered by West 33rd Street and West 34th Street is under State control. The State needs to consider a plan to develop all four blocks as housing. The 2009 WRY plan called for 5,700 apartments. MCB4 Affordable Housing Plan proposed, for the Javits Marshalling Yards a total 2,063 apartments with 618 permanently affordable¹¹. Combined with Western Rail Yards parcel, such a development could result in at least 7,763 apartments, even greater numbers with increased zoning density. These sites combined provide singular opportunity to develop affordable housing on NYS owned land for a wide range of household income levels. These sites developed together would create the scale of a new Penn South West or Battery Park City North.

Increase Housing Density

The Hudson Yards area is already zoned for high density buildings. With the state's recent removal of the 12-FAR residential cap, these blocks offer an opportunity to increase the housing density beyond the current 10-FAR as proposed in the 2009 Plan. By increasing housing density, more affordable units could be integrated with additional market rate units for an overall increase in projected revenue for the development team willing to build on this site. MCB4 has always supported zoning density increase while seeking to manage height and setbacks.

CONCLUSION

¹¹ See Appendix C, Javits Marshalling Yards, pg 96, MCB4 Affordable Housing Plan

During the public hearing sessions, MCB4 heard from many community members, a portion of which expressed support for the proposal citing job creation (especially well paying union jobs), economic revitalization, and prior positive experiences with Related. The development of both the Eastern Rail Yards and building in the adjacent Special Hudson Yards Zoning District has brought thousands of union jobs to the region. MCB4 notes that irrespective of what plan is built, union jobs will be required both in construction and operating a development on NYS controlled land.

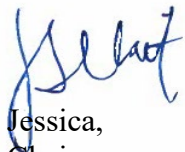
However, **the majority of the local residents expressed concern and opposition to the proposed plan, noting its impact on housing, public safety, community environment, and social services.** MCB4 appreciates all those who attended the meetings to voice their views, and to Related for attending and responding to the questions raised.

This proposal will alter the approved 2009 Plan to accommodate a casino that does not have a license. This proposed action could result in our community being left with a flawed plan with no funding to support it and an overall reduction in residential zoned square footage.

We suggest our government leaders bring all stakeholders together to produce a plan that cultivates an opportunity to knit the neighborhoods of Chelsea and Hell's Kitchen together through a thoughtful residential plan, a plan that embraces the High Line and Hudson River Park and addresses the needs and concerns of our district.

Beyond the negative ramifications to MCD4, the findings presented by the applicant to justify the Zoning Text Amendment, the Special Permits, and the City Map Change are not sufficient to support the approval of these changes. Therefore, MCB4 urges our elected officials and government leaders **deny** this proposal and all alternatives presented in the proposed ULURP actions.

Sincerely,



Jessica,
Chair
Manhattan
Community Board 4



Paul Devlin
Co-Chair
Clinton\Hell's Kitchen
Land Use Committee



Jean Daniel Noland
Co-Chair
Clinton\Hell's Kitchen
Land Use Committee

CC: Hon. Kathy Hochul, Governor
Hon Erik Adams, Mayor
Hon. Adrienne Adams, Speaker, City Council
Hon. Mark Levine, Manhattan Borough President
Hon. Erik Bottcher, City Council

Appendix A

Comments to the WRY DEIS

The following appendix are specific comments to matter presented in the WRY DEIS:

ENVIRONMENTAL IMPACTS

The development of the Western Rail Yards, the equivalent of three full city blocks presents an opportunity to adopt ambitious environmental standards for future generations. Unfortunately, to the contrary, the proposal will result in significant adverse impacts related to shadows, transportation, air quality, and construction period noise burdening the area's residents with a toxic environment for generations to come.

MCB4 requested during the scoping period to extend the analysis beyond the 2031 build horizon. Despite the applicant denying the use of a longer time horizon, the DEIS still concludes that this proposal simply does not work.

Shadows

The proposal would result in significant adverse shadow-related impacts to two open space resources: the High Line and the Hudson Yards Public Square and Gardens open space. The proposal would result in project-generated shadows on several other public open spaces and historic resources with sunlight-sensitive features. Consequently, the DEIS concludes that significant adverse impact would be unavoidable.

The proposed development would have to be substantially shorter and less bulky in order to avoid eliminating the limited areas of remaining sunlight that would otherwise be there in the No Action condition.

Transportation

Detailed analyses were prepared for vehicular traffic, transit, pedestrians, street user safety, parking, bicycles, buses, and construction transportation. Potential significant adverse impacts have been identified for traffic intersections, subway station elements, bus line-haul conditions, and pedestrian elements (sidewalks, corner reservoirs, and crosswalks):

Traffic

Traffic intersections were evaluated at 75 intersections showing adverse impacts on more than half of the intersections studied.

25 intersections are severely impacted during PM peak hour and cannot be mitigated. They include the Lincoln tunnel entrance at West 33rd Street and West 30th Street and Eighth Avenue, the entrance to Penn and Moynihan stations and Madison Square Garden arena.

Significant delays are expected at many intersections. For example, it will take 10 minutes for cars to exit the new West 33rd Street service road. And 3 minutes for west bound West 33rd street traffic to clear the signal.

It should be noted that the CEQR methodology does not require cumulative analysis. Thus the numbers provided do not reflect the queuing and gridlock caused by such volumes. The effects in real life will be much larger than represented.

All the mitigations consist in reducing the green time on the avenues and increasing it on the east- west streets. This exacerbates the existing congestion on the north-south arteries. For example, one measure would shift green time from the southbound phase to the east/west phase at West 34th Street and Ninth Avenue. Currently the east-west path is often gridlocked due to the limited capacity on West 34th street. Adding green time would worsen these conditions. For those intersections that were mitigated, the negative impact on pedestrians has not yet been studied.

Transit

Detailed analysis was conducted for the 34th Street-Hudson Yards subway station, subway line-haul conditions on the No. 7 subway line, and bus line-haul conditions on the M23 and M34 bus routes. Significant adverse impacts were identified for two stairway elements and four escalator elements.

Pedestrians

Eight sidewalks, four corners, and 10 crosswalks are severely impacted in the weekday PM peak hour; most of the impacts cannot be mitigated.

Per the DEIS, 29 intersections experience high crash numbers in the project area and the conditions will be worsened by the project. The proposed mitigation is entirely inadequate. For those intersections where conflicts exist between pedestrians and vehicles, and where DOT does not have a Street Improvement Project, new split phase signals should be installed. This is particularly important since so much more traffic is planned for these intersections.

For example, in order to mitigate pedestrian crowding, a few blocks of West 33rd Street would have to be closed to traffic and dedicated to pedestrians. However, West 33rd Street is also a major path for vehicles to reach the project.

The applicant's proposal to widen Eleventh Avenue sidewalks is inadequate.

Parking

This application requires the maximum amount of permitted parking for each use plus 500 spaces for the gaming facility. These requirements exceed by 68% the needs documented in the modal split analysis which shows a maximum of 196 vehicles for gaming and lower needs for all other categories.

There is no mention of electric chargers to be used internally or for the public.

Bicycles

The DEIS does not reflect the installation of a bike lane on Eleventh Avenue which will continue south from West 38th Street to West 23rd Street. This is a major deficiency in the study and will affect results.

The applicant indicates that 88 racks would be installed in the park. This is a safety issue as it will encourage riding on pedestrian paths and will create conflicts between cyclists, e-bikes, and pedestrians.

There is no mention of e-bike chargers nor deliverista rest stations on site.

Charter Buses

While the traffic analysis shows eight buses, this number seems to be underestimated, especially if visit by bus is encouraged – as it should- to alleviate traffic volumes.

Bus passengers will be dropped off and picked up on the west side of Eleventh Avenue between West 33rd Street and West 32nd Street. Buses will conflict with trucks lined up to enter the loading dock located in the middle of the block.

It is not clear if the impact of this activity on pedestrian volumes and sidewalk capacity has been estimated. Similar operations in the city show sidewalks obstructed by travelers and the sidewalk

Construction Transportation

A cumulative analysis has not been performed taking in account other very large concurrent projects in the area.

- From 2026 to 2029 the Gateway project will use cut and cover techniques on Tenth Avenue between West 30th and West 33rd Streets. This will severely constrain the number of avenue through lanes.
- From 2025 to 2033, the Port Authority of New York and New Jersey will be rebuilding the bus terminal with certain bus operations moved to surface streets and many traffic disruptions between West 33rd and West 40th Streets from Eighth to Tenth Avenues.

There is no detailed plan for the queuing of the cement trucks for each phase of the project.

Air Quality

The proposal would result in significant adverse air quality-related impacts with respect to mobile sources and the LIRR platform ventilation system.

The mobile source analyses determined that for PM_{2.5}, the results showed that the daily (24-hour) PM_{2.5} increments are predicted to be below the de minimis criteria. However, the maximum annual incremental PM_{2.5} concentration is predicted to exceed the annual de minimis criterion at the analyzed intersection.

In a neighborhood that experiences the third worst air quality in the city, overwhelming traffic delays and idling will generate negative impacts in the project area. “Based on the

magnitude of the predicted PM_{2.5} incremental concentrations at this location for the With Action condition a significant reduction in annual PM_{2.5} concentrations are not expected with the proposed traffic mitigation measures in place.”

Of the intersections analyzed, traffic mitigation measures were determined to be feasible at only one location, Eleventh Avenue and West 30th Street for the weekday evening peak period for the Proposed Project. At all other intersections, the significant adverse air quality impact is deemed as unavoidable

Maximum concentrations from the LIRR ventilation exhaust system are predicted to occur on Site C podium locations closest to the exhaust. These concentrations, which require further evaluation and refinement, would potentially constitute a significant adverse impact on air quality.

With the existing State and City Air Quality goals for 2050 it is unconscionable that such a development be allowed to proceed.

Construction Noise

The Proposed Actions would result in significant adverse construction noise impacts at sensitive receptors in the vicinity of the proposed construction work areas, including residential buildings and open spaces. There would be no feasible and practicable mitigation measures to further reduce noise levels at buildings or units that have been identified as potentially experiencing significant adverse construction noise impacts that already have insulated glass windows and air conditioning units. Therefore, the impact would remain unmitigated.

Because these impacts cannot be fully mitigated, the impacts would constitute an unavoidable significant adverse impact.

Further, these unmitigated negative impacts on shadows, transportation, air quality and construction noise are not limited to the Proposed Action. The significant adverse impacts remain under the Alternative Proposed Action, as well. Thus, according to the studies, either scenario will result in unmitigated adverse impacts.

Appendix B
Western Railyards Points of Agreement
(WRYPOA)



THE CITY OF NEW YORK
OFFICE OF THE MAYOR
NEW YORK, N.Y. 10007

December 10, 2009

Honorable Christine Quinn
Speaker
New York City Council
City Hall
New York, N.Y. 10007

Re: Western Rail Yard Rezoning Plan- City Council ULURP Actions

Dear Speaker Quinn:

Please find attached to this letter a "Points of Agreement" reflecting recent discussions among the City Council, the Administration and the Related Companies, representing the interest of RGWRY LLC, regarding the City Council's review of the Western Rail Yard Rezoning, a project which encompasses both the rezoning of the Western Rail Yard site itself as well as the provision of off-site affordable housing at two locations.

In addition to items which reflect modifications made by the City Council with respect to the ULURP actions and the associated restrictive declaration, a number of the items set forth in the "Points of Agreement" reflect commitments to future action by the Administration, while others reflect commitments to future action by the Related Companies. The Administration and the Related Companies are each providing you with this letter in acknowledgment of their respective commitments.

With respect to certain of the items described in the "Points of Agreement", implementation is subject to further review under applicable procedures, including land use and environmental review, and the receipt of additional approvals. In other cases, implementation is contingent upon the availability of funding and financing support or determinations by State or federal agencies. In all such cases, the Administration and the Related Companies, with respect to their respective commitments, will work diligently with your cooperation to achieve the goals stated in this "Points of Agreement".

We look forward to continuing to work with you and your colleagues as this project progresses towards the transfer of the Western Rail Yard site from the MTA to the Related Companies, and implementation of all the items in the "Points of Agreement" associated therewith.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert C. Lieber".

Robert C. Lieber for the City of New York
(with respect to Points of Agreement
Sections: 1, 3 (a) – (f), 4 (b), 6 (c) & (d),
8, and 10)

A handwritten signature in black ink, appearing to read "Jay Cross".

Jay Cross for RGWRY LLC
(with respect to Points of Agreement
Sections: 2, 3 (g) & (h), 4 (a) & (b), 5,
(a) & (b), and 7)

POINTS OF AGREEMENT

Western Rail Yard Rezoning

December 10, 2009

I. ANTI-DEMOLITION COMMITMENTS

- (a) Anti-demolition Language: The Administration and the City Council recognize that with the construction of the Number 7 Line Subway underway and scheduled for completion by 2014, and completion of the Hudson Yards Park and Boulevard, scheduled for completion by 2014, the conditions will be in place for the substantial development forecasted in the 2004 Hudson Yards FGEIS and the 2005 West Chelsea FEIS to occur. The Administration and the City Council acknowledge the community's concerns that the growth forecasted for the Hudson Yards and adjacent areas, should it occur, could result in development pressures that may affect tenement housing that has historically provided an affordable housing resource for residents. To address these concerns, additional measures are warranted to facilitate the preservation of existing housing stock. For this purpose, the Administration agrees to support a zoning text amendment for Subareas D4 and 5 of the Special Hudson Yards District, Preservation Area P-2 of the Special Garment Center, and the Special West Chelsea District (the " Zoning Text Amendment"), in the form annexed hereto as Exhibit I.
- (b) Referral of Zoning Text Amendment: The Department of City Planning ("DCP") commits to refer the Zoning Text Amendment for public review by no later than July 1, 2010. Council Member Quinn agrees to support the Zoning Text Amendment in the form annexed hereto as Exhibit I.

2. AFFORDABLE HOUSING COMMITMENTS: WESTERN RAIL YARD ("WRY") AND EASTERN RAIL YARD ("ERY")

- (a) Related commits to build a minimum of 265 permanently affordable rental units ("Affordable Units") on the WRY and an additional minimum of 166 Affordable Units on either the WRY or ERY, in either rental or condominium buildings, for a total of 431 Affordable Units combined, contingent upon:
 - (i) Availability of a tax abatement program comparable to existing tax abatement programs for either rental units or condominiums, including 20 year abatement for condominium with 20% Affordable Units;
 - (ii) Availability of tax-exempt bonds to fully finance the construction of the 80/20 rentals that Related chooses to develop to fulfill its commitment; and,
 - (iii) At the expiration of the initial real estate tax program, WRY & ERY Affordable Units will convert to permanent affordability to households at an average income of up to 90% AMI, not to exceed 125% AMI, provided that there are incentives, programs, exemptions, credits or abatements available

that will reduce the real estate taxes for the 80/20 buildings to a level consistent with real estate taxes paid prior to any phase out of the real estate tax abatement in the initial 421-a program for the building. No restrictions shall apply to the market rate units as rentals or as a conversion to condominiums after the initial 421-a real estate tax exemption period.

- (b) With respect to the distribution of Affordable Units within any 80/20 rental component of a building, Related commits to the following:
 - (i) A maximum of 50% Affordable Units on any floor; and,
 - (ii) At least one Affordable Unit on 80% of the floors included within the 80/20 rental components (assuming there are enough Affordable Units planned for at least one per floor, otherwise one per floor for as many floors as there are Affordable Units).

3. AFFORDABLE HOUSING OFF-SITE COMMITMENTS

- (a) The Department of Housing Preservation and Development (“HPD”) commits to issuing Requests for Proposals (“RFPs”) for the development of affordable housing on the City-owned sites at West 54th Street and 9th Avenue, which is under the leasehold control of the Metropolitan Transportation Authority (“MTA”), and West 48th Street and 10th Avenue, currently occupied by the Department of Environmental Protection (“DEP”) in connection with the construction of Water Tunnel No. 3. The City reiterates its commitment to propose, and Council Member Quinn reiterates her commitment to support, the provision in the City capital budget of the sum of \$40 million to construct or otherwise create new affordable housing units off-site.

HPD’s RFPs will contain the following requirements:

- (i) A height cap restriction that the local Council Member and Community Board 4 (“CB4”) understand will result in the creation of an estimated 267 units. Without the height cap restrictions, these sites would generate 312 units. The height on the DEP site will not exceed 77 feet. The height on the MTA site will not exceed 85 feet on 9th Avenue, and 99 feet on the midblock;
 - (ii) An AMI mix of 165% or under;
 - (iii) 50% two or more bedroom units; and,
 - (iv) Permanent affordability.
- (b) HPD will share the program overview with CB4 before releasing the RFPs for the off-site housing developments.
- (c) The Administration agrees that the MTA and DEP sites will not generate an Inclusionary Zoning bonus under NYC Zoning Resolution Section 23-90, and

acknowledges that they cannot serve as the Cure for Anti-Harassment under NYC Zoning Resolution Section 96-110.

- (d) The Administration, in the attached letter from Deputy Mayor Edward Skyler dated December 10, 2009 and annexed hereto as Exhibit 2, commits to make a best effort to vacate the Department of Sanitation (“DSNY”) facilities located at 136-140 West 20th Street with a goal of completing the relocation by December 31, 2011. If DSNY is relocated from its West 20th Street facilities, HPD commits to develop the site for affordable housing at a range of incomes up to 165% AMI. In the event that DSNY is not relocated, the local Council Member and CB4 acknowledge that HPD will not be expected to make up for those units anywhere else.
- (e) SRO Preservation: HPD will work with the local Council Member and CB4 to preserve up to 150 units of privately owned SRO housing. The Council Member and CB4 acknowledge the difficulties inherent in and lengthy timeframe needed to accomplish these private acquisitions. To the extent that such acquisition(s) can be negotiated, HPD will use its programs to acquire and rehabilitate these SRO units.
- (f) HPD commits to providing CB4 with quarterly updates on the affordable housing developments that were committed as a part of the Hudson Yards and West Chelsea rezonings.
- (g) Related commits that it will seek two extensions of federal rental subsidy to its existing Mark Up to Market Project Based Section 8 HUD Contracts (or a comparable successor program) for a period of no less than 40 years from City Council approval of the WRY rezoning, for its properties known as Terrific Tenements (at 525 West 47th Street and 425 West 48th Street) and the French Apartments (at 330 West 30th Street). Related will apply for the initial extension no later than March 31, 2010. The current maximum extension is a 20 year period, and if granted, will expire in 2030. Related will then seek additional extensions totaling an additional 20 year period. Related will diligently pursue all necessary approvals to seek such extensions, provided:
 - (i) All necessary Department of Housing and Urban Development (“HUD”) and investor approvals are obtained; and,
 - (ii) The relevant financing and tax programs, including applicable real estate tax abatement programs, currently available for Section 8 housing are made available to effectuate the extensions. Related will commit to pursue extending Section 8 benefits at these properties and will diligently pursue all necessary approvals. The period of each extension will be the maximum period allowed under the program.
- (h) Related Off-site 80/20s: Related commits to guaranteeing that all existing affordable rental units in the Westport (at 500 West 56th Street) and the Tate (at 535 West 23rd Street) in Community District 4 will remain permanently affordable to

households at an average income of up to 90% AMI, not to exceed 125% AMI, provided that there are incentives, programs, exemptions, credits or abatements available that will reduce the real estate taxes for the 80/20 buildings to a level consistent with real estate taxes paid prior to any phase out of the real estate tax abatement in the initial 421-a program. No restrictions shall apply to the market rate units as rentals or as a conversion to condominiums after the initial 421-a period. This commitment is contingent on obtaining lender and investor approvals, which Related will diligently pursue.

- (i) A summary chart of the affordable housing commitments is annexed hereto as Exhibit 3.

4. WRY SCHOOL COMMITMENTS

- (a) Community Notification: Related agrees that copies of an amended Letter of Intent with the School Construction Authority (“SCA”) regarding school site selection, modified to reflect the commitments in paragraph (b) will be provided to CB4, the local school district, the Manhattan Borough President, and the local Council Member.
- (b) School Site Selection: Related commits that it will offer SCA approximately 120,000 square feet of space at Site 6 for a public school and that Site 6 will be one of the first three buildings to be built. The SCA commits that it will initiate the site selection process for the public school at Site 6 no later than July 1, 2010. Related shall only be required to offer Site 6 to the SCA and no alternate sites. In the event that the SCA rejects Site 6, for whatever reason, Related's obligation to provide space for the public school under Section 3.04 of the Restrictive Declaration (“Declaration”) is terminated.

5. COMMUNITY AND CULTURAL SPACE COMMITMENTS

- (a) Related agrees to make available a minimum of 16,000 gross square feet of space for local cultural institutions or other local arts not-for-profits.
- (b) The cultural space will be provided in at least two facilities.
- (c) Related commits to constructing the core and shell of the cultural spaces, including the distribution of base building systems to the cultural spaces, in accordance with Section 2.04(d) of the Declaration, as modified by the City Council.

6. OPEN SPACE COMMITMENTS

- (a) Related agrees to replace the member appointed by the President of the Hudson Yards Development Corporation to serve on the Open Space Advisory Board established under Section 2.02(e) of the Declaration with a member appointed by the Manhattan Borough Commissioner of the Department of Parks and Recreation (“Parks Dept”).

(b) Related agrees to change the timing of the open space payments required under Section 3.04(b)(i) of the Declaration to two payments of \$1 million each, with the 1st payment triggered by the TCO for the 2nd residential building, provided that the 2nd residential building results in a total of 500 or more units, and the 2nd payment triggered by the TCO for the 4th residential building. In the event that the 1st and 2nd residential buildings produce less than 500 total units, then the 1st payment will be triggered by the TCO for the 3rd residential building and the 2nd payment will be triggered by the TCO for the 5th residential building.

(c) Greening and Neighborhood Opens Space Development:

- (i) Street Tree Planting: The Administration agrees to work with the City Council to review and modify, as necessary, the Parks Dept's street tree planting program to ensure that the Hudson Yards area of CB4 has an appropriate allocation of street trees. In addition, the Administration will work with Con Edison on a master plan for the appropriate location of street trees and infrastructure vaults. The Parks Dept will seek to plant trees at all viable street tree locations.
- (ii) Port Authority Sites: The Administration will continue working with the City Council, the community and the Port Authority of NY & NJ ("Port Authority") toward creating open space on Port Authority sites within the blocks bounded by West 34th and West 41st Streets, between 9th and 10th Avenues.
- (iii) The Administration agrees to establish an Open Space Task Force to review and advise on the creation of open space within the blocks described above. The Task Force will be comprised of representatives from the Department of Transportation ("DOT"), the Parks Dept, and the Hudson Yards Community Advisory Committee. The Administration will invite the Port Authority to participate on the Task Force.
 - a. The Administration, in coordination with the Port Authority, agrees to use the Greenstreets Program to green the "canoe" traffic island on the north side of West 36th Street, between 9th Avenue and the Lincoln Tunnel Expressway, subject to and in accordance with the following:
 - i. The Administration will allocate new funding to the Greenstreets Program for this greening;
 - ii. The Parks Dept, DOT and the Port Authority will work together to establish a plan to address greening, sidewalk and safety requirements;
 - iii. The nature and extent of the greening will depend upon subsurface conditions, including utilities, and infrastructure issues

at or adjacent to the canoe traffic island, which will be examined as part of the planning process;

- iv. DOT will relocate the NYPD vehicles currently parked on this island; and,
- v. The Administration will use all reasonable efforts to expedite the implementation of these plans.

- (iv) Sidewalk ADA Compliance: The Administration agrees to work with the Port Authority to improve sidewalks along Dyer Avenue, between West 34th and West 36th Streets in order to upgrade to ADA standards, subject to any public safety concerns identified by either the Administration or the Port Authority with respect to any particular location. The Administration will use all reasonable efforts to achieve these upgrades.

(d) DEP Open Space Funding:

- (i) Provided that the open space proposed for the site currently occupied by DEP at 10th Avenue, between West 48th Street and West 49th Street is not mapped as park land, upon completion of Water Tunnel No. 3 DEP will fund the design of the open space and will make a capital contribution to the construction of the open space.
- (ii) DEP will not be responsible for making any contributions to the maintenance or operation of the proposed open space. A maintenance and operations plan will be created as part of the design process.

The proposed open space is identified on the map annexed hereto as Exhibit 4 as that area occupying the northeast corner of the DEP site, bounded to the north by West 49th Street, to the east by 10th Avenue, to the south by the horizontal line demarking the "Fenced Area For DEP Operations" and to the west by the solid black line identified in the map legend as an "Easement Line" and running in a north to south direction.

At an appropriate time following completion of Water Tunnel No. 3, a metes and bounds survey will be conducted to establish the boundaries of the proposed open space consistent with the description of the open space boundaries contained in the map annexed hereto as Exhibit 4.

7. DAY CARE COMMITMENTS

Related agrees to provide the Administration for Children's Services ("ACS") with additional opportunities to exercise the option for 10,000 square feet of ground floor space suitable for use as a child care center. Under Section 3.04(c) of the Declaration, as modified by the City Council, ACS may trigger the requirement for Related to offer space following the issuance of a TCO or PCO for any new building on the WRY

containing residential rental units. In that event, Related shall offer space located either in a new building on the WRY or at a nearby off-site location, provided that Related shall have no obligation to offer space in new buildings on the WRY other than Sites 1, 2 and 4. In the event that ACS accepts a space at an off-site location, Related shall have no further obligations under Section 3.04 to offer space, whether on or off site.

8. FIRE PROTECTION ASSESSMENT COMMITMENTS

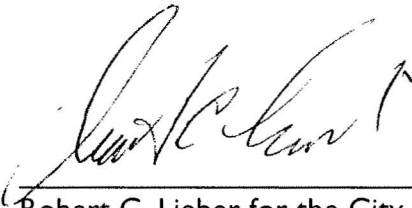
To address the potential need for new Fire Department (“FDNY”) facilities in the Hudson Yards district, if the City Council requests in 2014, the FDNY will commence a review of the fire protection needs of the district beginning January 1, 2015, and at the City Council's request every five years thereafter, until such time as all projected development has been completed.

9. ZR SECTION 93-06 AND RESTRICTIVE DECLARATION

- (a) Modification of ZR Section 93-06: Under Section 93-06 of the Zoning Resolution, as modified by the City Council, the execution and recordation of a Restrictive Declaration including the modifications described in (b)- (e) below shall be required for any development or enlargement on the WRY pursuant to the zoning amendments.
- (b) City Council Approval of Modifications: Under Section 4.04 of the Declaration, as modified by the City Council, any future modifications to the provisions of the Declaration pertaining to Affordable Housing (Sec. 2.01); Public Access Areas (Sec. 2.02 (a)-(e) and (h); Arts and Cultural Space (Sec. 2.04); the Public School, Open Space, and Day Care Mitigations (Sec. 3.04 (a)-(c)), Modification and Amendment (Sec. 4.04(a)), and the Construction Consultation Process Committee and Liaison (Sec. 6.01), that would diminish or alter the obligations of Related, shall be subject to the approval of the City Council.
- (c) Independent Monitor: Under Sections 3.07(a) and 6.01 of the Declaration, as modified by the City Council, the Independent Monitor shall prepare a quarterly report summary of activities for distribution to any Construction Consultation Process Committee established under Section 6.01 of the Declaration.
- (d) Wind Analyses: Under Section 3.02(c) of the Declaration, as modified by the City Council, Related agrees to provide copies of all final Wind Conditions Reports to Manhattan Community Board 4, the local Council Member, the Manhattan Borough President, and any Construction Consultation Process Committee established pursuant to Section 6.01 of the Declaration.
- (e) Construction Consultation Process Committee: Under Section 6.01 of the Declaration, as modified by the City Council, Related agrees that, upon request of the Construction Consultation Process Committee, Related's designated liaison shall address, on a regular basis, the questions and concerns of the Committee about construction related issues beginning at the time of issuance of the first Foundation Permit for a New Building on the WRY.

10. LANDMARKS

The Landmarks Preservation Commission ("LPC") will conduct a preliminary review of the historic districts proposed by CB4 in their letter dated November 20, 2009 and annexed hereto as Exhibit 5, by the end of Fiscal Year 2010. During that period the LPC will also complete an evaluation of the 11 sites proposed for landmark designation by CB 4 in their letter dated November 20, 2009 and annexed hereto as Exhibit 6, to determine whether they should be considered further for landmark status.



Robert C. Lieber for the City of New York
(with respect to Points of Agreement
Sections: 1, 3 (a) – (f), 4 (b), 6 (c) & (d),
8, and 10)



Jay Cross for RGWRY LLC
(with respect to Points of Agreement
Sections: 2, 3 (g) & (h), 4 (a) & (b), 5,
6 (a) & (b), and 7)

Javits Center Marshaling Yards--601 W33rd St

ESD or State Controlled Development Pipeline

Program: TBD

Block: 679 **Lot:** 1

Zoning: M2-3

Project Description:

- W33-34th Streets, between 11th-12th Ave, Lot area is 158,000 SF
- Part of Hudson River Park Transfer of Development Rights
- Propose rezoning for residential, 14 FAR (2 FAR for trucking and delivery for Javits and 12 FAR for residential), estimated net residential area 1,753,800 SF and 2,063 total housing units, including 618 affordable units (30% affordable)

Developer: Subject to RFP

Units	50% AMI	60% AMI	80% AMI	100% AMI	125% AMI	165% AMI	TOT.
Total	61	61	123	156	156	61	618

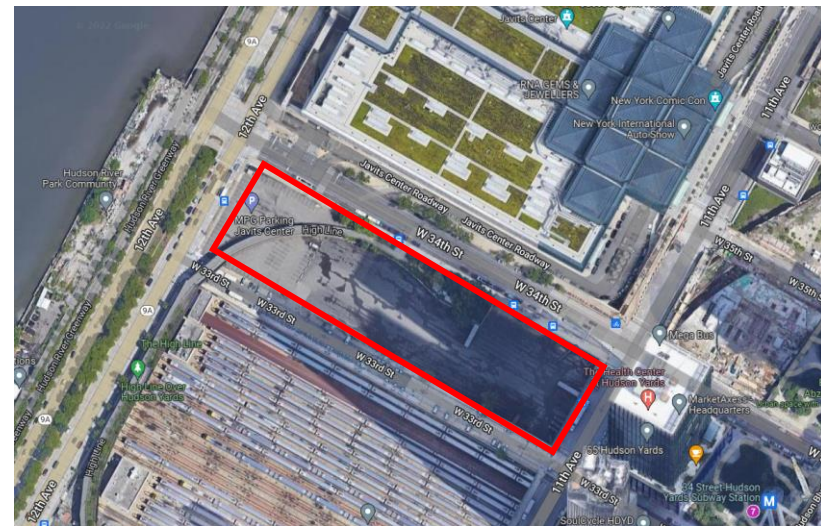
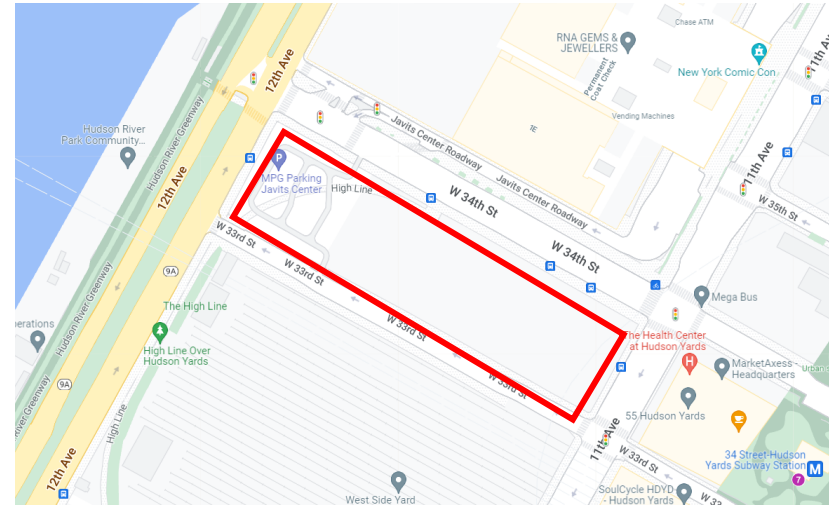
Affordability Period: Permanent

Public Approvals: RFP, Rezoning to allow residential use, incorporate into SHYD. No Public Approvals Begun to Date.

Financing: TBD

Projected Start Date: TBD

Projected Completion Date: TBD





BOROUGH PRESIDENT RECOMMENDATION

Project Name: Western Rail Yard Modifications	
Applicant: WRY Tenant LLC	Applicant's Administrator: Eugene Travers
Application # 250099ZSM	Borough: Manhattan
CEQR Number: 24DCP091M	Validated Community Districts: M04

Docket Description:
--

Please use the above application number on all correspondence concerning this application

RECOMMENDATION: Unfavorable

Please attach any further explanation of the recommendation on additional sheets as necessary

CONSIDERATION: 		
Recommendation submitted by	MN BP	Date: 2/14/2025 10:45 AM



OFFICE OF THE

MANHATTAN BOROUGH PRESIDENT

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Mark Levine, Borough President

February 14, 2025

**Recommendation on ULURP Application Nos. N250098ZRM, C250099ZSM,
M250100LDM, and C250024MMM – Western Rail Yard Modifications and Western Rail
Yard City Map Change
By WRY Tenant LLC**

PROPOSED ACTIONS

WRY Tenant LLC (the “Applicant”) is proposing multiple land use actions to facilitate the development of the Western Rail Yard mixed-use development, which is located on a superblock from West 30th Street to West 33rd Street between Eleventh and Twelfth Avenues (Block 676, Lots 1 and 5), in Manhattan Community District 4 (the “Site”).

The Applicant proposes the following actions:

1. A zoning text amendment to Section 93-58 of the New York City Zoning Resolution (ZR) to allow the Site’s ground floor requirements and public open space regulations to be modified by special permit;
2. A special permit pursuant to ZR Section 93-58 to modify regulations for the Site in the following sections:
 - a. ZR Section 93-10 – Use regulations regarding ground floor level requirements for retail space, lobby space, and transparency;
 - b. ZR Section 93-56 – Special height and setback regulations in Subdistrict F regarding building location, and height and setback rules including base height, street wall location, and street wall access requirements;
 - c. ZR Sections 93-75, 93-76, 93-77, and 93-78 – Public open space on the Site including private streets and pedestrian ways, design criteria, and site and landscape plans;
 - d. ZR Section 93-561 – General rules for Subdistrict F to establish a reference plane of +33.66 feet for regulations regarding building heights;
 - e. ZR Section 13-242 – Maximum width of curb cuts to accommodate a turnaround for fire vehicles and other vehicular traffic at the western end of the elevated West 33rd Street;
3. A modification of the previously approved Restrictive Declaration for the Site to reflect project updates including providing a public access easement for the cul-de-sac at the western end of the elevated West 33rd Street;
4. A change to the City Map to modify the grades of West 33rd Street between Eleventh and Twelfth Avenues.

These actions would facilitate a mixed-use development containing residential, office, and gaming facility/resort uses (subject to a separate State process and not the above land use

actions) (the “Proposed Project”), or a mixed-use development including residential, office, and hotel uses (the “Alternative Scenario”).

BACKGROUND

The Site occupies the western portion of the John D. Caemmerer West Side Yard, which is a storage yard for Long Island Rail Road (LIRR) trains. The yard contains 36 tracks and can hold 366 train cars. The Applicant has a long-term lease with the Metropolitan Transit Authority (MTA) for the Site.

The surrounding area was first rezoned in 2005 to establish the Special Hudson Yards District, spanning generally from West 30th Street to West 41st Street between Eighth and Eleventh Avenues. At that time, the Site was contemplated as a location for a stadium for the New York Jets and the 2012 Olympics. The 2005 rezoning facilitated the development of the Hudson Yards district, including developing the eastern portion of the rail yard with a seven-million-square-foot mixed-use development including commercial, residential, community facility, and open space. In 2009, the Special Hudson Yards District was expanded to include the Site by establishing Subdistrict F and rezoning the Site area to C6-4 from M2-3. The site plan established in Subdistrict F outlined development plans for the Site including eight buildings on six parcels surrounded by open space and established commitments from the developer in a Points of Agreement on December 10, 2009.

The gaming facility contemplated by the Proposed Project is subject to a separate State approval process. In 2013, an amendment to the New York State Constitution passed by referendum to allow up to seven commercial casinos in New York State. Four licenses have already been granted. The three remaining licenses are reserved for the Downstate region. On April 18, 2024, the NYC Council approved the Gaming Facilities Text Amendment, allowing gaming as a permitted use in commercial and manufacturing districts for the three licenses. Gaming facility applications will be due on June 27, 2025, and six-member Community Advisory Committees (CACs) will subsequently conduct public review processes and vote on each application by September 30, 2025. Any applications voted to proceed will be referred to the Gaming Facility Location Board for review, and the State Gaming Commission will award any approved licenses.

Proposed Development

The Proposed Project seeks to modify the previously approved site plan from 2009 to facilitate a 5,699,715-zoning-square-foot (ZSF) mixed-use project including a gaming facility and hotel resort, commercial, open space, retail, and a public school, across three sites (“Site A”, “Site B”, and “Site C”), as well as constructing a platform over the rail yard and providing LIRR support space. The details of the Proposed Project, the Alternative Scenario without gaming, and the originally contemplated 2009 proposal are outlined below:

Nos. N250098ZRM, C250099ZSM, M250100LDM, C250024MMM – Western Rail Yard Modifications and Mapping Action

	Proposed	Alternative	2009 Proposal¹
Site Layout	3 buildings on 3 parcels	5 buildings on 3 parcels	8 buildings on 6 parcels
Residential SF	1,136,818 ZSF	1,394,240 ZSF	3.8 million – 4.8 million SF
Residential Units	1,507 units ²	1,816 units ³	4,624 – 5,762 units ⁴
Commercial SF	4,553,495 ZSF	4,296,360 ZSF	1.5 - 2 million SF
Hotel & Gaming	Gaming facility and 1,750-room hotel	700 room hotel	<i>1,200 room convention-style hotel⁵</i>
Public School	120,000 GSF	120,000 GSF	120,000 GSF
Day Care Center	9,400 ZSF	9,400 ZSF	10,000 SF
Open Space	5.63 acres	5.63 acres	5.45 acres
Parking	725 spaces	675 spaces	1,600 spaces
Building Heights	1,180 – 1,376 feet	835 – 1,376 feet	350 – 950 feet ⁶
Total SF	5.7 million ZSF	5.7 million ZSF	5.7 million SF

Both the Proposed Project and Alternative Scenario would be facilitated by the proposed zoning actions. The first proposed action is a zoning text amendment to ZR Section 93-58 to expand the regulations the City Planning Commission can modify in the Special Hudson Yards District via special permit. Previously, only height and setback regulations could be modified by special permit, but these rules are now proposed to include modifying or waiving ground floor level regulations and public access requirements in Subdistrict F.

The special permit per the modified ZR Section 93-58 would generally allow for modifications of ground floor level requirements and streetscape, building locations and height & setback, and open space requirements. A waiver of the requirements for publicly accessible private streets within the Site would facilitate centralized open space between buildings. The approval framework for the modified open space would be incorporated into the modified Restrictive Declaration.

The original Restrictive Declaration included mitigations memorialized after the 2009 FEIS for historic resources, hazardous materials, air quality, and noise attenuation. It also included commitments for affordable housing, cultural space, a public school, public open space, and a day care facility, and these commitments would be maintained. The Restrictive Declaration would be modified to reflect the current Proposed Project and environmental review. A public access easement for the cul de sac at the western end of West 33rd Street would also be included.

¹Information from City Planning Commission Reports ([C 090433 ZMM - Western Rail Yard](#)), 2009 FEIS ([Chapter 1: Project Description](#)), and final 2009 WRY Points of Agreement ([points-of-agreement-western-rail-yards.pdf](#))

² Includes 324 affordable

³ Includes 324 affordable

⁴ At least 265 affordable plus an additional minimum of 166 affordable on either the WRY or ERY

⁵ Alternative to commercial office space

Nos. N250098ZRM, C250099ZSM, M250100LDM, C250024MMM – Western Rail Yard Modifications and Mapping Action

The proposed City Map change would align West 33rd Street between Eleventh and Twelfth Avenues with Eleventh Avenue and the ground floor of the Proposed Project at +32 to +34.7 feet. From the west, there would be an upper and lower portion of West 33rd Street, with vehicular access 85 feet into the lower portion for access to the Marshalling Yard parking area. From Twelfth Avenue, the Applicant would construct a public staircase and elevator for access to the High Line and public open space.

Overall, these actions would allow for the requirements in Subdistrict F that were specific to the 2009 plan to be modified and facilitate the configuration of the Proposed Project's buildings, open space, streetscape, and other design features. The Applicant has outlined multiple reasons for seeking these modifications. The Applicant has identified lessons learned from the development of the platform over the Eastern Rail Yard that present design challenges for the Western Rail Yard platform. Furthermore, the 2009 plan proposed mostly condominium units, and according to the Applicant there is a weaker market for luxury condominiums compared to the market for rentals today. According to the Applicant, these factors render the 2009 plan economically infeasible.

Area Context

The Site is located in Manhattan Community District 4 in the Hudson Yards neighborhood. The surrounding area is primarily zoned C6-4 and M2-3, with smaller areas zoned C6-4X, M1-6, M2-4, M1-5, and C6-3. The Site is located in the Special Hudson Yards District. The surrounding area includes the Eastern Rail Yard development, the High Line, the Special Clinton District, the Hudson Yards Hell's Kitchen Business Improvement District, the Javits Center, and Bella Abzug Park.

The Site is served by transit by the 7 train at 34th Street-Hudson Yards, and the M34-SBS and M12 buses.

COMMUNITY BOARD RESOLUTION

On January 6, 2025, Manhattan Community Board 4 ("CB 4") voted to recommend disapproval of the project with a vote of 39 in support, 0 opposed (1 Present-Not-Eligible). Along with the recommendation for disapproval, the Board outlined their priorities for the Site, including that the Applicant withdraw the application and develop a new plan for affordable and market rate housing, and that the Governor evaluate the Site and the Marshalling Yard a block to the north for affordable and market rate housing.⁶

CB 4 also provided comments on the following areas:

1. At a time that housing is a priority, the proposal does not have enough housing production and has fewer proposed housing units than the 2009 proposal. Financing, including from public sources, should be obtained to develop units for a range of income levels.

⁶ [02-CHKLU-Letter-to-DCP-re-ULURP-Application-for-Modifications-to-the-Western-Rail-Yards.pdf](#)

2. The proposal is dependent on a casino for financing, which is not guaranteed given that the application has yet to go through the State's licensure application process.
3. The Draft Environmental Impact Statement (DEIS) finds unavoidable adverse environmental impacts to shadows, transportation, air quality, and construction noise.
4. High Line and open space impacts, including the changes to the configuration of the open space, the relationship of the High Line to the proposed buildings, and the creation of shadow and wind conditions and would not substantially increase the amount of open space.
5. Numerous members of the public, as well as groups including block associations, tenant associations, co-op boards, and Friends of the High Line spoke out against the proposal at CB 4 meetings and hearings.

BOROUGH PRESIDENT'S COMMENTS

In the midst of an affordable housing crisis that will define this and future generations, a storage yard for the Long Island Rail Road (LIRR) has the potential of creating thousands of desperately needed residential units. A site the size of the Western Rail Yard could help transform our borough's housing landscape, getting units into the development pipeline that, once open, could help ease the upward pressure New Yorkers feel on their cost of rent.

And the stakes could not be higher. Across Manhattan, rental vacancy hovers at under 2%, while average rents sit at nearly \$5,000 per month. There is no getting around the fact that we must create more housing, including affordable housing, to meet the need we see across the city. Failure means becoming a city where our children will not be able to afford to live.

I am eager to find a viable path forward to see this uncovered train yard developed. But we need to do it right.

My office has received thousands of petitions, letters, emails, and phone calls from New Yorkers, block associations, the High Line, local residents, organized labor and civic organizations and stakeholders with a wide range of viewpoints, for and against this proposal. But we have also heard consistent concerns from Manhattan Community Board 4, local cultural stakeholders, and the many New Yorkers who have contacted my office about the number of proposed residential units, concerns with urban design, impact on surrounding community stakeholders and on local traffic, air quality, and open space. These concerns, particularly at a site where a project with more housing was proposed in 2009, are serious and must be addressed.

I have been a fierce advocate for identifying sites for housing across our borough. And it is with our housing shortage in mind that I have grave concern for a plan that does not achieve its full housing potential. I am very glad to see that the developer came to an agreement with organized labor on this proposal, a consideration that weighs very heavily for me. And this developer has a long track record in Manhattan, having developed thousands of units of affordable housing in this community district alone. Yet, while I applaud the Applicant for including desperately needed rental units, I am asking for the share of housing on the site be increased by restoring the square footage of housing removed or substantially increasing the supply of affordable housing.

Nos. N250098ZRM, C250099ZSM, M250100LDM, C250024MMM – Western Rail Yard Modifications and Mapping Action

As proposed, the bulk of this development would be among the largest in the city. As a result, additional design consideration is required, particularly to ensure easy navigability for the public and an environment that welcomes and invites visitors. I urge the Applicant to explore feasible configurations that address concerns of how the site interacts with the surrounding area. Having clear sight lines, intuitive pedestrian circulation, and multiple visible access points to the open space will help create a new community asset.

The location of this site also requires significant thought about the impact the development, particularly the podium of the building at Site C, would have on the High Line and the surrounding area. Since 2009, the success of High Line has been a key driver of the economic success of the West Side of Manhattan. A plan for the Western Rail Yard needs to be symbiotic with the High Line, and that could mean reducing the scale of the podium of the Site C building.

The volume of public input on these proposed modifications demonstrates a need for further engagement to negotiate possibilities for the site within its many constraints, which should be done over the course of the remainder of the ULURP process. These issues are resolvable, and for the sake of future generations we need to find a viable solution for this empty lot. Achieving that should not require years of delay but focused, collaborative effort and robust engagement between the Applicant, Community Board, local stakeholders and residents so that we can achieve a proposal that balances the needs of our housing shortage and those of the community.

Development of the Western Rail Yard could further transform the West Side, with many local benefits and desperately needed housing. Given the community's commitment to achieving a quality development at this site, and the Applicant's commitment to affordability, I'm confident consensus around a future plan can be found.

BOROUGH PRESIDENT'S RECOMMENDATION

Therefore, I recommend **disapproval** of ULURP Application Nos. N250098ZRM, C250099ZSM, M250100LDM, and C250024MMM.

A handwritten signature in black ink, appearing to read 'Mark Levine', is positioned above the printed name.

Mark Levine
Manhattan Borough President

Exhibit A

Draft Amended Restrictive Declaration

**AMENDED AND RESTATED RESTRICTIVE DECLARATION
FOR THE WESTERN RAIL YARD**

BY

WRY TENANT LLC

**NEW YORK COUNTY
BLOCK: 676
LOTS: 1 AND 5 (FORMERLY P/O LOT 3)**

**RECORD AND RETURN TO:
KRAMER LEVIN NAFTALIS & FRANKEL LLP
1177 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10036
ATTN: EUGENE C. TRAVERS, ESQ.**

**AMENDED AND RESTATED RESTRICTIVE DECLARATION FOR
THE WESTERN RAIL YARD**

THIS AMENDED AND RESTATED RESTRICTIVE DECLARATION FOR THE WESTERN RAIL YARD (this “Declaration”) is made this ____ day of _____, 2025 by **WRY TENANT LLC**, having an office c/o The Related Companies, 30 Hudson Yards, Floor 72, New York, NY 10001 (“Declarant”).

WITNESSETH:

WHEREAS:

- A. Declarant is, as of the date hereof, the lessee of certain real property located in the Borough of Manhattan, and the City, County and State of New York, consisting of the Facility Airspace Parcel, as the same is defined and described in that certain Declaration of Easements (Western Rail Yard Section of The John D. Caemmerer West Side Yard), dated as of May 26, 2010 made by Metropolitan Transportation Authority of the State of New York, as declarant, and recorded in the Office of the City Register of the City of New York (the “Register’s Office”) on June 10, 2010 at CRFN 2010000194077 (as the same has been and may be further amended, modified or supplemented from time to time, the “Declaration of Easements”), and designated for real property tax purposes as Lots 1 and 5 (f/k/a p/o Lot 3) in Tax Block 676 on the Tax Map of the City of New York, County of New York, and as more particularly described on Exhibit A to this Declaration (the “Subject Property”); and
- B. The MTA is, as of the date hereof, the fee owner of the Subject Property; and
- C. Declarant previously made applications to the City Planning Commission of the City of New York (the “CPC”): (a) under Application Number C 090433 MMM to amend the Zoning Resolution of the City of New York (the “Zoning Resolution” or “ZR”) to establish a C6-4 zoning district for the Subject Property; (b) under Application Number N 090434 ZRM to amend the Zoning Resolution to establish regulations for a new Subdistrict F within the Special Hudson Yards District applicable to the Subject Property; and (c) under Application Numbers C 090435 ZSM and C 090436 ZSM for special permits pursuant to ZR 93-052 as amended and 13-561 for attended accessory parking garages to be located on the Subject Property (collectively, the “Prior Applications”) in order to facilitate a mixed-use development thereon; and
- D. The CPC adopted resolutions approving the Prior Applications, with modifications, on October 19, 2009, under Calendar Numbers 14, 15, 16 and 17 (the “Prior CPC Actions”); and
- E. The New York City Council adopted resolutions approving the Prior CPC Actions, with further modifications, on December 21, 2009, under Resolution Numbers 2328-, 2329-, 2330- and 2331-2009 (the “Prior Approvals”); and

- F. Section 93-06 of the Zoning Resolution provides that no building permit shall be issued for any development or enlargement within Subdistrict F of the Special Hudson Yards District unless a declaration of restrictions in substantially the form reviewed by the CPC and referenced in and made an exhibit to the CPC findings pursuant to 6 NYCRR Section 617.11(d) with respect to the FEIS (as such declaration may be revised prior to filing and recordation in accordance with the provisions thereof applicable to amendments made subsequent to filing and recordation) shall have been filed and duly recorded in the Register's Office and indexed against all property in Subdistrict F of the Special Hudson Yards District proposed for development or enlargement pursuant to Article IX Chapter 3 of the Zoning Resolution; and
- G. In compliance with Section 93-06 of the Zoning Resolution, Declarant previously executed and recorded that certain Restrictive Declaration for the Western Railyard, dated as of April 10, 2014 and recorded in the Register's Office on May 7, 2014 as CRFN 2014000154631 (the "Original Restrictive Declaration"); and
- H. Declarant has proposed a new site plan for the development of the Subject Property as a mixed-use development and publicly accessible open space (referred to herein as the "Development" and as defined below, and which Development may consist of the Proposed Project or the Alternative Scenario, each as defined below); and
- I. In furtherance of the Development, Declarant has made applications to the CPC under Application Numbers: (a) N 250098 ZRM to amend ZR Section 93-58 to allow for certain modifications to and waivers of the use and public open space regulations applicable to Subdistrict F within the Special Hudson Yards District; (b) C 250099 ZSM for a special permit pursuant to ZR Section 93-58 to (i) modify the regulations regarding ground-level retail space, lobby space, and transparency; (ii) modify the regulations regarding height and setback; and (iii) waive the regulations regarding public open space applicable in Subdistrict F of the Special Hudson Yards District; (c) N 250100 LDM for a modification of the Original Restrictive Declaration, as amended and restated by this Declaration; and (d) N 250024 MMM for an amendment of the City Map to adjust the grade of West 33rd Street between Eleventh and Twelfth Avenues (collectively, the "Applications"); and
- J. The CPC adopted resolutions approving the Applications, with modifications, on April 9, 2025, under Calendar Numbers 10, 11, 12, and 13 (the "CPC Actions"); and
- K. The New York City Council adopted resolutions approving the CPC Actions on _____, 2025, under Resolution Numbers _____ (the "Approvals"); and
- L. In furtherance of the Development, Declarant intends to amend and restate the Original Restrictive Declaration in its entirety with this Declaration; and
- M. The Proposed Project includes a gaming facility and related uses (collectively, the "Gaming Facility"), which Gaming Facility is subject to a separate State approval process pursuant to an application submitted to the New York State Gaming Commission and, if such application is approved, the Gaming Facility shall (pursuant

- to Section 32-183 of the Zoning Resolution) be deemed to have satisfied all other applicable regulations of the Zoning Resolution and, notwithstanding anything in this Declaration to the contrary, such Gaming Facility shall not be subject to the Approvals or this Declaration, except to the extent expressly provided for under Article III of this Declaration with respect to certain project components related to the environment and mitigation measures; and
- N. CPC acted as lead agency and conducted an environmental review of the Applications pursuant to CEQR (as hereinafter defined) and SEQRA (as hereinafter defined); and
 - O. CPC prepared a Final Environmental Impact Statement for the Development (the “FEIS”) and issued a Notice of Completion of FEIS on March 28, 2025; and
 - P. The analyses and conclusions set forth in the FEIS were based upon the incorporation into the Development of certain project components related to the environment (the “Project Components Related to the Environment” or “PCREs”), including measures relating to construction on the Subject Property and the design and operation of buildings, open space and other features of development thereon; and
 - Q. The FEIS identified certain significant adverse impacts and proposed mitigation measures with respect thereto (the “Mitigation Measures”); and
 - R. CPC issued findings pursuant to 6 NYCRR Section 617.11(d) with respect to the FEIS on April 9, 2025 on the basis that the PCREs and the Mitigation Measures would be incorporated as conditions to the decision by means of this Declaration, a form of which was referenced in and made an exhibit to such findings; and
 - S. The New York City Department of City Planning (the “DCP”) has determined that this Declaration is in substantially the form reviewed by the CPC and referenced in and made an exhibit to the CPC findings pursuant to 6 NYCRR Section 617.11(d) with respect to the FEIS, and that all revisions have been made in accordance with the provisions thereof applicable to amendments made subsequent to filing and recordation; and
 - T. Royal Abstract of New York LLC has certified in a certification attached to this Declaration as Exhibit B that, as of March 2, 2025, Declarant, MTA, and Wells Fargo Bank, National Association, not in its individual capacity, but solely as trustee, are the sole “Parties-in-Interest” (as defined in subdivision (d) of the definition of the term “zoning lot” in Section 12-10 of the Zoning Resolution), in the Subject Property; and
 - U. Pursuant to Section 4.04 of the Original Restrictive Declaration and the Consent to Execution of Restrictive Declaration and Agreement to Subordinate Future Fee Encumbrances previously executed by MTA as of April 10, 2014 and recorded in the Register’s Office as CRFN 2014000154632, MTA agreed to permit this Declaration to be recorded by Declarant against the Subject Property, with the intention of binding the interest of Declarant and/or a Successor Declarant as lessee under a ground or net lease from MTA of all or any portion of the Subject Property and/or as the subsequent owner

in fee of all or any portion of the Subject Property, and upon the provisions of Sections 6.04 and 6.08 with respect to MTA's interest in the Subject Property; and

- V. Wells Fargo Bank, National Association, not in its individual capacity, but solely as trustee, by taking its interest subject to the Original Restrictive Declaration (including Sections 4.04 and 6.09 thereof), previously consented to the execution of this Declaration and subordinated its interest in the Subject Property to this Declaration and all of the documents appended as Exhibits to this Declaration or to be entered into and recorded as prescribed by this Declaration; and
- W. Declarant, to ensure that development of the Subject Property is consistent with the analysis in the FEIS, and that the development of the Subject Property incorporates the PCREs and the Mitigation Measures to be undertaken by Declarant at various times, and that the development of the Subject Property incorporates certain other features relevant to the Approvals, has agreed to restrict the development, operation, use and maintenance of the Subject Property in certain respects, which restrictions are set forth in this Declaration; and
- X. Pursuant to Section 4.04(a) of the Original Restrictive Declaration, certain provisions of the Original Restrictive Declaration cannot be modified so as to diminish or alter the obligations of Declarant without the approval of the New York City Council, including 2.01 (Affordable Housing), 2.02(a)-(e) and (h) (Public Access Areas), 2.04 (Arts and Cultural Space), 3.04(a)-(c) (Environmental Mitigation), 4.04(a) (Modification and Amendment), and 6.01 (Construction Consultation Process Committee and Liaison); and
- Y. Declarant represents and warrants that, (a) except with respect to mortgages or other instruments specified herein and in the certification attached to this Declaration as Exhibit B, the holders of which have given their consent or waived their right to object hereto, and (b) subject to (i) the provisions of Section 6.04 of this Declaration, and (ii) any State approval with respect to the Gaming Facility, no restriction of record on the development or use of the Subject Property, nor any present or any presently existing estate or interest in the Subject Property, nor any lien, obligation, covenant, easement, limitation or encumbrance of any kind precludes, presently or potentially, the imposition of the restrictions, covenants, obligations, easements and agreements of this Declaration or the development of the Subject Property in accordance herewith.

NOW THEREFORE, Declarant does hereby declare that the Original Restrictive Declaration is amended and restated by this Declaration, and, subject to the applicable provisions of Section 4.03(b) hereof, the Subject Property shall be held, sold, conveyed, developed, used, occupied, operated and maintained, subject to the following restrictions, covenants, obligations, easements and agreements, which shall run with the Subject Property and bind Declarant, its successors and assigns as herein set forth.

ARTICLE I ARTICLE DEFINITIONS

1.01 Definitions.

All terms as used in this Declaration shall have the meaning set forth herein and, in addition, the following terms shall mean as follows:

- (a) “**2009 FEIS**” shall mean the Final Environmental Impact Statement prepared in connection with the Prior Approvals for which a Notice of Completion was issued on October 9, 2009.
- (b) “**ACS**” shall mean the New York City Administration for Children Services, or any successor to its jurisdiction.
- (c) “**Alteration Permit**” shall mean a construction permit issued by DOB authorizing major or minor alterations (including, but not limited to, ‘ALT1’, ‘ALT2’, and ‘ALT3’ permits) to an existing building.
- (d) “**Alternative Scenario**” shall mean the development scenario so defined under the Approvals and in the FEIS, containing hotel, residential, commercial and community facility space, and public open space.
- (e) “**Amtrak**” shall mean The National Railroad Passenger Corporation (doing business as Amtrak).
- (f) “**Applications**” shall have the meaning given in the Recitals to this Declaration.
- (g) “**Approvals**” shall have the meaning given in the Recitals to this Declaration.
- (h) “**Approval Date**” shall mean the date that the Applications are approved by the New York City Council.
- (i) “**Building Permit**” shall mean any of an Excavation Permit, Demolition Permit, Foundation Permit, New Building Permit or other building permit authorizing construction on the Subject Property.
- (j) “**Caemmerer Rail Yard**” shall mean the John D. Caemmerer West Side Yard operated by the LIRR and/or any MTA agency on property other than the Subject Property within Subdistrict F of the Special Hudson Yards District.
- (k) “**CEQR**” shall mean New York City Environmental Quality Review, pursuant to Executive Order No. 91 of 1977, as amended, and the regulations promulgated at 62 RCNY Section 5-01 et. seq.
- (l) “**Chair**” shall mean the Chair of the New York City Planning Commission, or any successor to his or her jurisdiction.
- (m) “**City**” shall mean the City of New York.

- (n) **“Construction Commencement”** shall mean the issuance of the first Building Permit by DOB to Declarant for work on the Subject Property.
- (o) **“CPC”** shall mean the New York City Planning Commission, or any successor to its jurisdiction.
- (p) **“CPC Actions”** shall have the meaning given in the Recitals of this Declaration.
- (q) **“DCP”** shall mean the New York City Department of City Planning, or any successor to its jurisdiction.
- (r) **“DEC”** shall mean the New York State Department of Environmental Conservation, or any successor to its jurisdiction.
- (s) **“Declarant”** shall have the meaning given in the Recitals of this Declaration; and shall include any Successor Declarant as defined herein.
- (t) **“Declaration”** shall mean this Declaration, as the same may be amended or modified from time to time in accordance with its provisions.
- (u) **“Demolition Permit”** shall mean a permit issued by DOB authorizing the dismantling, razing or removal of a building or structure, including the removal of structural members, floors, interior bearing walls and/or exterior walls or portions thereof.
- (v) **“DEP”** shall mean the New York City Department of Environmental Protection, or any successor to its jurisdiction.
- (w) **“Development”** shall mean the development of all or any portion of the Subject Property as a mixed-use development and publicly accessible open space in accordance with the Zoning Resolution and the Approvals. The Development may consist of the Proposed Project or the Alternative Scenario, each as defined herein.
- (x) **“DOB”** shall mean the New York City Department of Buildings, or any successor to its jurisdiction.
- (y) **“DOB Commissioner”** shall mean the Commissioner of the New York City Department of Buildings, or any successor to his or her jurisdiction.
- (z) **“DOT”** shall mean the New York City Department of Transportation, or any successor to its jurisdiction.
- (aa) **“DPR”** shall mean the New York City Department of Parks and Recreation, or any successor to its jurisdiction.
- (bb) **“EDC”** shall mean the New York City Economic Development Corporation, or any successor to its functions and responsibilities.

- (cc) **“Excavation Permit”** shall mean any permit issued by DOB authorizing excavations, including those made for the purposes of removing earth, sand, gravel, or other material from the Subject Property.
- (dd) **“FEIS”** shall have the meaning given in the Recitals to this Declaration.
- (ee) **“Foundation Permit”** shall mean any permit issued by DOB authorizing foundation work at the Subject Property.
- (ff) **“High Line”** shall have the meaning set forth in Section 93-01 of the Zoning Resolution.
- (gg) **“HPD”** shall mean the New York City Department of Housing Preservation and Development, or any successor to its jurisdiction.
- (hh) **“LEED”** shall mean the Leadership in Energy and Environmental Design certification and rating system developed by the USGBC, or a successor rating or certification system thereto.
- (ii) **“LEED Certification”** shall mean ‘Certified’ or higher level of certification under the version of the USGBC LEED rating system that is in effect twenty-four (24) months prior to application for a New Building Permit, and (i) for a building developed primarily for hotel use or for residential use, shall refer to the LEED rating system for ‘New Construction’; and (ii) for a building developed primarily for office use, shall refer to the LEED rating system for ‘Core and Shell’.
- (jj) **“LEED Construction Review”** shall mean review of a ‘Construction Application’ submitted pursuant to the LEED ‘Split Design and Construction Review’ path.
- (kk) **“LEED Design Review”** shall mean review of a ‘Design Application’ submitted pursuant to the ‘Split Design and Construction Review’ path.
- (ll) **“LEED Gold Certification”** shall mean ‘Gold’ or higher level of certification under the version of the USGBC LEED rating system that is in effect twenty-four (24) months prior to application for a New Building Permit, and (i) for a building developed primarily for hotel use or for residential building use, shall refer to the LEED rating system for ‘New Construction’; and (ii) for a commercial building developed primarily for office use, shall refer to the LEED rating system for ‘Core and Shell’.
- (mm) **“LIRR”** shall mean the Long Island Rail Road Company and any successor to its jurisdiction.
- (nn) **“LPC”** shall mean the New York City Landmarks Preservation Commission, and any successor to its jurisdiction.
- (oo) **“MTA”** shall mean the Metropolitan Transportation Authority of the State of New York and its subsidiaries and affiliates (including LIRR), and any successor to its jurisdiction.

- (pp) **“New Building”** shall mean a new residential, mixed use, or commercial building on the Subject Property.
- (qq) **“New Building Permit”** shall mean, with respect to any New Building, a work permit issued by DOB under a New Building application authorizing construction of a New Building.
- (rr) **“NYPD”** shall mean the New York City Police Department, and any successor to its jurisdiction.
- (ss) **“OER”** shall mean the New York City Mayor’s Office of Environmental Remediation, or any successor to its jurisdiction.
- (tt) **“Open Space Maintenance and Repair Requirements”** shall have the meaning set forth in Section 2.02(g) hereof.
- (uu) **“OPRHP”** shall mean the New York State Office of Parks, Recreation and Historic Preservation, and any successor to its jurisdiction.
- (vv) **“PAA Plans”** shall have the meaning set forth in Exhibit J to this Declaration.
- (ww) **“Permanent Certificate of Occupancy”** or **“PCO”** shall mean a permanent certificate of occupancy issued by DOB for any New Building under Section 605 of the New York City Charter or any successor provision thereto.
- (xx) **“Platform”** shall mean the platform, together with the structural elements supporting the platform to be constructed within the Subject Property over the Western Rail Yard portion of the Caemmerer Rail Yard.
- (yy) **“Prior Applications”** shall have the meaning given in the Recitals to this Declaration.
- (zz) **“Prior Approvals”** shall have the meaning given in the Recitals to this Declaration.
- (aaa) **“Prior CPC Actions”** shall have the meaning given in the Recitals of this Declaration.
- (bbb) **“Proposed Project”** shall mean the development scenario so defined under the Approvals and in the FEIS, containing the Gaming Facility and residential, commercial and community facility space, and public open space.
- (ccc) **“Project Component Related to the Environment”** or **“PCRE”** shall refer to any one or all of the project components related to the environment for construction, set forth in Section 3.01 hereof; project components related to the environment for design and operation of any New Building, set forth in Section 3.02 hereof; and project components related to the environment related to sustainability, set forth in Section 3.03 hereof.
- (ddd) **“Public Access Areas”** shall mean the Public Open Space, the West 30th Street Corridor the Midblock Connection and the Corner Open Area, as applicable, each as defined in Exhibit J to this Declaration.

- (eee) **“Public Access Area Phase”** shall mean a phase for development of a Public Access Area approved pursuant to Exhibit J to this Declaration.
- (fff) **“Public School”** shall mean a PS/IS school of approximately 120,000 gross square feet, to be operated by the New York City Department of Education, and having approximately 750 seats (assumed in the FEIS to be 420 elementary and 330 intermediate seats) proposed to be located on the Subject Property in accordance with Section 3.04(a) hereof.
- (ggg) **“Rail System”** shall mean the trackage, signal, power, fuel, electrical traction, lighting, mechanical, safety, security, plumbing, communication and ventilation systems, track support, ballast, walls, duct lines, drainage lines, signage, electrical traction power plants, stations, terminals, storage yards, repair and maintenance shops, other yards, roadways, access ways, walkways, rolling stock, rail cars, locomotives, vehicles, surface craft, motors, boilers, engines, wires, ways, conduits and mechanisms, machinery, tools, implements, materials, supplies, instruments and devices, including but not limited to all power houses, and all apparatus and all devices for signaling, communications and ventilation of every nature whatsoever as are used now or in the future by Yards Parcel Operator (as defined in the Declaration of Easements), any Yards Parcel Occupant (as defined in the Declaration of Easements), any of their respective affiliates, Amtrak, the Port Authority, New Jersey Transit and/or NYCTA (as applicable) to provide rail service directly or by contract, lease or other arrangement.
- (hhh) **“SCA”** shall mean the New York City School Construction Authority, or any successor to its jurisdiction.
- (iii) **“SEORA”** shall mean the State Environmental Quality Review Act, New York State Environmental Conservation Law Sections 8-0101 et. seq. and the regulations promulgated thereunder at 6 NYCRR Part 617.
- (jjj) **“Site”** shall mean any or all of Sites A (former Site 5 as defined on Map 6, Subdistrict F Site Plan, of the Special Hudson Yards District), Site B (former Site 6 as defined on Map 6, Subdistrict F Site Plan, of the Special Hudson Yards District), and Site C (former Sites 1 and 2 as defined on Map 6, Subdistrict F Site Plan, of the Special Hudson Yards District), as delineated in the Approvals.
- (kkk) **“Site C Building”** shall mean the New Building to be constructed upon Site C.
- (lll) **“Subject Property”** shall have the meaning given in the Recitals to this Declaration.
- (mmm) **“Successor Declarant”** shall mean any third party (other than MTA) to which Declarant that is signatory to this Declaration shall have sold, leased, transferred or conveyed fee title to, or a ground or net lease of, one or more tax lots within the Subject Property, to the extent of such third party’s interest with respect to such lots so sold, leased, transferred or conveyed to it.
- (nnn) **“Technical Memorandum”** shall mean any Technical Memorandum approved pursuant to Section 3.04(a)(ii)(ee).

- (ooo) “**Temporary Certificate of Occupancy**” or “**TCO**” shall mean a temporary certificate of occupancy issued by DOB under Section 605 of the New York City Charter.
- (ppp) “**Temporary Public Access Area Plan**” shall have the meaning set forth in Exhibit J to this Declaration.
- (qqq) “**Tier 1**”, “**Tier 2**” and “**Tier 3**” shall mean the federal non-road diesel engine emissions certification levels of the same name as defined in 40 CFR §89.112(a) as of the date hereof.
- (rrr) “**Tier 4**” shall mean the federal non-road diesel engine emissions certification levels of the same name as defined in 40 CFR §1039.101 and §1039.102, as of the date hereof.
- (sss) “**Uncontrollable Circumstances**” shall mean occurrences beyond Declarant’s reasonable control, and for which Declarant has taken all steps within Declarant’s control reasonably necessary to control or minimize, which cause delay in the performance of Obligations under this Declaration, including, without limitation, delays resulting from (i) governmental restrictions, limitations, regulations or controls (provided that such are other than ordinary restrictions, limitations, regulations or controls); (ii) orders of any court of competent jurisdiction (including, without limitation, any litigation which results in an injunction or a restraining order prohibiting or otherwise delaying the construction of any portion of the Subject Property); (iii) labor disputes (including strikes, lockouts not caused by Declarant, slowdowns and similar labor problems); (iv) accident, mechanical breakdown, shortages or inability to obtain labor, fuel, steam, water, electricity, equipment, supplies or materials (for which no substitute is readily available at a comparable price); (v) acts of God (including severe weather conditions); (vi) removal of hazardous substances that could not have been reasonably foreseen; (vii) war, sabotage, hostilities, invasion, insurrection, riot, acts of terrorism, mob violence, malicious mischief, embargo, quarantines, national, regional or local disasters, calamities or catastrophes, national emergencies, enemy or hostile governmental action, civil disturbance or commotion, earthquake, flood, fire or other casualty of which Declarant has given DCP notice; (viii) a taking of the whole or any relevant portion of the Subject Property by condemnation or eminent domain; (ix) soil conditions that could not have been reasonably foreseen that substantially delay construction of any relevant portion of the Subject Property or substantially impair the ability to develop the Subject Property in the manner contemplated by this Declaration; (x) denial to Declarant by any party of a right of access to any adjoining real property or to the Subject Property which right is vested in Declarant, by contract or pursuant to applicable law, if such access is required to accomplish the obligations of Declarant pursuant to this Declaration; (xi) inability of a public utility to provide power, heat or light or any other utility service, despite reasonable efforts by Declarant to procure same from the utility; and (xii) unusual delays in transportation, as determined by the Chair in accordance with Section 3.08(a) of this Declaration.
- (ttt) “**USGBC**” shall mean the U.S. Green Building Council, the Green Building Certification Institute, or any successor organization that administers the LEED certification and ratings system.
- (uuu) “**Water Credit Category**” shall have the meaning given in Exhibit D to this Declaration.

- (vvv) “**West 30th Street Corridor**” shall have the meaning set forth in Exhibit J to this Declaration.
- (www) “**West 33rd Street Loop**” shall have the meaning set forth in Section 2.05 of this Declaration.
- (xxx) “**Zoning Resolution**” shall have the meaning given in the Recitals to this Declaration.

ARTICLE II DEVELOPMENT OF THE SUBJECT PROPERTY

2.01 Affordable Housing.

- (a) Declarant shall include within the Development a minimum of three hundred twenty-four (324) residential rental units that will be affordable to persons or families of low income who qualify for occupancy pursuant to the requirements of any program for the development of affordable rental units selected by the Declarant (the “**Affordable Housing Units**”), such that the total number of Affordable Housing Units on the Subject Property and the eastern portion of the Caemmerer Rail Yard collectively is not less than four hundred thirty-one (431).
- (b) In the event that Declarant utilizes the floor area regulations available under Section 93-225 of the Zoning Resolution for the provision of permanent Affordable Housing Units (the “**Affordable Housing Bonus**”), Declarant covenants and agrees to maintain the affordability of all Affordable Housing Units required to generate the Affordable Housing Bonus for so long as the bonus floor area is included within the Development.
- (c) Declarant further covenants and agrees that, notwithstanding whether or not the Affordable Housing Bonus is utilized, upon the expiration of the benefits of any initial tax abatement program utilized by Declarant, Declarant shall maintain the Affordable Housing Units on the Subject Property as permanent rentals affordable to persons or households having a maximum income not to exceed 125% of area median income.
- (d) Notwithstanding Declarant’s obligations under this Section 2.01 to provide Affordable Housing Units, Declarant agrees that any New Building containing Affordable Housing Units built with “public funding,” as such term is defined in Section 27-111 of the Zoning Resolution, shall not be used as a “UAP Development” for purposes of Section 27-111 et. seq. of the Zoning Resolution.
- (e) The Affordable Housing Units throughout the rental portion of the New Building in which they are located shall be distributed in a manner consistent with applicable law.

2.02 Public Access Areas.

Subject to Section 2.02(i) below, Declarant shall construct, develop and maintain the Public Access Areas in accordance with the following:

(a) Public Access Areas Construction Phasing and Easement.

(i) Subject to compliance with the provisions of Exhibit J to this Declaration, Declarant may construct the Public Access Areas on the Subject Property in such sequence as Declarant shall determine.

(ii) Subject to clause (v) hereof, Declarant covenants that, immediately upon certification by the Chair pursuant to Exhibit J to this Declaration that a Public Access Area Phase is substantially complete, the City shall hereby enjoy, wield, and have the right to and the benefit of and be granted, conveyed and transferred a non-exclusive easement (the “Public Access Area Easement”) in perpetuity, for the benefit of the general public, encompassing the area of the Public Access Area Phase, unobstructed from the surface thereof to the sky, for the purposes of: (aa) in the case of the Public Open Space (1) passive and active recreational use by the general public, and (2) pedestrian access over and through the area of the Public Open Space to and from other developed portions of the Subject Property and City streets; (bb) in the case of the West 30th Street Corridor, pedestrian access over and through the West 30th Street Corridor to and from other developed portions of the Subject Property and City streets; (cc) in the case of the Midblock Connection under the Alternative Scenario, pedestrian access over and through the Midblock Connection to and from the Public Open Space and West 33rd Street; and (dd) in the case of the Corner Open Area under the Alternative Scenario, pedestrian access over and through the Corner Open Area to and from other developed portions of the Subject Property and Eleventh Avenue, subject in each case to all provisions of this Declaration applicable to the use of such Public Access Areas.

(iii) The Declarant covenants that all liens, including but not limited to judgment liens, mortgage liens, mechanics’ liens and vendees liens, and all burdens, covenants, encumbrances, leases, licenses, easements, profits, security interests in personal property or fixtures, and all other interests subsequent thereto, excepting governmental tax liens and assessments, and public utilities and related easements, shall be, at and after the time of vesting of the Public Access Area Easement in the City, subject and subordinate to the rights, claims, entitlements, interests and priorities created by the Public Access Area Easement.

(iv) The Public Access Area Easement shall commence for the benefit of and shall vest in the City commensurate with and on the date of substantial completion of each Public Access Area Phase and shall encompass all of the Public Access Area included in such Public Access Area Phase and all Public Access Areas completed in any earlier Public Access Area Phase, subject to clause (v) hereof. Declarant waives its rights to assert the rule against perpetuities as a defense in any proceeding to compel the conveyance of the Public Access Area Easement.

(v) Notwithstanding anything to the contrary in this Section 2.02(a), Declarant shall be entitled to and hereby reserves and retains the right to close to the public any portion of a Public Access Area Phase that has been built by Declarant to the extent and for the period of time that such closure is reasonably required to allow for the construction of a New Building in a safe, efficient, and reasonable manner, or to replace temporary features under a Temporary Public Access Area Plan certified pursuant to Exhibit J to this Declaration with

permanent features under the PAA Plans approved pursuant to Exhibit J to this Declaration, or to build a subsequent Public Access Area Phase, and the easement granted pursuant to clause (ii) of this Section 2.02(a) is limited to such extent. Declarant shall notify the Chair of the need to close any portion of the Public Access Area Phase not less than thirty (30) days prior to such closure, and shall provide the Chair with a description of the need, extent and estimated period of time of closure reasonably required pursuant to this clause.

(b) Hours of Access and Closure.

(i) Subject to Section 2.02(a)(v), Declarant covenants that the Public Access Areas shall remain open and accessible to the public each day between the hours of 6:00 AM and 1:00 AM pursuant to the Public Access Easement, provided that the West 30th Street Corridor shall be open and accessible to the public at all times.

(ii) Notwithstanding clause (i) of this Section 2.02(b), Declarant may close the Public Access Areas or the most limited portions thereof as may be necessary in order: (aa) to accomplish maintenance, repairs or replacements; (bb) to make emergency repairs to mitigate hazardous site conditions; (cc) to address other emergency conditions; and (dd) to allow for public events approved by the Open Space Advisory Board under Section 2.02(e) hereof. In addition, (aa) Declarant shall be entitled to close all or any portion of the Public Access Areas not more than one (1) day of each calendar year in order to preserve Declarant's ownership interest therein, provided that any closure made for such purpose shall not occur on a weekend or public holiday; and (bb) Declarant shall be entitled to close the primary lawn area required under Exhibit J to this Declaration together with an access point thereto, not more than four (4) times in any calendar year (and not more than one (1) such event shall occur within any two (2) month period) for purposes of hosting a private event for the benefit of owners or occupants of any of the New Buildings. Such private events shall not take place on a public holiday and shall be for no more than six (6) hours. Declarant shall notify DCP of any such event not less than thirty (30) days prior to closure. "Emergency conditions" for which the Public Access Areas may be closed pursuant to this clause shall be limited to actual or imminent emergency situations, including but not limited to: security alerts, riots, casualties, disasters, hazardous or dangerous conditions or other events endangering public safety or property, provided that no such emergency closure shall continue for more than twelve (12) consecutive hours without Declarant having notified the NYPD or DOB, as appropriate, and having followed NYPD's or DOB's direction, if any, with regard to the emergency situation. Declarant shall promptly notify the Chair in writing of any closure which extends more than twelve (12) hours. Declarant shall close or permit to be closed only those portions of the Public Access Areas which must or should reasonably be closed to effect the maintenance, repairs or replacements to be undertaken, and will exercise due diligence in the performance of such repairs or mitigation in order that it is completed expeditiously and the temporarily closed areas (or any portions thereof) are re-opened to the public promptly.

(c) Maintenance and Repair of Public Access Areas.

Declarant shall, at Declarant's sole cost and expense, operate, maintain and repair the Public Access Areas in a sound and good condition in accordance with the requirements

set forth in the Maintenance and Repair of Public Access Areas schedule annexed to this Declaration as Exhibit E (the “Public Access Area Maintenance and Repair Requirements”). Notwithstanding the foregoing, at such time and in the event that Declarant establishes a Property Owners’ Association in accordance with Section 2.02(f) hereof, the Property Owners’ Association shall be responsible for the operation, maintenance, and repair of the Public Access Areas in accordance with the terms of this Declaration.

(d) Operating Rules for Public Access Areas.

The activities, uses and conduct permitted within the Public Access Areas shall comply with all applicable laws and regulations of the City, in addition to being subject to the policies set forth in the schedule annexed hereto as Exhibit F. Declarant may modify the policies set forth in Exhibit F with the prior written approval of DCP, which shall not be unreasonably withheld, conditioned or delayed.

(e) Public Access Areas Programming Management Advisory Board.

(i) Declarant shall have the right, at Declarant’s election, to undertake and implement a program of public activities and events within the Public Access Areas, subject to subclause (iii) hereof. Such public programming shall be limited to (aa) arts, music, theater or other cultural or similar events of a public character; and (bb) celebrations, participatory neighborhood events or similar activities of a public nature, all of which shall be open to the general public (the “Event Programming”). Any Event Programming shall be non-commercial in nature and shall not be conducted for profit, provided that in no event shall this provision be interpreted to prevent any sponsor or host of a public event from identifying such sponsorship or hosting as part of the public Event Programming, including in writing (including, for example, signage).

(ii) In order to develop any Event Programming, Declarant shall establish, at Declarant’s sole cost and expense, a not-for-profit entity (the “Open Space Advisory Board” or “Board”) to advise Declarant with regard to the possible Event Programming in the Public Access Areas. The Open Space Advisory Board shall be comprised of nine (9) members, five (5) of whom shall be appointed by the Declarant, and one (1) of whom shall be appointed by each of the Community Board, the local City Councilmember, the Manhattan Borough President, and the Manhattan Borough Commissioner of DPR.

(iii) The Open Space Advisory Board shall meet on a semi-annual basis, and at such additional times as may be requested in writing by a majority of the members of the Board to consider any proposals for Event Programming allowed under clause (i) hereof that may occur from time to time. Any proposed Event Programming (whether considered at a regularly scheduled semi-annual meeting or at a special meeting convened for such purpose) that would result in the use of any portion of the Public Access Areas for a period in excess of four (4) hours in any day, or an aggregate of more than eight (8) hours in any seven (7) day period, shall be subject to the approval of a majority the members of the Open Space Advisory Board. With the exception of the right to approve such Event Programming, the Open Space Advisory Board’s role with respect to programming of Events shall be advisory.

(f) Property Owners' Association.

(i) In order to perform the Public Access Area Maintenance and Repair Requirements, Declarant may form a property-owners association under the New York State Not-For-Profit Corporation Law or as an unincorporated association, or a cooperative corporation under the New York State Business Corporation Law (any of the entities in any combination thereof hereinafter referred to separately or collectively as the "Property Owners' Association"). The decision of whether or not to create a Property Owners' Association shall be at the sole option of Declarant, provided that until such time as a Property Owners' Association is formed complying with the terms of this Paragraph (f) and such Association assumes the obligations of the Declarant with respect to the Open Space Maintenance and Repair Requirements as set forth in clause (ii) of this Section, Declarant shall be responsible in all respects for the Public Access Area Maintenance and Repair Requirements.

(ii) If a Property Owners' Association is formed, it shall assume all of the obligations of the Declarant relating to the Public Access Area Maintenance and Repair Requirements with respect to all of the Public Access Areas, commencing at such time as each Public Access Area Phase is determined to be substantially complete in accordance with the requirements of Exhibit J to this Declaration, and shall be organized with all of the powers that may be necessary and proper to allow the Property Owners' Association to carry out the duties, obligations and requirements of this Declaration with respect to the Open Space Maintenance and Repair Requirements. Notwithstanding the foregoing, Declarant at its option may exclude the Public Access Area Maintenance and Repair Requirements as they apply to any portion of the Public Access Areas from the area governed by the Property Owners' Association, in which event the Public Access Area Maintenance and Repair Requirements as they apply to such excluded portion shall be the obligation of: (aa) the tenant under a ground lease with the MTA governing the applicable portion of the Subject Property subject to such exclusion, or (bb) following the expiration or earlier termination of such lease, or following a fee conversion of such portion of the Subject Property, the fee owner of such portion of the Subject Property or any New Building identified by Declarant (but not, in any event, MTA) or, if such New Building is subjected to a declaration of condominium, the board of managers of such condominium.

(iii) In connection with its obligations under this Section, the Property Owners' Association shall comply with the following requirements:

(aa) Members. The members of the Property Owners' Association (the "Association Members") shall consist of (1) (aa) the tenant under a ground lease with the MTA governing the applicable portion of the Subject Property subject to such exclusion, or (b) following the expiration or earlier termination of such lease, or following a fee conversion of such portion of the Subject Property, the fee owner of such portion of the Subject Property or any New Building identified by Declarant (but not, in any event, MTA), but excluding any fee owner of the High Line and any fee owner of an individual condominium unit within any New Building that is the subject of a declaration of condominium, and (2) the board of managers of any portion of the Subject Property that is subject to a declaration of condominium.

(bb) Powers. To the extent permitted by law, Declarant shall cause the Property Owners' Association to be established with the power, responsibility, and authority to:

(1) Undertake and be responsible for the Public Access Area Maintenance and Repair Requirements;

(2) Be subject to enforcement by DCP and the City in the event that it fails to comply with the Public Access Area Maintenance and Repair Requirements, including imposing liens therefor for the purposes of funding the Open Space Maintenance and Repair Requirements;

(3) In the event and at such time as Declarant existing as of the date of this Declaration no longer holds any interest in the Subject Property, allow for the Property Owners' Association to undertake the design and construction of the Public Access Areas in accordance with Exhibit J and Section 2.02(a) of this Declaration (the "Open Space Construction Obligation");

(4) Impose fees or assessments against the Association Members through a formula to be determined by Declarant in Declarant's discretion, for the purpose of collecting funds reasonably necessary and sufficient to fund the Public Access Area Maintenance and Repair Requirements, and to the extent that the Property Owners' Association has assumed the Open Space Construction Obligation, the Open Space Construction Obligation;

(5) Collect, receive, administer, protect, invest, and dispose of funds;

(6) Bring and defend actions under this Declaration, and negotiate and settle claims to recover fees or assessments owed to the Property Owners' Association either directly under the formation documents, or indirectly pursuant to any declaration of condominium imposed against any New Building or portion thereof;

(7) To the extent permitted by law, impose liens, fines or assessments against individual lot or unit owners for the purpose of collecting funds reasonably necessary and sufficient to fund the Public Access Area Maintenance and Repair Requirements and, to the extent that the Property Owners' Association has assumed the Open Space Construction Obligation, the Open Space Construction Obligation; and

(8) Exercise any and all such powers as may be necessary or appropriate for purposes of this Declaration and as may be granted to the Property Owners' Association in furtherance of the Property Owners' Association's purposes hereunder.

(cc) By-Laws. The by-laws and charter or certificate of incorporation of the Property Owners' Association shall be consistent in all respects with the terms of this Declaration and shall not allow for amendments or changes that are not consistent with this Declaration.

(iv) For purposes of this Declaration, any Property Owners' Association shall be deemed a successor and assign of Declarant and shall succeed to the obligations of Declarant under Paragraph (c) of this Section with respect to the portions of the Subject Property governed by the Property Owners' Association.

(v) Declarant shall cause the Property Owners' Association to be authorized to act on behalf of each party holding legal title to an affected lot or unit so that it shall not be necessary for each lot- or unit-owner to execute or waive the right to execute an application to modify, amend, cancel this Declaration in accordance with the provisions hereof or to approve the modified, amended or cancelled Declaration.

(g) High Line.

The provisions of this Section 2.02 shall not apply to the High Line, and public access, hours of access and closure, operating rules, programming and other features relating to the operation, maintenance, or repair of the High Line shall be as set forth in other agreements and understandings with respect thereto between the governing entity of the High Line, on the one hand, and Declarant or the Property Owners' Association, as applicable, on the other hand.

(h) High Line Access Points and Maintenance Facility.

(i) Declarant shall cooperate with DCP with regard to the identification and provision of public pedestrian access to the High Line under the PAA Plans reviewed and approved pursuant to Exhibit J of this Declaration.

(ii) Declarant shall consider in good faith (without any obligation with respect thereto) a request by DCP or other relevant city agency to locate space on the Subject Property for support facilities for the operation, maintenance and public enjoyment of the High Line, as determined by DCP and other relevant city agencies during the planning process for the High Line.

(i) Public Access Areas on Site C in the Proposed Project.

Notwithstanding anything in this Declaration to the contrary, to the extent that the Gaming Facility is located on the Subject Property under the Proposed Project pursuant to a license issued by the New York State Gaming Commission pursuant to Section 1306 of the Racing, Pari-Mutuel Wagering and Breeding Law, such Gaming Facility shall not be subject to the provisions of Exhibit J to this Declaration.

2.03 Intentionally Omitted.

2.04 Arts and Cultural Space.

- (a) The Development shall include a minimum of sixteen thousand (16,000) gross square feet of space to be made available for local cultural institutions or other local arts not-for-profits approved by Developer, in accordance with the terms of this Section 2.04 (the “Cultural Space Obligation”). At Declarant’s sole option, the Cultural Space Obligation may be fulfilled in not less than two (2) facilities within the Development or in more than two (2) facilities within the Development, provided that each such facility shall have a minimum size of not less than 1,200 gross square feet (each such facility, a “Cultural Space,” and all of such facilities, the “Cultural Spaces”).
- (b) The Cultural Spaces may be located in any New Building, at Developer’s Option, and may be constructed in any phase of the Development as Developer sees fit, provided that any Cultural Space shall be accessible directly from the outside.
- (c) The Cultural Spaces shall be leased to neighborhood theatrical, dance, arts or other similar local cultural organizations (each, a “Cultural Institution” and each such cultural use, a “Cultural Use”) selected by Declarant in consultation with and based on the recommendation of the Community Board pursuant to a lease acceptable to Declarant and complying with the terms of Section 2.04(e) hereof (a “Cultural Facilities Lease”). Each Cultural Use may be filed with DOB as either a community facility use or a commercial use as necessary to implement the program of the given Cultural Institution. Nothing herein shall be construed to require Declarant to accept a Cultural Institution as tenant if Declarant reasonably determines that such Cultural Institution does not have (or is reasonably likely in the future to not have) the financial wherewithal to fulfill, or is otherwise unable to comply (or is reasonably likely in the future to be unable to comply) with, any of its responsibilities under the Cultural Facilities Lease.
- (d) Declarant shall be responsible at Declarant’s sole cost and expense for constructing the core and shell of the Cultural Spaces, including the distribution of reasonable base building systems to the Cultural Spaces. Such distribution shall include:
 - (i) Heating, Ventilation and Air Conditioning (HVAC) equipment including access from base building condensers, chillers, fresh air intakes and exhaust louvers. Such equipment shall also be of a type that creates minimal noise to permit performances to be conducted; and
 - (ii) Electrical service shall include at least 1,000 amps to service theatrical lighting needs.

Declarant shall have no obligation to provide for the fit-out of any of the Cultural Spaces, including without limitation no obligation to provide: lighting; fixtures; distribution of utilities and mechanical systems within the Cultural Spaces; furniture; interior partitions; stage areas; or acoustical separation beyond that provided by the core and shell construction, all of which shall be the responsibility of the Cultural Institution, provided

that at any Cultural Institution's request, Declarant agrees that it will enter into good faith discussions with such Cultural Institution to perform the fit-out work on the Cultural Institution's behalf and at the Cultural Institution's sole cost and expense.

- (e) Each Cultural Facilities Lease shall have a term of not less than ten (10) years or such longer term as may be agreed to by Declarant in its sole discretion and shall include a rent of one dollar (\$1.00) per year. Each Cultural Facilities Lease shall include terms reflecting the following:
 - (i) Providing that each Cultural Facilities Lease shall be triple net to the Cultural Institution, and shall require the Cultural Institution to pay for its proportional share of insurance, maintenance, and other operating costs applicable to the Subject Property;
 - (ii) Providing for review and approval rights by Declarant with respect to the design, construction, and construction logistics of the fit-out of the Cultural Spaces, and require that the Cultural Institution proceed with the fit-out in a timely, expeditious and first class manner without liability or loss to Developer;
 - (iii) Requiring Declarant approval, in consultation with the Community Board, of any assignment or sublease of any portion of the Cultural Spaces or other area covered by the Cultural Facilities Lease;
 - (iv) Requiring that the Cultural Institution maintain appropriate insurance covering the Cultural Space and the operations therein;
 - (v) Providing remedies for breach of the Cultural Facilities Lease by the Cultural Institution, including self-help remedies where appropriate; and
 - (vi) Providing other terms and conditions reasonably typical for a commercial tenant lease to allow for the fit-out, lease, and operation of the Cultural Space within a larger building.
- (f) Notwithstanding anything to the contrary contained herein, in the event that (i) the Community Board has failed to identify an acceptable Cultural Institution within two (2) years from the date that Declarant notifies the Community Board in writing that a Cultural Space is expected to be completed in twelve (12) months' time, (ii) an acceptable Cultural Institution has been identified by the Community Board but has failed to enter into a Cultural Facilities Lease with Declarant within twelve (12) months of the date such Cultural Institution was so identified, or (iii) a Cultural Facilities Lease has expired or otherwise been abandoned or terminated and the Community Board has failed to identify an acceptable alternate Cultural Institution within twelve (12) months of such termination or abandonment, then, in each case, Declarant may, upon written notice to the Community Board, select a Cultural Institution to lease and occupy the Cultural Spaces without consultation with and solicitation of the recommendation of the Community Board pursuant to Paragraph (c) of this Section. In such event, in the event that Declarant is unable to identify an acceptable Cultural Institution after good faith efforts during an additional

six (6) month period, Declarant may use up to 8,000 sf of such Cultural Space for another use at Declarant's option.

2.05 West 33rd Street Loop.

Declarant shall construct, develop, and maintain (in accordance with the applicable provisions set forth on Exhibit E to this Declaration) a turn around and/or loop for pedestrians and vehicles at the western end of West 33rd Street, a portion of which will be located within the Subject Property (such portion, the "West 33rd Street Loop"), as shown in the drawings approved in connection with the Approvals, and in accordance with the following (but subject to Section 6.04 below):

- (a) Subject to the other provisions of this Section 2.05, Declarant covenants that, immediately upon substantial completion of the West 33rd Street Loop (*i.e.*, such that the West 33rd Street Loop is opened and accessible to the public), the City shall hereby enjoy, wield, and have the right to and the benefit of and be granted, conveyed and transferred a non-exclusive easement (the "Loop Easement") in perpetuity, for the benefit of the general public, encompassing the area of the West 33rd Street Loop, unobstructed from the surface of the West 33rd Street Loop to an elevation of 15 feet above the roadbed, for the purposes of pedestrian and vehicular access over and through the West 33rd Street Loop to and from West 33rd Street and the parking garage to be located on the northern side of the Subject Property, and for general vehicular maneuvering by the public.
- (b) The Declarant covenants that all liens, including but not limited to judgment liens, mortgage liens, mechanics' liens and vendees liens, and all burdens, covenants, encumbrances, leases, licenses, easements, profits, security interests in personal property or fixtures, and all other interests subsequent thereto, excepting governmental tax liens and assessments, and public utilities and related easements, shall be, at and after the time of vesting of the Loop Easement in the City, subject and subordinate to the rights, claims, entitlements, interests and priorities created by the Loop Easement.
- (c) The Loop Easement shall commence for the benefit of and shall vest in the City commensurate with and on the date of substantial completion of the West 33rd Street Loop (*i.e.*, the date that the West 33rd Street Loop has been constructed to the extent that all portions of the West 33rd Street Loop may be operated and made available for public use, notwithstanding minor or insubstantial items of construction, decoration or mechanical adjustment remaining to be performed), subject to clause (d) hereof. Declarant waives its rights to assert the rule against perpetuities as a defense in any proceeding to compel the conveyance of the Loop Easement.
- (d) Notwithstanding anything to the contrary in this Section 2.04, Declarant shall be entitled to and hereby reserves and retains the right to close to the public any portion of the West 33rd Street Loop to the extent and for the period of time that such closure is reasonably required to allow for the construction, repair and maintenance of a New Building and/or the Subject Property in a safe, efficient, and reasonable manner, or to make necessary repairs or replacements within the West 33rd Street Loop, and the easement granted pursuant to clause (a) of this Section 2.04 is limited to such extent. Declarant shall notify the Chair of the need to close any portion of the West 33rd Street Loop not less than thirty

(30) days prior to such closure, and shall provide the Chair with a description of the need, extent and estimated period of time of closure reasonably required pursuant to this clause.

- (e) No member of the public shall have the right to use the West 33rd Street Loop for any activity or in a manner which (i) injures, endangers or unreasonably disturbs the comfort, peace, health or safety of any person, (ii) disturbs or causes injury to plant or animal life, (iii) causes damage to the Subject Property or any person, or (iv) impairs the value or operation of the Yards Parcel or the Rail System or any rights of MTA. The West 33rd Street Loop shall not be used for public parking.

2.06 Eleventh Avenue Traffic Signals.

- (a) Declarant shall not accept a TCO for the Site C Building until:
 - (i) Declarant has sent written notice to DOT requesting that DOT implement the traffic signals at Eleventh Avenue and 32nd Street and Eleventh Avenue and 31st Street (the “Eleventh Avenue Signals”);
 - (ii) If DOT determines that one or both of the Eleventh Avenue Signals are warranted, Declarant shall engage a design consultant to prepare, and Declarant shall submit to DOT, signal design and timing plans for such Eleventh Avenue Signals that DOT has determined are warranted, unless DOT and/or the City elects to provide such signal design.
 - (iii) Declarant has paid DOT/City of New York for the customary costs associated with the design and installation of one or both of Eleventh Avenue Signals, as applicable, proposed geometric modifications, traffic signs, and pavement markings removals/installations.
- (b) To the extent DOT deems unnecessary one or both of the Eleventh Avenue Signals, Declarant shall have no further obligation under this Section 2.06.

ARTICLE III PROJECT COMPONENTS RELATED TO THE ENVIRONMENT AND MITIGATION MEASURES

3.01 Project Components Related to the Environment for Construction.

Declarant shall implement and incorporate as part of its construction of New Buildings, as appropriate, the following PCREs:

- (a) **Construction Air Emissions Reduction Measures.**
 - (i) Declarant shall: (a) prior to Construction Commencement and subject to DCP review pursuant to Section 3.09 of this Declaration, develop a plan for implementation of; and (b) thereafter implement, the following measures for all construction activities (including, but not limited to, demolition and excavation) related to the Development:

(1) To the extent practicable, non-road diesel equipment with 50 horsepower (hp) or greater shall comply, at a minimum, with the United States Environmental Protection Agency (“EPA”) Tier 3 Non-road Diesel Engine Emission Standard, and, once Tier 4-compliant equipment is widely available, with the Tier 4 standard, and in all cases shall comply with the Tier 2 standard. All non-road, diesel-powered construction equipment with engine power output rating 50 horsepower or greater and controlled truck fleets (i.e., truck fleets under long-term contract with Declarant, such as concrete mixing and pumping trucks) shall utilize the best available tailpipe technology to reduce diesel particulate matter emissions (currently, diesel particulate filters (DPFs)). Construction contracts shall specify that all diesel non-road engines rated at 50 hp or greater shall utilize DPFs, either installed by the original equipment manufacturer or retrofitted. Retrofitted DPFs must be verified by EPA or the California Air Resources Board. Active DPFs or other technologies proven to achieve an equivalent reduction may also be used.

(2) Idling of all on-site vehicles, including non-road engines, for periods longer than three minutes shall be prohibited on the Subject Property for all equipment and vehicles that are not using their engines to operate a loading, unloading, or processing device (e.g., concrete mixing trucks) or unless otherwise required for the proper operation of the engine.

(ii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Paragraph (a) as applicable with respect to such work.

(b) Intentionally Omitted.

(c) Construction Noise Reduction Measures.

(i) Declarant shall: (a) prior to Construction Commencement and subject to DCP review pursuant to Section 3.09 of this Declaration, develop a plan for implementation of; and (b) thereafter implement, a plan for minimization of construction noise (the “Noise Mitigation Plan”) for all construction activities (including demolition and excavation) related to the Development, which Noise Mitigation Plan shall contain both path control and source control measures, including the following:

(1) Path Control Measures: Concrete operations shall be located inside site-perimeter noise barriers for the Subject Property.

(2) Source Control Measures: Pile installation and foundation elements shall be constructed by drilling rather than impact driving.

(ii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Section 3.01(c) consistent with such Noise Mitigation Plan, as applicable with respect to such work.

(d) **Intentionally Omitted.**

(e) **Intentionally Omitted.**

(f) **Construction Pest Management Plan.**

(i) Declarant shall include enforceable contractual requirements with contractors for a rodent (i.e. mouse and rat) control program and shall carry out such program during construction activities. Prior to Construction Commencement, Declarant shall survey and bait the appropriate areas on the Subject Property and shall provide for proper site sanitation, post signage and coordinate with appropriate governmental agencies.

(g) **Hazardous Materials Remediation and Protection Measures.**

(i) Prior to Construction Commencement, Declarant shall undertake a pre-demolition survey of any buildings to be demolished for asbestos containing materials (“ACM”), lead-based paint (“LBP”) and equipment suspected to contain polychlorinated biphenyls (“PCBs”). If such materials are identified during the survey, Declarant shall develop and implement procedures for pre-demolition removal of such materials, as part of the Hazardous Materials Management Plan (“HMMP”) for the Subject Property. Based on the findings of the pre-demolition survey, the HMMP shall include the following:

(1) If determined necessary following the pre-demolition survey, the HMMP shall include an ACM management plan, which shall set forth procedures for handling, removal and disposal of ACM in conformance with federal, New York State, and New York City requirements. The ACM management plan shall provide for appropriate engineering controls (e.g., wetting and other dust control measures) to minimize asbestos exposure throughout demolition of existing buildings on the Subject Property.

(2) If the pre-demolition survey finds that LBP-coated surfaces are present in any structures to be demolished on the Subject Property, the HMMP shall include an LBP management plan. This plan shall require that an exposure assessment be performed to determine whether lead exposure may occur during demolition activities. If the exposure assessment indicates the potential to generate airborne dust or fumes with lead levels exceeding health-based standards, a higher personal protection equipment standard shall be required to counteract the exposure. In all cases, appropriate methods to control dust and air monitoring, as required by the Occupational Health and Safety Administration, shall be required during demolition activities.

(3) The HMMP shall require that suspected PCB-containing equipment that will be disturbed by construction activities on the Subject Property shall be removed and disposed of in accordance with applicable federal, State, and local regulations. Unless labeled “non-PCB”, types of equipment usually suspected to contain PCBs (e.g., transformers, electrical feeder

cables, hydraulic equipment, and fluorescent light ballasts) shall be tested or assumed to contain PCBs and disposed of at properly licensed facilities.

(ii) Unless agreed to in writing by Declarant, Declarant shall have no responsibility for the investigation and remediation of any soil excavated or disturbed in connection with any construction associated with the Hudson Tunnel (a/k/a Gateway) project occurring on the Subject Property.

(iii) Declarant shall not accept a Building Permit for the Platform (or any portion thereof), any New Building on the Subject Property, or any other portion of the Subject Property, which permits soil disturbance until Declarant has prepared a remedial work plan, remedial action plan, remedial action work plan, or a soil/materials management plan, as applicable, (collectively a “Hazardous Materials RAP”) and Construction Health and Safety Plan (“CHASP”) and OER has issued to DOB, as applicable, either a Notice of No Objection as set forth in Section 3.01(g)(v)(1) below or a Notice to Proceed as set forth in Section 3.01(g)(v)(2) below for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable. Any necessary remediation for the Platform (or any portion thereof), each New Building on the Subject Property or other portion of the Subject Property may proceed independently of each other and therefore it is expected that OER may issue a Notice of No Objection, Notice to Proceed, Notice of Satisfaction as set forth in Section 3.01(g)(v)(3) below and/or Final Notice of Satisfaction as set forth in Section 3.01(g)(v)(4) below, for each independently so that DOB may issue TCOs or PCOs for the Platform (or any portion thereof, and including any applicable sign-off or approval by DOB if not a TCO or PCO), each New Building, or any other portion of the Subject Property independently, irrespective of the construction sequence on the Subject Property. OER may issue a Notice of No Objection or Notice to Proceed under this Section 3.01(g), thereby allowing DOB to issue a Building Permit with respect to the Platform (or any portion thereof), a New Building on the Subject Property or any other portion of the Subject Property that permits grading, excavation, foundation, alteration, building or soil disturbance prior to the satisfaction of any noise requirements set forth in Section 3.02(a) or air quality requirements set forth in 3.02(b). However, Declarant shall not accept a TCO or PCO for the Platform (or any portion thereof, and including any applicable sign-off or approval by DOB if not a TCO or PCO), any New Building on the Subject Property or any other portion of the Subject Property until OER has issued to DOB, as applicable, a Notice of No Objection set forth in Section 3.01(g)(v)(1) below, a Notice of Satisfaction set forth in Section 3.01(g)(v)(3) below or a Final Notice of Satisfaction set forth in Section 3.01(g)(v)(4) below.

(iv) If OER determines a hazardous materials requirement under this Sections 3.01(g) should not apply or could be modified, OER may eliminate or modify such hazardous materials requirement per ZR Section 11-15 and such modification shall not require a modification to this Declaration.

(v) Notices.

(1) Notice of No Objection - OER shall issue a Notice of No Objection, or separate Notices of No Objection, for the Platform (or any portion thereof), any New Building on the Subject Property or any other portion of

the Subject Property related to the hazardous materials requirements in this Section 3.01(g), (i) after the Declarant has either completed the work set forth in an OER approved sampling protocol and OER has determined in writing that the results of such sampling demonstrate that no hazardous materials remediation is required for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable, or OER has determined that no Hazardous Materials RAP or CHASP is required for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property; (ii) OER has determined that there is no grading, excavation, foundation, alteration, building or other permit with respect to the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable, that permits soil disturbance, and thus no impacts exist at or near the Platform (or any portion thereof), such New Building, or such other portion of the Subject Property, as applicable, related to such soil disturbance; (iii) OER has determined that the DOB filing requires either minor alteration work or other work with respect to the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable, which does not require a RAP; (iv) OER has determined that any work pursuant to this Section 3.01(g), including implementation of an OER-approved Hazardous Materials RAP, may proceed for the Platform (or any portion thereof), such New Building on the Subject Property or such other portion of the Subject Property, as applicable, prior to the implementation of a Noise RAP, as set forth in Section 3.02(a), and Air RAP, as set forth in 3.02(b) with respect thereto; or (v) OER has provided any other applicable signoff or approval allowing such work to proceed.

(2) Notice to Proceed - OER shall issue a Notice to Proceed, or separate Notices to Proceed, for the Platform (or any portion thereof), any New Building on the Subject Property or any other portion of the Subject Property related to the hazardous materials requirements in this Section 3.01(g) after it determines that: (i) a Hazardous Materials RAP and CHASP, Air RAP and Noise RAP have been approved by OER for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable and (ii) any Building Permit with respect to the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable, that permits grading, excavation, foundation, alteration, building or soil disturbance or construction of the superstructure for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable, are necessary to further the implementation of the DEP and/or OER approved Hazardous Materials RAP, Air RAP and/or Noise RAP, as applicable.

(3) Notice of Satisfaction - OER shall issue a Notice of Satisfaction, or separate Notices of Satisfaction, for the Platform (or any portion thereof),

any New Building on Subject Property, or any other portion of the Subject Property related to the hazardous materials requirements in this Section 3.01(g), after the Hazardous Materials RAP and CHASP, Air RAP and/or Noise RAP, as applicable, have been prepared and accepted by OER and OER has determined in writing that the implementation of such Hazardous Materials RAP and CHASP has been completed to the satisfaction of OER.

(4) Final Notice of Satisfaction - OER shall issue a Final Notice of Satisfaction, or separate Final Notices of Satisfaction for the hazardous materials requirements in this Section 3.01(g), for the Platform (or any portion thereof), any New Building on Subject Property or any other portion of the Subject Property, as applicable, (i) after the Hazardous Materials RAP and CHASP have been prepared and accepted by OER and OER has set forth in writing, that such Hazardous Materials RAP and CHASP have been implemented to the satisfaction of OER and no off-site environmental concerns exist adjacent to the applicable portion of the Subject Property to which the Final Notice of Satisfaction pertains, all hazardous materials have been removed or remediated, no further hazardous materials remediation is required, and no OER engineering controls were required on the applicable portion of the Subject Property to which the Final Notice of Satisfaction pertains as determined by OER or (ii) no Hazardous Materials RAP and CHASP are required for the Platform (or any portion thereof), such New Building or such other portion of the Subject Property, as applicable

(h) Historic Resource Protection Measures.

(i) High Line

(1) Prior to Construction Commencement within ninety (90) feet of the High Line, Declarant shall develop a Construction Protection Plan (“CPP”) in coordination with OPRHP and LPC to avoid any adverse physical, construction-related impacts to the High Line, such as those from ground-borne vibrations, falling debris, and accidental damage and shall submit same to DCP.

(2) DOB shall not issue, and Declarant shall not accept, a Building Permit allowing work within ninety (90) feet of the High Line until DCP shall have certified to the DOB Commissioner that both OPRHP and LPC have determined that the CPP is acceptable.

(3) All construction activities (including demolition and excavation) within 90 feet of the High Line shall be undertaken in accordance with the CPP.

(4) The CPP shall follow the guidelines set forth in LPC’s *Guidelines for Construction Adjacent to a Historic Landmark and Protection Programs for Landmark Buildings* as appropriate, except as may be

otherwise approved by LPC and OPRHP. The CPP shall also follow the requirements established in DOB's *Technical Policy and Procedure Notice #10/88*, in addition to the guidelines set forth in Section 522 of the 2021 *CEQR Technical Manual*.

(5) In addition to complying with the CPP approved by both OPRHP and LPC, monitoring will be required to determine the amount of vibration at the High Line during construction, and prohibit vibration exceeding an acceptable threshold of 0.5 in/sec, and in the event that construction results in vibration exceeding such acceptable threshold of 0.5 in/sec, construction means and methods will be required to be amended to prevent such exceedances.

(ii) North River Tunnel

(1) Cassion drilling during the construction of the Platform shall not occur less than 11-feet from the North River Tunnel.

(2) Prior to Construction Commencement, Declarant shall coordinate with Amtrak regarding any measures necessary to protect the North River Tunnel during construction of the Platform which may be set forth, as appropriate, in a Construction Protection Plan and/or Project Construction Drawings and Specifications as determined with Amtrak.

(i) Intentionally Omitted.

(j) Maintenance and Protection of Traffic Plan.

(i) Prior to Construction Commencement, Declarant shall prepare a plan specifying measures to be implemented at the Subject Property to ensure the safety of the construction workers and the public, including, but not limited to, the proposed temporary lane, street and sidewalk closures, safety signs, and safety barriers, which shall be necessary during work associated with the Development (the "Maintenance and Protection of Traffic Plan" or "MPT"). Declarant shall submit the MPT to DOT's Office of Construction Mitigation and Coordination (OCMC) for review and approval, provided, however, that completion and submission of the MPT shall not be necessary for preliminary site work (e.g. site preparation work that does not require a Building Permit), unless DOT advises Declarant that an MPT is required.

(ii) Declarant shall include enforceable contractual requirements with all relevant contractors and subcontractors requiring adherence to the MPT. The MPT shall include a provision that at no time shall access by MTA (including LIRR) personnel, contractors, representatives and/or equipment to any Caemmerer Rail Yard facilities be restricted without the consent of MTA.

3.02 Project Components Related to the Environment for Design and Operation of New Buildings.

Declarant shall implement and incorporate the following PCREs relating to the design and operation of the New Buildings:

(a) Operational Air Emissions Controls.

(i) Operational Air Emissions Controls for the Proposed Project.

(1) Declarant shall not accept a Building Permit for any New Building on the Subject Property in connection with development of the Proposed Project that permits construction or alteration of the superstructure of such New Building, until Declarant has submitted a remedial plan to OER (the “Air RAP”) for review demonstrating compliance with, the air emissions controls set forth in Section 3.02(a)(i)(1)(i) through (v) below relating to emissions for the Proposed Project (collectively, the “Proposed Project Operational Emissions Controls”) and OER has issued to DOB, as applicable, either a Notice of No Objection as set forth in Section 3.02(a)(iii)(1) below or a Notice to Proceed as set forth in Section 3.01(a)(iii)(2) below:

- i. For the New Building on Site A: Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. Any fossil fuel-fired engines installed shall not be enrolled in a demand response program.
- ii. For the New Building on Site B: Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. The maximum enrolled capacity for any diesel-powered demand response engines shall be limited to 3.0 megawatts (MW), and the exhaust stacks shall be located on the west façade at a minimum height of 45 feet above grade, and at least 65 feet from the lot line facing West 30th Street.
- iii. For the New Building on Site C: Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. There shall be no operable windows or air intakes for ventilation air for occupied spaces (excluding intakes for mechanical equipment) on the eastern façade of the podium of the Site C Building located between a height of 180 feet and 200 feet above grade and that portion of the podium south façade of the Site C Building within 68 feet of the lot line facing 11th Avenue at a height of 200 feet above grade. There shall be no operable windows or air intakes for ventilation air for occupied spaces (excluding intakes for mechanical equipment) location on that portion of the northern façade of the

podium of the Site C Building within 265 feet of the lot line facing Twelfth Avenue between a height of 65 feet and 115 feet above grade and that portion of the west façade podium of the Site C Building within 124 feet of the lot line facing West 33rd Street between a height of 75 feet and 105 feet above grade.

- iv. The maximum enrolled capacity for the diesel-powered demand response engines located in the podium of the Site C Building shall be limited to 2.3 megawatt (MW) and the exhaust stacks shall be located on the southern façade of the podium of the Site C Building at a minimum height of 72 feet above grade, and at least 10 feet from the lot line facing Eleventh Avenue.
- v. The maximum enrolled capacity for the diesel-powered demand response engines in the tower portion of the Site C Building shall be limited to 2.3 megawatt (MW), and the exhaust stacks shall be located on the northern façade of the tower portion of the Site C Building at a minimum height of 72 feet above grade, at least 571 feet from the lot line facing Eleventh Avenue.

(2) Declarant shall not accept a TCO or PCO for any New Building on the Subject Property until OER has issued to DOB, as applicable, a Notice of No Objection set forth in Section 3.02(a)(iii)(1) below, a Notice of Satisfaction set forth in Section 3.02(a)(iii)(3) below or a Final Notice of Satisfaction set forth in Section 3.02(a)(iii)(4) below.

(3) OER's approval of the Proposed Project Operational Emissions Controls for each New Building on the Subject Property, as applicable, may proceed independently of any other New Building(s) and therefore it is expected that OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction or Final Notices of Satisfaction, and DOB may issue Building Permits, TCOs and/or PCOs, on a New Building by New Building basis, irrespective of the construction sequence of each New Building on the Subject Property. OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction and/or Final Notices of Satisfaction if OER determines that the DOB filing requires either minor alteration work or other work occurring within the New Building that does not affect any Proposed Project Operational Emissions Controls.

(ii) Operational Air Emissions Controls for the Alternative Scenario

(1) Declarant shall not accept a Building Permit for any New Building on the Subject Property in connection with development of the Alternative Scenario that permits construction or alteration of the superstructure of such New Building until Declarant has submitted an Air RAP, demonstrating compliance with, the air emissions controls set forth in Section 3.02(a)(ii)(i)

through (v) below the Alternative Scenario (collectively, the “Alternative Scenario Operational Emissions Controls”) and OER has issued to DOB, as applicable, either a Notice of No Objection as set forth in Section 3.02(a)(iii)(1) below or a Notice to Proceed as set forth in Section 3.01(a)(iii)(2) below:

- i. *For the Site A Building:* Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. Fossil fuel-fired engines installed for the building shall not be enrolled in a demand response program.
- ii. *For the Site B Building:* Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. The maximum enrolled capacity for diesel-powered demand response engines shall be limited to 3.0 MW), and the exhaust stacks shall be located on the west façade at a minimum height of 45 feet above grade, and at least 60 feet from the lot line facing West 30th Street.
- iii. *For the Site C Building:* Any new residential or commercial development shall utilize only electrically powered heating and hot water systems. No operable windows or air intakes for ventilation air for occupied spaces (excluding intakes for mechanical equipment) shall be permitted on the eastern façade of the podium of the Site C Building between a height of 175 feet and 200 feet above grade, and for the Site C office tower on the southern façade between 205 feet and 245 feet, and eastern façade between 205 feet and 235 feet, and upper floors between 1,045 feet and 1,065 feet. No operable windows or air intakes for ventilation air for occupied spaces (excluding intakes for mechanical equipment) shall be permitted on that portion of the northern façade of the podium of the Site C Building within 260 feet of the lot line facing Twelfth Avenue between a height of 65 feet and 125 feet above grade and that portion of the west façade of the podium of the Site C Building within 121 feet of the lot line facing West 33rd Street between a height of 65 feet and 105 feet above grade.
- iv. *Site C Podium Generators:* The maximum enrolled capacity for the diesel-powered demand response engines located in the podium of the Site C Building shall be limited to 2.3 MW, and the exhaust stacks shall be located on the southern façade of the podium of the Site C Building at a minimum height of 72 feet above grade, and at least 10 feet from the lot line facing Eleventh Avenue.
- v. The maximum enrolled capacity for the diesel-powered demand response engines located in Tower 2-C of the Site C Building shall be limited to 2.3 MW, and the exhaust stacks shall be located on

the northern façade of Tower 2-C at a height of 72 feet above grade, and at least 457 feet from the lot line facing Eleventh Avenue.

(2) Declarant shall not accept a TCO or PCO for any New Building on the Subject Property until OER has issued to DOB, as applicable, a Notice of No Objection set forth in Section 3.02(a)(iii)(1) below, a Notice of Satisfaction set forth in Section 3.02(a)(iii)(3) below or a Final Notice of Satisfaction set forth in Section 3.02(a)(iii)(4) below.

(3) OER approval of the Alternative Scenario Operational Emissions Controls for each New Building on the Subject Property, as applicable, may proceed independently of any other New Building(s) and therefore it is expected that OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction or Final Notices of Satisfaction, and DOB may issue Building Permits, or TCOs and/or PCOs, on a New Building by New Building basis, irrespective of the construction sequence of each New Building on the Subject Property. OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction or Final Notices of Satisfaction if OER determines that the DOB filing requires either minor alteration work or other work occurring within the New Building that does not affect any Alternative Scenario Emissions Controls.

(iii) Notices.

(1) Notice of No Objection - OER shall issue a Notice of No Objection related to the Proposed Project Operational Emissions Controls or the Alternative Scenario Operational Emissions Controls, for any New Building on the Subject Property (i) after OER has determined that no Air RAP or Noise RAP (as defined in Section 3.02(b)) is required for such Building Permit or other DOB approval or (ii) OER has determined that the DOB filing requires either minor alteration work or other work occurring on the New Building or Subject Property that does not affect the Proposed Project Operational Emissions Controls.

(2) Notice to Proceed - OER shall issue a Notice to Proceed for any New Building on the Subject Property related to the Proposed Project Operational Emissions Controls or the Alternative Scenario Operational Emissions Controls after OER determines that: (i) an Air RAP, and any Noise RAP or Hazardous Materials RAP if required for such New Building, has been approved by OER and (ii) any Building Permit with respect to such New Building that permits construction of the superstructure is necessary to further the implementation of the OER approved Air RAP, Noise RAP and/or Hazardous Materials RAP, as applicable.

(3) Notice of Satisfaction - OER shall issue a Notice of Satisfaction the Proposed Project Operational Emissions Controls or the Alternative

Scenario Operational Emissions Controls for any New Building on Subject Property after OER has determined in writing that the Air RAP, and any Noise RAP and/or Hazardous Materials RAP if required for such New Building, that has been prepared and accepted by OER has been implemented to the satisfaction of OER.

(4) Final Notice of Satisfaction - OER shall issue a Final Notice of Satisfaction for the Proposed Project Operational Emissions Controls or the Alternative Scenario Operational Emissions Controls for any New Building on Subject Property (i) if such New Building has been built to the maximum FAR allowed under the Zoning Resolution and (ii) the Noise RAP that has been prepared for and accepted by OER provides for the most restrictive Noise Controls for such New Building and OER has set forth in writing, that the Air RAP, and Noise RAP if applicable, have been implemented to the satisfaction of OER.

(iv) In no event shall this Section 3.02(a) be construed as prohibiting or preventing Declarant from undertaking any maintenance, repair or replacement of any portion of the HVAC system or generator for a New Building (including replacement of any element with a more efficient or cleaner system), provided same is consistent with the terms of this 3.02(a)(1). If OER determines any Proposed Project Operational Emissions Controls or Alternative Scenario Controls set forth in this Section 3.02(a) should not apply or could be modified, OER may eliminate or modify Proposed Project Operational Emissions Controls or Alternative Scenario Controls per ZR Section 11-15 and such modification will not require a modification to this Declaration.

(b) New Building Noise Attenuation.

(i) Declarant shall not accept a Building Permit for any New Building on the Subject Property that permits construction or alteration of the superstructure of such New Building, until Declarant has submitted a noise remedial plan to OER (the "Noise RAP") , demonstrating compliance with the following noise attenuation requirements for New Buildings Set forth in Section 3.02(b)(i)(1) through (3), below (the "Noise Controls") and OER has issued a Notice of No Objection as set forth in Section 3.02(b)(iv)(1) below, or a Notice to Proceed as set forth in Section 3.02(b)(iv)(2) below:

(1) All residential, hotel guestroom, and community facility uses shall provide a closed-window condition with a minimum of 39 dBA window/wall attenuation on façades that are both below the level of the High Line and within 50 feet of Twelfth Avenue; and (2) 33 dBA window/wall attenuation on all other façades.

(2) All commercial office uses shall provide a closed-window condition with a minimum of 34 dBA window/wall attenuation on façades that are both below the level of the High Line and within 50 feet of Twelfth Avenue; and (2) 28 dBA window/wall attenuation on all other façades.

(3) For all New Buildings, an alternative means of ventilation shall be provided in residential, hotel guestroom, community facility, and commercial office uses.

(ii) Declarant shall not accept a TCO or PCO for any New Building on the Subject Property until OER has issued to DOB, as applicable, a Notice of No Objection set forth in Section 3.02(b)(v)(1) below, a Notice of Satisfaction set forth in Section 3.02(b)(v)(3) below or a Final Notice of Satisfaction set forth in Section 3.02(b)(v)(4) below.

(iii) OER approval of the Noise Controls for each New Building on the Subject Property may proceed independently of any other New Building(s) and therefore it is expected that OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction and/or Final Notices of Satisfaction, and DOB may issue Building Permits or TCOs and/or PCOs, on a New Building by New Building basis, irrespective of the construction sequence of each New Building on the Subject Property. OER may issue Notices of No Objection, Notices to Proceed, Notices of Satisfaction or Final Notices of Satisfaction if OER determines that the DOB filing requires either minor alteration work or other work occurring within the New Building that does not affect any Noise Controls.

(iv) If OER determines any Noise Controls set forth in this Section 3.02(b) should not apply or should be modified, OER may eliminate or modify such Noise Controls in accordance with Section 11-15 of the Zoning Resolution and any such modification will not require a modification to this Declaration.

(v) Notices.

(1) Notice of No Objection - OER shall issue a Notice of No Objection related to the Noise Controls, for any New Building on the Subject Property (i) after OER has determined that no Noise RAP and/or Air RAP is required for such Building Permit or other DOB approval or (ii) OER has determined that the DOB filing requires either minor alteration work or other work occurring on the New Building or Subject Property that does not affect the Proposed Project Operational Emissions Controls.

(2) Notice to Proceed - OER shall issue a Notice to Proceed related to the Noise Controls for any New Building on the Subject Property after it determines that: (i) the Noise RAP, and any Air RAP or Hazardous Materials RAP if required for such New Building, has been approved by OER and (ii) any Building Permit with respect to such New Building that permits construction of the superstructure is necessary to further the implementation of the OER approved Noise RAP, Air RAP and/or Hazardous Materials RAP, as applicable.

(3) Notice of Satisfaction - OER shall issue a Notice of Satisfaction related to the Noise Controls for any New Building on Subject Property after OER has determined in writing that the Noise RAP, and any Air RAP and/or Hazardous Materials RAP if required for such New Building, that

has been prepared and accepted by OER has been implemented to the satisfaction of OER.

(4) Final Notice of Satisfaction - OER shall issue a Final Notice of Satisfaction for the Noise Controls for any New Building on Subject Property (i) if such New Building has been built to the maximum FAR allowed under Zoning and (ii) the Noise RAP that has been prepared for and accepted by OER provides for the most restrictive Noise Controls for such New Building and OER has set forth in writing and the Air RAP, and Noise RAP if applicable, have been implemented to the satisfaction of OER.

(c) Ventilation Fan Plants.

(i) Declarant shall ensure that exterior noise levels from the ventilation system for the Platform shall comply with the City Noise Control Code through implementation of the following measures (“Ventilation Noise Controls”):

(1) Ventilation operations shall comply with all applicable provisions of the City Noise Control Code. Declarant shall meet these requirements by establishing appropriate noise-related specifications for the ventilation system, including ventilation duct work, airflow velocities, louvered openings in the ventilation plant exterior walls, fan type, fan size, pressure drop, and silencer characteristics.

(2) Fan noise shall be controlled using a combination of in-duct splitter attenuators that can achieve between 20 to 30 dBA reductions in noise, sound absorptive plenums (large rooms enclosed by acoustic materials that can achieve between 10 and 15 dBA reductions), and acoustic louvers.

(3) The ventilation plants shall be designed structurally to accommodate HVAC and mechanical equipment within the plants to minimize noise and ground-vibration impacts to adjacent sensitive uses and public areas.

(4) Silencers and/or enclosures and anti-vibration mounts for fans and motors shall be used.

(ii) Following construction of the Platform, Declarant shall not eliminate or modify a Ventilation Noise Control except pursuant to Section 3.06 hereof and with such approval as may be required by MTA. In no event shall this clause (ii) be construed as prohibiting or preventing Declarant from undertaking any maintenance, repair or replacement of any portion of the Ventilation Fan Plant (including replacement of any element with a more efficient and quieter system), provided same is consistent with the terms of this Section 3.03(d).

(d) Use of LIRR Outfall.

(i) Declarant shall install drainage mechanisms on the Subject Property that shall direct all stormwater runoff from Sites A and B (formerly Sites 5 and 6, respectively) to LIRR's existing 43" by 68" box culvert, which drains the Caemmerer Rail Yard directly into the Hudson River ("LIRR Outfall"). Additional Sites may use the LIRR Outfall based upon a DEP approved drainage plan for the Subject Property.

(ii) Use of the LIRR Outfall, including any use of such outfall by Sites other than Sites A and B, shall also be governed by an agreement between MTA/LIRR and Declarant.

(iii) Any plans and drawings submitted by Declarant to DOB in connection with a New Building Permit application or amendment thereof for construction on any of the Sites shall reflect and be consistent with a DEP approved drainage plan.

(e) Intentionally Omitted.

(f) Public School.

(i) Declarant shall, subject to clause (iii) hereof, perform the following with respect to the Public School: (aa) engage in a collaborative design development process with SCA, which shall include collaboration on schematic design, design development and contract documentation; (bb) perform construction of 'School Base Building Work', as defined under the SCA Agreement; (cc) enter into a condominium regime with respect to the Public School and the remainder of the building, or other regime acceptable to SCA and Declarant, as a means of transferring the Public School to SCA; and (dd) transfer the Public School to SCA ((aa) to (dd) collectively, the "Public School Obligations"), the Public School Obligations to be performed pursuant to, in accordance with, and conditioned upon the terms and conditions of a School Design, Construction, Funding and Purchase Agreement with SCA (the "SCA Agreement") intended to be entered into pursuant to the October 16, 2009, Letter of Intent executed by the SCA and accepted and agreed to by Declarant attached to this Declaration as Exhibit G, as the same may be amended between the SCA and Declarant (the "SCA Letter of Intent"), provided however, the Declarant agrees that the 2009 LOI has expired, due to the lapse of time and modifications to the Western Rail Yard Project, and the SCA and Declarant shall agree upon terms and conditions satisfactory to the SCA for the construction of any Public School at the Subject Property.

(ii) Declarant shall perform the Public School Obligations in accordance with the following milestones:

(aa) Within three (3) months of the date of this Declaration, Declarant shall send written notice to SCA asking whether SCA is prepared to commence negotiations on the SCA Agreement in anticipation of the development of the Public School. If SCA responds in writing that it is prepared to commence negotiations, Declarant shall promptly commence negotiations with SCA on the SCA Agreement and shall diligently and in good faith pursue such negotiations with SCA in order to finalize and execute the SCA Agreement. If SCA responds in writing that it is not prepared to commence negotiations, or fails to respond within fifteen (15) days of the written notice from Declarant, Declarant shall have no obligation to commence

discussions, but shall repeat such written notice and request every six (6) months thereafter until such time as SCA advises Declarant that SCA is prepared to commence negotiations on the SCA Agreement, at which time Declarant shall promptly commence negotiations with the SCA and thereafter diligently pursue the completion and execution of the SCA Agreement.

(bb) Not less than eighteen (18) months prior to the date Declarant anticipates filing for a New Building Permit for a New Building on Site B, Declarant shall provide written notice to the SCA (the “School Election Notice”) advising the SCA of the plan to file for such New Building Permit and offering the SCA a location within the base of such New Building for the Public School (the “Proposed School Site”). Declarant shall provide a copy of the School Election Notice to the district manager of Community Board 4 within ten (10) days of delivery thereof to the SCA. Following delivery of the School Election Notice:

(1) If SCA advises Declarant in writing within thirty (30) days of receipt of the School Election Notice that SCA accepts the Proposed School Site as the location for the Public School, intends to proceed with the Public School on the Proposed School Site, and has or anticipates receipt of the capital funding to complete the Public School in the manner set forth in the SCA Agreement, Declarant and the SCA shall promptly commence and thereafter diligently and expeditiously pursue the development of plans to incorporate the Public School into the New Building in accordance with the SCA Agreement. DOB shall not issue, and Declarant shall not file for or accept, a New Building Permit for a New Building including the Proposed School Site unless and until the SCA has approved the construction documents to be filed with the application for the New Building Permit insofar as such documents pertain to the core and shell of the Public School, as more particularly set forth in the SCA Agreement.

(2) In the event that the SCA advises Declarant in writing within thirty (30) days of receipt of the School Election Notice that SCA does not accept the Proposed School Site as the location of the Public School, and in any event if the SCA fails to respond to Declarant’s notice within such thirty (30) day period, SCA shall be deemed to have rejected the Proposed School Site, and Declarant shall be permitted to construct the New Building identified in the School Election Notice without including a Public School in the New Building, and Declarant shall have no further obligation under this Section 3.02(f).

(cc) Provided that the SCA has accepted the Proposed School Site and has agreed to proceed with the Public School in the manner set forth in subclause (bb) above and in the SCA Agreement, DOB shall not issue, and Declarant shall not accept, TCOs or PCOs for more than 712 residential units on the Subject Property (the “Unit Threshold”) until such time as (I) Declarant has completed the core and shell of the Public School, and (II) has delivered the core and shell to the SCA or otherwise made the Public School core and shell available for fit-out in the manner

set forth in the SCA Agreement, provided that in no event shall this subclause (cc) be construed in any manner to preclude DOB from issuing or Declarant from accepting TCOs or PCOs for any residential unit located in a New Building constructed pursuant to a New Building Permit issued prior to the New Building Permit for the New Building containing the Public School. Notwithstanding the foregoing, in the event that Declarant's obligations under this Section 3.02(f) have terminated pursuant to subclause (ii)(bb)(2) hereof, Declarant may apply for and DOB may issue TCOs and PCOs for any and all residential units in the Development without regard to this subclause (ii)(cc).

(dd) The Unit Threshold set forth in this clause (ii) may be modified with the consent of Declarant, SCA, and DCP in the event that, as demonstrated to the satisfaction of DCP in a Technical Memorandum, such modification is warranted in relation to actual school utilization rates or residential growth in the study area identified in the FEIS.

(iii) For purposes of this Section 3.02(f), Uncontrollable Circumstances may include, in addition to the elements set forth in the definition thereof under Article I of this Declaration, a failure or delay by SCA resulting from the following: (aa) a failure or delay in approval of a site selection for the Public School pursuant to the New York State Public Authorities Law; (bb) a failure or delay in approval of the SCA Agreement; (cc) a failure or delay in securing funds for Public School pre-development and construction costs; (dd) a failure or delay in review of design submissions in accordance with time frames established under the SCA Agreement; (ee) a failure or delay in reimbursement of Declarant through progress payments in accordance with the SCA Agreement; and (ff) a failure or delay in change orders initiated or otherwise caused by SCA.

(g) Day Care.

(i) Following the issuance of a TCO or PCO for the first New Building containing residential rental units, Declarant shall notify ACS at its Division of Child Care and Head Start and request a day-care needs assessment to determine if the Development, both existing and anticipated, would have the potential to create a need for additional day care capacity within the study area boundary shown on Figure 5-3 to the 2009 FEIS. In the event ACS determines that the Development would result in a need for additional day care capacity within such study area boundary, the Declarant shall offer ACS approximately 10,000 sf of ground floor space suitable for use as a child care center (including either a facility to be operated under contract with ACS or by a day care provider identified by ACS that accepts ACS vouchers), in a New Building or at another existing location within the study area boundary identified in the 2009 FEIS as the study boundary in Chapter 5 (Community Facilities) thereto, at a rate affordable to ACS providers (currently \$10 psf) (the "Day Care Space Offer"). The ACS shall notify Declarant in writing ninety (90) days of receipt of Declarant's request, whether the Day Care Space Offer is accepted or declined, either for some or all of the 10,000 sf space, subject to all City requirements governing the leasing of property.

(ii) In the event that ACS does not accept Declarant's Day Care Space Offer pursuant to clause (i) above, Declarant shall contact ACS in the manner provided in clause (i) following the issuance of a TCO or PCO for each successive New Building containing residential rental units (if any) and, in the event ACS determines that development on the Subject Property would result in a need for additional day care capacity within the study area boundary, shall make a Day Care Space Offer in the manner provided in clause (i), provided that Declarant shall have no obligation to make a Day Care Space Offer for New Buildings other than for the New Buildings to be located on Sites A, B , and C.

(iii) DOB shall not issue, and Declarant shall not accept, a TCO or PCO for the next New Building containing residential rental units constructed on the Subject Property subsequent to Declarant making a request under clauses (i) or (ii) above, until DCP notifies DOB that: (aa) DCP has received a determination by ACS that the provisions of this Paragraph (h) have been complied with; (bb) ACS has declined a Day Care Space Offer made pursuant to clauses (i) or (ii) above; or (cc) ACS has failed to respond to Declarant's request made pursuant to clauses (i) or (ii) within ninety (90) days of receipt thereof. In the event of any of the foregoing, Declarant shall not be precluded from obtaining a TCO or PCO with respect to such New Building.

(iv) Declarant shall have no further obligation or further responsibilities under clauses (i) and (ii) of this Section 3.02 (g) in the event that ACS: (aa) accepts a Day Care Space Offer in a New Building on the Subject Property or at another existing location within the 2009 FEIS study area boundary; (bb) determines in response to each of the requests made by Declarant pursuant to clauses (i) and (ii) that there is no need for additional day care capacity within the study area boundary; (cc) fails to respond to each of Declarant's request made pursuant to clauses (i) or (ii) above; or (dd) following the date hereof, after consultation with the Chair, notifies the Chair and Declarant that it does not intend to expand day care capacity within the study area boundary in conjunction with development on the Subject Property.

(v) As an alternative to the foregoing provisions with respect to Day Care Offers, ACS may request Declarant to implement other measures within the study area boundary, or other proximate locations within Community District 4, Manhattan, which would result in program or physical improvements at existing child care centers to support additional capacity. Declarant shall consider any such request in good faith, but shall have no obligation under this Declaration to implement alternative measures. In the event that Declarant agrees to implement such other measures as may be requested by ACS, Declarant's obligations under this Section 3.02(g) shall be deemed complete upon the performance of such other measures by or on behalf of Declarant.

3.03 Project Components Related to the Environment Relating to Sustainability.

Declarant shall implement and incorporate as part of its design and operation of the Development, the following PCREs relating to sustainability:

(a) Intentionally Omitted.

- (b) **LEED Gold Certification.** Declarant shall design and construct each New Building on the Subject Property in accordance with the standards and criteria required to achieve a minimum of LEED Gold Certification, and shall apply for and use reasonable and good faith efforts to obtain LEED Gold Certification from the USGBC.
- (c) **Stormwater Management Measures.**
- (i) Prior to Construction Commencement, Declarant shall prepare and submit to DEP a Stormwater Pollution Prevention Plan (“**SWPPP**”) for construction activities and post-construction stormwater management. The SWPPP shall incorporate feasible measures to decrease the rate and quantity and improve the quality of stormwater discharged by development on the Subject Property and shall provide best management practices (“**BMP**”), which may include: (aa) the use of detention tanks; (bb) roof detention tanks; and (cc) green roofs on selected buildings. The SWPPP shall be subject to review and approval by DEP, and by DEC, to the extent required under applicable law or regulation.
- (ii) DOB shall not issue, and Declarant shall not accept, a Building Permit for work at the Subject Property until DCP shall have certified to the DOB Commissioner that a SWPPP has been approved by DEP in accordance with applicable law and regulation and, to the extent required by applicable law or regulation, by DEC.
- (iii) Any plans and drawings submitted by Declarant to DOB in connection with a Building Permit shall reflect and be consistent with the SWPPP.
- (iv) Declarant shall have the right to modify and add to the SWPPP as the Development proceeds, as may be approved by DEP, and to the extent required by law or regulation, in order to address additional New Buildings and/or Public Access Area on the Subject Property, provided that such revised SWPPP is consistent with the requirements of this Declaration.
- (d) **Intentionally Omitted.**
- (e) **Intentionally Omitted.**
- (f) **Intentionally Omitted.**
- (g) **Base Flood Elevation.**
- (i) Each New Building shall be designed in accordance with Appendix G of the NYC Building Code to provide resilience to the estimated flood elevation through the end of the century.
- (ii) Where practicable and feasible, critical mechanical equipment in the buildings to be located on Sites A and B shall be elevated above the design flood elevation of each such building. Any mechanical equipment located below the design flood elevation shall be enclosed within a dry floodproofed area.

(iii) Consistent with Appendix G of the NYC Building Code and the New York City climate resiliency design guidelines (which exceeds the NYC Building Code with regard to sea level rise-adjusted floodplain elevations), each of the Proposed Project and the Alternative Scenario shall be designed to protect commercial, parking, lobby, and other non-critical non-residential spaces up to anticipated design flood elevation of 17 feet NAVD88 for the New Building to be located on Site A and 16 feet NAVD88 for each of the New Buildings to be located on Sites B and C.

(iv) Any sport courts and/or open space at the southwest corner of the Subject Property shall be designed to be at a higher elevation than the sidewalk to be more resilient to flooding.

(v) In accordance with Section 3.09 of this Declaration, Declarant shall submit plans for DCP review demonstrating compliance with clauses (i) through (iv) of this Section 3.03(g), prior to obtaining a New Building Permit for a New Building.

3.04 Environmental Mitigation.

Declarant shall, in accordance with the FEIS, undertake the mitigation measures set forth therein (the “Mitigation Measures”) as follows:

(a) **Intentionally Omitted.**

(b) **Intentionally Omitted.**

(c) **Intentionally Omitted.**

(d) **Transportation.**

(i) Chapter 22 of the FEIS identified:

(1) for the Proposed Project, (A) traffic mitigation measures which are detailed in Tables 22-3a through 22-3f of the FEIS and annexed hereto at Exhibit H and (B) pedestrian mitigation measures which are detailed in Table 22-14 of the FEIS and annexed hereto at Exhibit I, (collectively, the “Proposed Project Transportation Measures”). The FEIS also identified potential pedestrian wayfinding measures, which are included in the measures listed in Table 22-14 of the FEIS and described in Exhibit I (the “Proposed Project Pedestrian Wayfinding Measures”);

(2) for the Alternative Scenario, (A) traffic mitigation measures which are detailed in Tables 22-6a through 22-6f of the FEIS and annexed hereto at Exhibit K and (B) pedestrian mitigation measures (which are detailed in Table 22-17 of the FEIS and annexed hereto at Exhibit L (collectively, the “Alternative Scenario Transportation Measures”). The FEIS also identified potential pedestrian wayfinding measures which are included in the measures listed in Table 22-17 of the FEIS and annexed hereto at Exhibit L (the “Alternative Scenario Pedestrian Wayfinding Measures”); and

(3) for both the Proposed Project and the Alternative Scenario, a potential measure to (A) change the direction of the one-way eastbound leg of West 32nd Street/Hudson Boulevard West (located within the Eastern Rail Yard (ERY)) at the intersection of West 32nd Street and Eleventh Avenue to a new one-way westbound approach and (B) change the direction of the existing one-way northbound approach of West 32nd Street/Hudson Boulevard West at the intersection of West 33rd Street and Hudson Boulevard West, to a one-way southbound receiving lane (the “West 32nd Street/Hudson Boulevard Reconfiguration”).

(ii) Transportation Monitoring Plan

(1) The Declarant has committed to conducting a transportation monitoring plan (the “TMP”), in accordance with Section 3.04(d)(ii)(3) below, once the Proposed Project or the Alternative Scenario, as applicable, is fully constructed and operational in order to evaluate actual project-generated demand and background conditions, confirm the FEIS assumptions related to projected traffic and pedestrian conditions, monitor operation of the Proposed Project or Alternative Scenario, as applicable, and assess implementation of and possible adjustments to any of the Proposed Project Transportation Measures or the Alternative Scenario Transportation Measures, as applicable (the “Adjustments”).

(2) No later than six (6) months prior to the issuance of a TCO for the last New Building in connection with the Proposed Project or the Alternative Scenario, as applicable, Declarant shall prepare and submit to DOT and DCP for their review and approval, a detailed scope of work for the TMP, pursuant to the guidelines set forth in Section 3.04(d)(i)(3) herein. Declarant shall, at its own expense, implement the TMP, the findings of which will be used by DOT as the basis for approving the Proposed Project Transportation Measures or the Alternative Scenario Transportation Measures, as applicable, or any subsequent measures determined by the TMP that are consistent with the types of measures identified in the FEIS. The findings of the TMP shall also be used by DOT as the basis for assessing the feasibility of implementing the Proposed Project Pedestrian Wayfinding Measures or Alternative Scenario Pedestrian Wayfinding Measures, as applicable, and/or the West 32nd Street/Hudson Boulevard Reconfiguration. Where there are unmitigated pedestrian impacts, they would be further reviewed, and appropriate improvement measures would be explored in consultation with DOT as part of the TMP to enhance pedestrian circulation and safety at the Declarant’s expense.

(3) Declarant shall not undertake any TMP, until the scope of work has been approved by DOT and DCP. The scope of work for the TMP would take into consideration the additional traffic and pedestrian intersections studied in the 2009 FEIS, in addition to the analysis locations studied for this EIS. The TMP study is expected to evaluate actual project-generated

demand and background conditions after project completion and would consider Adjustments as appropriate and practicable, to address traffic and pedestrian issues at that future point in time. Data collection for the TMP shall include (i) trip generation, mode choice and origin-destination surveys for the various proposed land uses for representative weekday and weekend days and (ii) preparation of level of service (LOS) analyses for the peak hours analyzed in the FEIS based on traffic and pedestrian counts undertaken after the Proposed Project or the Alternative Scenario is operational, as applicable. Adjustments, including signal timing changes and other measures consistent with those mitigation measures recommended in the FEIS that would best address traffic and pedestrian conditions in the study area at that time will be considered for implementation. Declarant shall provide DOT with any requested drawings of proposed improvements/mitigation measures.

(4) At a time specified by DOT following the completion and occupancy of the last New Building to be constructed on the Subject Property in connection with the Proposed Project or the Alternative Scenario, as applicable, Declarant shall implement the TMP approved by DOT. Declarant shall provide ten (10) days' notice to DOT before commencement of the TMP. The findings of the TMP shall be used by DOT as the basis for approving or making Adjustments to the Proposed Project Transportation Measures or the Alternative Scenario Transportation Measures, as applicable. Declarant shall be responsible for all costs associated with the TMP, including data collection and analysis. The Declarant or developers for the Proposed Project or Alternative Scenario would also be responsible for the costs associated with any proposed improvements and mitigation measures (consistent with the types of measures considered in the FEIS) based on the results of the TMP. The implementation of the approved mitigation measures will be subject to the discretion of the implementing agencies as well as the findings from the future TMP.

(5) Unless and to the extent that, following the implementation of the TMP, DOT finds that some or all of the Proposed Project Transportation Measures or Alternative Scenario Transportation Measures (as applicable depending on the development scenario implemented by Declarant) are not necessary or appropriate or should be adjusted, Declarant shall send written notice to DOT requesting that DOT implement the Proposed Project Transportation Measures or Alternative Scenario Transportation Measures, as applicable, for which it is responsible, as adjusted for any reasonable Adjustments consistent with the measures in the FEIS required by DOT as a result of the TMP. Declarant shall comply with the DOT requirement to implement the Proposed Project Transportation Measures or Alternative

Scenario Transportation Measures, as applicable, for which it is responsible or measures having comparable benefits as specified by DOT based on the results of the TMP, or if directed by DOT, pay DOT /City of New York for the costs, if any, of implementing such capital improvements upon the request of DOT accompanied by appropriate supporting documentation. To the extent that DOT does not approve or deems unnecessary one or more of the Proposed Project Transportation Measures or the Alternative Scenario Transportation Measures, as applicable, Declarant shall have no further obligation with respect to such measures. Following Declarant's implementation of the TMP and the Proposed Project Transportation Measures or the Alternative Scenario Transportation Measures, as applicable, and any Adjustments requested by DOT, Declarant shall have no further obligations under this Section 3.04(d).

(iii) If, based on the TMP, Declarant determines that it would be beneficial to implement any of the Proposed Project Pedestrian Wayfinding Measures or Alternative Scenario Pedestrian Wayfinding Measures, as applicable, and/or the West 32nd Street/Hudson Boulevard Reconfiguration, Declarant shall prepare and submit for DOT's review any additional studies necessary for DOT to determine (i) the feasibility of implementing any such Proposed Project Pedestrian Wayfinding Measures or Alternative Scenario Pedestrian Wayfinding Measures, as applicable, and/or the West 32nd Street/Hudson Boulevard Reconfiguration and (ii) the operational and safety impacts any such measures may have on City-owned property, including the City streets and rights of way. If Declarant and DOT determine that any of the Proposed Project Pedestrian Wayfinding Measures or the Alternative Scenario Pedestrian Wayfinding Measures, as applicable, or the West 32nd Street/Hudson Boulevard Reconfiguration would be feasible and should be implemented Declarant shall implement any such measures at its own expense, including paying the City for any costs that may be incurred to connect such measures to City-owned property, including but not limited to geometric modifications, traffic signs, pavement markings, and additional traffic signal hardware, upon request of DOT accompanied by appropriate supporting documentation.

(e) Transit.

(i) Chapter 22 of the FEIS sets forth recommended mitigation measures to address the significant adverse impacts identified to the P3/P4 and P5/P6 stairways and the ES621-ES622, ES623-ES624, ES626-ES627, ES628-ES629 escalators located at the 34th Street-Hudson Yards subway station in connection with the Development.

(1) If Declarant proceeds with the Proposed Project on the Subject Property, DOB shall not issue, and Declarant shall not accept, any certificate of occupancy of any kind (including any TCO, interim certificate of occupancy or PCO) for any New Building, unless and until the following are satisfied: (A) Declarant has sent written notice to NYCTA requesting that NYCTA investigate the need to (i) implement a wayfinding signage program at both ends of the P3/P4 and P5/P6 stairs to direct subway

passengers to lesser utilized platform stairs that were projected to have additional capacity (including the P1/P2, P7, P10, P13/P14, P15/P16, and P17/P18 stairs) and (ii) implement the operational escalator changes set forth in Table 22-9 of the FEIS, and described in Exhibit M annexed hereto (collectively, the “Proposed Project Transit Mitigation Measures”); (B) Declarant has implemented the Proposed Project Transit Mitigation Measures; and (C) if directed by NYCTA, Declarant has paid to NYCTA the costs, if any, of the investigation referred to in clause (A) above and the design work and capital improvements (including, without limitation, the costs of signage production) related to the Proposed Project Transit Mitigation Measures upon request of NYCTA accompanied by appropriate documentation. Notwithstanding the foregoing, to the extent that NYCTA does not approve or deems unnecessary one or more of the Proposed Project Transit Mitigation Measures, Declarant shall have no further obligation with respect to such measures.

(2) If Declarant proceeds with the Alternative Scenario on the Subject Property, DOB shall not issue and Declarant shall not accept any certificate of occupancy of any kind (including any TCO, interim certificate of occupancy or PCO) for any New Building, unless and until the following are satisfied: (A) Declarant has sent written notice to NYCTA requesting that NYCTA investigate the need to (I) implement a wayfinding signage program at both ends of the P3/P4 and P5/P6 stairs to direct subway passengers to lesser utilized platform stairs that were projected to have additional capacity (including the P1/P2, P7, P10, P13/P14, P15/P16, and P17/P18 stairs) and (II) implement the operational escalator changes set forth in Table 22-10 of the FEIS and described in Exhibit N annexed hereto (collectively, the “Alternative Scenario Transit Mitigation Measures”); (B) Declarant has implemented the Alternative Scenario Transit Mitigation Measures; and (C) if directed by NYCTA, Declarant has paid to NYCTA the costs, if any, of the investigation referred to in clause (A) above and the design work and capital improvements (including, without limitation, the costs of signage production) related to the Alternative Scenario Transit Mitigation Measures upon request of NYCTA accompanied by appropriate documentation. Notwithstanding the foregoing, to the extent that NYCTA does not approve or deems unnecessary one or more of the Alternative Scenario Transit Mitigation Measures, Declarant shall have no further obligation with respect to such measures.

(ii) As described in Chapter 22 of the FEIS, the proposed West 33rd Street grade change would eliminate the existing turnaround for the M34 SBS bus route. Declarant shall not change the grade of W. 33rd Street or take any action in furtherance thereof until Declarant enters into an agreement with MTA, binding on Declarant and its successors in interest and assigns, to (A) pay the cost of any studies and/or analyses undertaken by MTA or its consultants as may be requested by MTA or the Relevant City Agencies (as hereinafter defined) in connection with the relocation of the M34 SBS bus route as set forth on page 14-91 and Figure 14-12 of the FEIS or such other relocation

route selected by MTA in its sole discretion; (B) secure the agreement of DOT and any other relevant agencies of the City of New York (collectively, the “Relevant City Agencies”) to issue such approvals as may be reasonably required to implement such relocation of the M34 SBS bus route; and (C) pay the costs and expenses associated with implementing the relocation of the M34 SBS bus route. An interim alternate turnaround route for the M34 SBS was identified for consideration in coordination with NYCTA.

(f) Construction Traffic.

(i)

(1) Chapter 22 of the FEIS identifies (A) significant adverse construction traffic impacts in connection with the Proposed Project and construction traffic mitigation measures, which are set forth in Tables 22-19a and 22-19b of the FEIS and described in Exhibit O annexed hereto (the “Proposed Project Construction Traffic Mitigation Measures”) and (B) significant adverse construction traffic impacts in connection with the Alternative Scenario and construction traffic mitigation measures, which are set forth in Tables 22-22a and 22-22b of the FEIS and described in Exhibit P annexed hereto (the “Alternative Scenario Construction Traffic Mitigation Measures”).

(ii) Construction Traffic Monitoring Plan.

(1) Following Construction Commencement and implementation of the Proposed Project Construction Traffic Mitigation Measures or the Alternative Scenario Construction Traffic Mitigation Measures, as applicable, if requested by DOT, Declarant shall, at its sole cost and expense, prepare and submit to DOT and DCP for their review and approval, a Construction Transportation Monitoring Plan (the “Construction TMP”) to evaluate construction scenario traffic conditions during the weekday AM and PM construction peak hours at intersections within the construction traffic study area identified in the FEIS that DOT has determined will be adversely impacted by construction at the Subject Property. Declarant shall submit a scope of work for DOT’s review and approval before undertaking the Construction TMP. The Construction TMP will include pedestrian data collection and analysis as part of its scope of work, to be reviewed and approved by DOT and DCP to determine whether pedestrian related mitigation needs to be implemented during construction. Declarant shall implement the Construction TMP after obtaining DOT’s approval.

(g) Shadows.

(i) DOB shall not issue, and Declarant shall not accept, a TCO or a PCO, for a New Building to be located on Site A until Declarant has caused a payment, in the amount of \$675,600 (the “Shadows Payment”), to be made to DPR to be used solely for the purpose of

funding relocating and/or replacing vegetation or undertaking additional maintenance to reduce the likelihood of future species loss within the shadow impact area of High Line Park as identified in the FEIS.

3.05 Inconsistencies with the FEIS.

If this Declaration inadvertently fails to include a PCRE or Mitigation Measure set forth in the FEIS, such PCRE or Mitigation Measure shall be deemed incorporated in this Declaration by reference. If there is any inconsistency between a PCRE or Mitigation Measure as set forth in the FEIS and as incorporated in this Declaration, the more restrictive provision shall apply.

3.06 Innovation; Alternatives; Modifications Based on Further Assessments.

(a) Innovation and Alternatives.

In complying with Sections 3.01, 3.02, 3.03 or 3.04 of this Declaration, Declarant may, at its election, implement innovations, technologies or alternatives that are or become available, including replacing any equipment, technology, material, operating system or other measure previously located on the Subject Property or used within the Development, which Declarant demonstrates to the satisfaction of DCP would result in equal or better methods of achieving the relevant PCRE or Mitigation Measure, than those set forth in this Declaration.

(b) Process for Innovations, Alternatives and Modifications Pursuant to Section 3.06.

Following the delivery of a Notice to DCP requesting an Innovation, Alternative or Modification pursuant to Section 3.06 hereof (the “Section 3.06 Request”), Declarant shall meet with DCP (and at DCP’s option, the Monitor) to respond to any questions or comments with respect to such request and any accompanying materials submitted with such 3.06 Request, and shall provide additional information as may reasonably be requested by DCP or the Monitor, as defined in Section 3.07(a), in writing in order to allow DCP to determine whether to grant such request, acting in consultation with the Monitor and City agency personnel, as necessary in relation to the subject matter of the Section 3.06 Request.

(c) Modifications Based on Further Assessments.

In the event that Declarant believes, based on changed conditions, that a PCRE or Mitigation Measure required under Sections 3.01, 3.02, 3.03, or 3.04 should not apply or could be modified without diminishment of the environmental standards which would be achieved by implementation of the PCRE or Mitigation Measure, it shall set forth the basis for such belief in an analysis submitted to (i) DCP and other relevant City agencies such as DOT or DEP and (ii) MTA, if such PCRE or Mitigation Measure relates to or impacts MTA (including LIRR, NYCTA or any other affiliate or subsidiary thereof) (the “Modification Request”). Following the delivery of the Modification Request, Declarant shall meet with DCP, the relevant City agencies (and at DCP’s option, the Monitor) and, if applicable, MTA, to respond to any questions or comments with respect to such request

and any accompanying materials submitted with such Modification Request and shall provide additional information as may be reasonably requested by DCP, the Monitor, if applicable, and/or MTA, if applicable. Upon reviewing the Modification Request and any other materials submitted, DCP shall issue a written determination within twenty (20) business days after receipt of the request (after consultation with MTA, as applicable). In the event that, based upon review of such analysis, DCP determines that the relevant PCRE or Mitigation Measure should not apply or could be modified, Declarant may eliminate or modify the PCRE or Mitigation consistent with the DCP determination, provided that Declarant records a notice of such change against the Subject Property in the Register's Office and MTA has approved the same (if applicable).

3.07 Appointment and Role of Independent Monitor.

- (a) Declarant shall, with the consent of DCP, appoint an independent third party (the "Monitor") reasonably acceptable to DCP to oversee, on behalf of DCP, the implementation and performance by Declarant of the construction period PCREs and Mitigation Measures required under Section 3.01 and Section 3.04(d)(i) of this Declaration (the "Construction Monitoring Measures" or "CMMs") as they relate to the construction of the Platform. The Monitor shall be a person holding a professional engineering degree and with significant experience in environmental management and construction management (or a firm including such persons), including familiarity with the means and methods for implementation of the CMMs as they relate to the construction of the Platform. DCP shall advise Declarant of its approval or rejection of the Monitor, as proposed, within fifteen (15) business days after Declarant provides DCP with satisfactory (as reasonably determined by DCP) documentation concerning the name and relevant experience of the Monitor.
- (b) The scope of services described in any agreement between Declarant and the Monitor pursuant to which the Monitor is retained (the "Monitor Agreement") shall be subject to prior review by and approval of DCP, such approval not to be unreasonably withheld, conditioned or delayed. Such agreement shall include provisions in a form acceptable to DCP that, among others, shall: (i) ensure that the Monitor is independent of Declarant in all respects relating to the Monitor's responsibilities under this Declaration (provided that the Monitor shall be responsible to Declarant with regard to practices generally applicable to or expected of consultants and independent contractors of Declarant) and has a duty of loyalty to DCP; (ii) provide for appropriate DCP management and control of the performance of services by the Monitor; (iii) authorize DCP to direct the termination of services by the Monitor for unsatisfactory performance of its responsibilities under the Monitoring Agreement; (iv) allow for the retention by the Monitor of sub-consultants with expertise appropriate to assisting the Monitor in its performance of its obligations to the extent reasonably necessary to perform its obligations under this Declaration and the Monitor Agreement; and (v) allow for termination by Declarant for cause, but only with the express written concurrence of DCP, which concurrence will not be unreasonably withheld or delayed. If DCP shall fail to act upon a proposed Monitor Agreement within sixty (60) days after submission of a draft form of Monitor Agreement, the form of Monitor Agreement so submitted shall be deemed acceptable by DCP and may be executed by

Declarant and the Monitor. The Monitor Agreement shall provide for the commencement of services by the Monitor at a point prior to the commencement of construction of the Platform (the timing of such earlier point to be at the sole discretion of Declarant) and shall continue in effect at all times that construction activities are occurring on the Subject Property with respect to the Platform, unless the Declarant, with the prior consent of DCP or at the direction of DCP, shall have terminated a Monitor Agreement and substituted therefor another Monitor under a new Monitor Agreement, in accordance with all requirements of this Section 3.07. If the stage of construction of the Platform identified in a Scope of Services under the Monitor Agreement is completed, Declarant shall not have any obligation to retain the Monitor for subsequent stage(s) of construction of the Platform, provided that Declarant shall not recommence any construction of the Platform until it shall have retained a new Monitor in compliance with the provisions of this Section. With the prior written approval of DCP, there may exist more than one Monitor with respect to multiple phases of construction of the Platform, pursuant to separate Monitor Agreements.

- (c) The Monitor shall: (i) assist and advise DCP with regard to review of plans and measures proposed by Declarant for purposes of satisfying CMMs as they relate to the construction of the Platform in connection with determinations required under this Declaration as a prerequisite to commencement of construction of the Platform or the issuance or acceptance by Declarant of a Building Permit for the Platform (or any portion thereof), as the case may be; (ii) provide reports of Declarant's compliance with the CMMs during any period of construction on a schedule reasonably acceptable to DCP, but not more frequently than once per month; (iii) prepare a quarterly report summary of activities for distribution to any Construction Consultation Committee established under Section 6.01 of this Declaration; and (iv) liaise with any Construction Consultation Committee established under Section 6.01 of this Declaration, as directed by DCP. The Monitor may at any time also provide Declarant and DCP with notice of a determination that a CMM has not been implemented with respect to the construction of the Platform (or any portion thereof), accompanied by supporting documentation establishing the basis for such determination, provided that any such notice shall be delivered to both parties. The Monitor shall: (i) have access to the Subject Property to the extent necessary to undertake the obligations of the Monitor under this Section 3.07, subject to compliance with all generally applicable site safety requirements imposed by law, pursuant to construction contracts, or imposed as part of the site safety protocol in effect for the Subject Property; (ii) be provided with access to all books and records of Declarant either on or outside the Subject Property pertaining to the Development which it reasonably deems necessary to carry out its duties, including the preparation of periodic reports; and (iii) be entitled to conduct any tests on the Subject Property that the Monitor reasonably deems necessary to verify Declarant's implementation and performance of the CMMs as they relate to the construction of the Platform (or any portion thereof), subject to compliance with all generally applicable site safety requirements imposed by law, site operations, or pursuant to construction contracts in effect for the Subject Property and provided further that any such additional testing shall be coordinated with Declarant's construction activities and use of the Subject Property by the occupants of and visitors to any New Buildings and Public Access Areas then located on the Subject Property, and shall be conducted in a manner that will minimize any interference with the Development. The Monitor Agreement shall provide that Declarant

shall have the right to require Monitor to secure insurance customary for such activity and may hold the Monitor liable for any damage or harm resulting from such testing activities.

- (d) Subject to compliance with all generally applicable site safety requirements or the construction manager's safety requirements pursuant to construction contracts or imposed as part of the site safety protocol in effect for the Subject Property, DCP, or any other applicable City agency, may, upon prior written or telephonic notice to Declarant, enter upon the Subject Property during business hours on business days for the purpose of conducting inspections to verify Declarant's implementation and performance of the CMMs as they relate to the construction of the Platform (or any portion thereof); provided, however, that any such inspections shall be (i) coordinated with Declarant's construction activities and use of the Subject Property by the occupants of and visitors to the Subject Property, and (ii) conducted in a manner that will minimize any interference with, delay construction of, or create any safety hazard at, the Subject Property. Declarant shall cooperate with DCP (or such other applicable City agency) and its representatives, and shall not delay or withhold any information or access to the Subject Property reasonably requested by DCP (or such other applicable City agency). Notwithstanding the foregoing, Declarant shall not be obligated to provide DCP or any other City agency with access to tenant occupied spaces or those portions of the Subject Property not owned and controlled by Declarant.
- (e) Declarant shall be responsible for payment of all fees and expenses due to the Monitor in accordance with the terms of the Monitoring Agreement and any consultants retained by the Monitor as may be necessary to determine Declarant's compliance with the CMMs as they relate to the construction of the Platform, in accordance with the terms of the Monitor Agreement.
- (f) If the Monitor determines, either in a monthly report or otherwise, that Declarant has failed to implement or to cause its contractors to implement a CMM with respect to the construction of the Platform (or any portion thereof), the Monitor shall notify DCP and Declarant of such alleged violation, and provide documentation establishing the basis for its determination. If DCP determines, based on consultation with the Monitor and others, as appropriate, that there is a basis for concluding that such a violation has occurred, DCP may thereupon give Declarant written notice of such alleged violation (each, a "CMM Default Notice"), transmitted by hand or via overnight courier service to the address for Notices for Declarant set forth in Section 6.07. Notwithstanding any provisions to the contrary contained in Section 5.01 of this Declaration, following receipt of a CMM Default Notice, Declarant shall: (i) effect a cure of the alleged violation within three (3) business days; (ii) seek to demonstrate to DCP in writing within two (2) business days of receipt of the CMM Default Notice why the alleged violation did not occur and does not then exist; or (iii) seek to demonstrate to DCP in writing within two (2) business days of receipt of the CMM Default Notice that a cure period greater than three (3) business days would not be harmful to the environment (such longer cure period, a "Proposed Cure Period"). If DCP accepts within one (1) business day of receipt of a writing from Declarant that the alleged violation did not occur and does not then exist, DCP shall withdraw the CMM Default Notice and Declarant shall have no obligation to cure. If DCP accepts a Proposed Cure

Period in writing within one (1) business day of receipt of a writing from Declarant, then this shall become the applicable cure period for the alleged violation (the “New Cure Period”), provided that if DCP does not act with respect to a Proposed Cure Period within one (1) business day of after receipt of a writing from Declarant with respect thereto, the three (3) day cure period for the alleged violation shall be deemed to continue unless and until DCP so acts. If Declarant fails to: (i) effect a cure of the alleged violation; (ii) cure the alleged violation within a New Cure Period, if one has been established; or (iii) demonstrate to DCP’s satisfaction that a violation has not occurred, then representatives of Declarant shall, promptly at DCP’s request, and upon a time and date acceptable to DCP, convene a meeting at the Subject Property with the Monitor and DCP representatives. If, subsequent to such meetings, Declarant is unable reasonably to satisfy the DCP representatives that no violation exists or is continuing or the Declarant, the Monitor and DCP are unable to agree upon a method for curing the violation within a time period acceptable to DCP, DCP shall have the right to exercise any remedy available at law or in equity or by way of administrative enforcement, to obtain or compel Declarant’s performance under this Declaration, including seeking an injunction to stop work on the Subject Property, as necessary, to ensure that the violation does not continue, until the Declarant demonstrates that either the violation does not exist or that it has cured the violation, subject to the cure provisions of this Declaration. Nothing herein shall be construed as a waiver of any legal or equitable defense that Declarant may have in any enforcement action or proceeding initiated by DCP in accordance with this provision.

3.08 Uncontrollable Circumstances Involving a PCRE or Mitigation Measure.

- (a) Notwithstanding any provision of Section 5.05 to the contrary, where the Obligation (as defined in Section 5.05 below) as to which an Uncontrollable Circumstance applies is a PCRE or Mitigation Measure set forth in this Article III of the Declaration, Declarant may not be excused from performing such PCRE or Mitigation Measure that is affected by Uncontrollable Circumstances unless and until the Chair, based on consultation with the Monitor designated under Section 3.07 of this Declaration has made a determination in his or her reasonable discretion that not implementing the PCRE or Mitigation Measure during the period of Uncontrollable Circumstances, or implementing an alternative proposed by Declarant, would not result in any new or different significant adverse environmental impact not addressed in the FEIS.

3.09 DCP Review.

- (a) Not less than ninety (90) days prior to the date Declarant anticipates (i) to be the date of Construction Commencement, and (b) obtaining any Building Permit from DOB, Declarant shall send written notice to DCP, with a copy to the Monitor if DCP has previously requested in writing that Declarant copy the Monitor, advising of Declarant’s intention to undertake Construction Commencement or obtain such Building Permit as the case may be (each such notice, a “Permit Notice”). Any Permit Notice shall be accompanied by: (i) a summary of the provisions of this Declaration imposing conditions or criteria that must be satisfied as a condition to or in conjunction with Construction Commencement or issuance of the relevant Building Permit; (ii) materials or documentation demonstrating compliance with such requirements or criteria to the extent

Declarant believes that compliance has been achieved by the date of the Permit Notice; and (iii) to the extent that Declarant believes that compliance with any condition or criteria has not been achieved by the date of the Permit Notice, an explanation of why compliance has not yet been achieved to date, the steps that are or will be taken prior to issuance of the Building Permit to achieve compliance and the method proposed by Declarant to assure DCP that the elements will be achieved in the future.

- (b) Following the delivery of a Permit Notice to DCP in accordance with Paragraph (a) hereof, Declarant shall meet with DCP (and at DCP's option, the Monitor) to respond to any questions or comments on the Permit Notice and accompanying materials, and shall provide additional information as may reasonably be requested by DCP or the Monitor in writing in order to allow DCP to determine, acting in consultation with the Monitor and City agency personnel as necessary in relation to the subject matter of the Permit Notice, that the conditions and criteria for Construction Commencement or issuing the Building Permit have been or will be met in accordance with the requirements of this Declaration. Declarant shall not accept any Building Permit subject to review pursuant to this Section 3.09 until DCP has certified to Declarant and DOB that the conditions and criteria set forth in this Declaration for issuance of the Building Permit have been met. Notwithstanding the foregoing, (x) in the event that DCP has failed to respond in writing to Declarant within forty five (45) days of receipt of the Permit Notice, or (y) has failed to respond in writing to Declarant within fifteen (15) days of receipt of additional materials provided to DCP under this Paragraph (b), DCP shall be deemed to have accepted the Permit Notice and any subsequent materials related thereto under clause (iii) of this Paragraph (b) as demonstrating compliance with the requirements for issuance of the Building Permit and Declarant shall be entitled to Commence Construction or accept the Building Permit and to undertake any and all activities authorized thereunder.
- (c) Not less than thirty (30) days prior to the date that Declarant anticipates obtaining the first TCO or PCO for any New Building on the Subject Property, Declarant shall send written notice to DCP, with a copy to the Monitor if DCP has previously requested in writing that Declarant copy the Monitor, advising of Declarant's intention to obtain such TCO or PCO (each such notice, a "CO Notice"). Within twenty (20) days of delivery of any CO Notice, DCP shall have the right to inspect the New Building and review construction plans and drawings, as necessary to confirm that the PCRE and/ or Mitigations Measures required to be incorporated into the New Building have been installed in accordance with the plans initially submitted as part of the New Building Permit. DOB shall not issue, and Declarant shall not accept, a TCO or PCO if DCP has provided written notice to Declarant, copied to DOB, within five (5) days following any such inspection advising that Declarant has failed to include a required PCRE and/or Mitigation Measure within the New Building, or has failed to fully satisfy the PCRE and/or Mitigation Measure, and specifying the nature of such omission or failure. In the event that DCP provides such notice, Declarant and DCP shall meet promptly to review the claimed omission or failure, develop any measures required to respond to such claim, and Declarant shall take all steps necessary to remedy such omission or failure, and upon the completion of such steps to the satisfaction of DCP, shall be entitled to obtain the TCO or PCO as the case may be.

- (d) In the event of a continued disagreement between DCP or other City agency and Declarant under Paragraph (c) as to whether any PCRE and/or mitigation measure has been included or fully satisfied or will be included or fully satisfied by the measures proposed by Declarant, Declarant shall have the right to appeal such matter to the Deputy Mayor of Planning and Economic Development, or any successor Deputy Mayor, and to seek resolution within forty-five (45) days of Declarant's appeal thereto.

ARTICLE IV

EFFECTIVE DATE; CANCELLATION; AMENDMENT OR MODIFICATION OF THIS DECLARATION

4.01 Effectiveness of Declaration.

- (a) This Declaration and the provisions and covenants hereof shall become effective upon the Approval Date.
- (b) Subject to Section 4.03(b) below, the Original Restrictive Declaration is hereby amended and restated by this Declaration as of the Approval Date.

4.02 Recording.

Promptly, and no later than ten (10) business days after the Approval Date, Declarant shall file and record this Declaration and any related waivers executed by mortgagees or other Parties-in-Interest, in the Register's Office, indexing them against the Subject Property, and deliver to DCP within ten (10) days of the date of any such submission for recording, a copy of such documents as submitted for recording (the "Recording Documents"), together with an affidavit of submission for recordation, recording and endorsement cover pages for each document submitted for recording and recording payment receipts. Declarant shall deliver to DCP a copy of all Recording Documents, as recorded, certified by the Register's Office, promptly upon receipt of such documents. If Declarant fails to record the Recording Documents, then the City may record duplicate originals of the Recording Documents; however, all fees paid or payable for the purpose of recording the Recording Documents and obtaining certified copies thereof, whether undertaken by Declarant or by the City, shall be borne by Declarant.

4.03 Cancellation.

- (a) Notwithstanding anything to the contrary contained in this Declaration, if the Approvals are declared invalid or otherwise voided by a final judgment of any court of competent jurisdiction from which no appeal can be taken or for which no appeal has been taken within the applicable statutory period provided for such appeal, then, upon entry of said judgment or the expiration of the applicable statutory period for such appeal, this Declaration shall be cancelled and shall be of no further force or effect and an instrument discharging this Declaration of record may be recorded by Declarant. Prior to the recordation of such instrument, Declarant shall notify the Chair of Declarant's intent to cancel and terminate this Declaration and request the Chair's approval, which approval shall be limited to ensuring that such cancellation and termination is in proper form and that any provisions of this Declaration necessary to protect the environment with respect

to any work performed as of the date of cancellation survive such termination. The Chair shall respond to such notice and request within thirty (30) days of receipt by the Chair of such notice, and the failure of the Chair to respond within such thirty (30) day period shall be deemed an approval by the Chair of the cancellation of the Declaration. Upon recordation of such instrument, Declarant shall provide a copy thereof certified by the Register's Office to the CPC. Notwithstanding the foregoing, the MTA may terminate this Declaration in accordance with Paragraph 4 of the Consent to Execution of Restrictive Declaration and Agreement to Subordinate Future Fee Encumbrances previously executed by the MTA on April 10, 2014 and recorded in the Register's Office as CRFN 2014000154632.

- (b) Notwithstanding anything to the contrary contained in this Declaration, in the event that Declarant does not wish to develop the Subject Property pursuant to the Approvals in its sole discretion, Declarant may proceed with any development on the Subject Property permitted by the Zoning Resolution and the Prior Approvals (and subject to the Original Restrictive Declaration), as if the Approvals had not been granted, and Declarant shall not be subject to any covenants, conditions, restrictions, or agreements of this Declaration. This Declaration shall be rendered null and void upon recordation of an instrument filed by Declarant discharging it of record, the recordation of which instrument shall constitute a waiver of the right to develop the Subject Property pursuant to the Approvals and a termination of all obligations of Declarant hereunder, in which case the Prior Approvals and the Original Restrictive Declaration shall govern.

4.04 Modification and Amendment.

- (a) This Declaration may be amended or modified (other than pursuant to Section 4.04(b) hereof) only upon application by Declarant, with the express written approval of the CPC or an agency succeeding to the CPC's jurisdiction. No other approval or consent shall be required from any public body, private person or legal entity of any kind, including, without limitation, any other present Party-in-Interest or future Party-in-Interest who is not a Successor Declarant, except as otherwise expressly provided herein and except that: (i) Sections 6.04 and 6.08 (in the case of Section 6.08, insofar as such Section relates to the MTA) of this Declaration, and/or any other sections or provisions of this Declaration that refer to MTA, NYCTA, LIRR or any other MTA agency (including, without limitation, Sections 2.05 and 2.07), shall not be modified in any respect without the prior written consent of the MTA; and (ii) Sections 2.01, 2.02(a)-(e) and (h), 2.04, 3.04(a)–(c), 4.04(a), and 6.01 shall not be modified so as to diminish or alter the obligations of Declarant thereunder in any respect without the approval of the City Council. In the event that at any time Declarant or a Successor Declarant does not have an interest in a portion of the Subject Property, this Declaration may be amended with respect to such portion of the Subject Property upon application by MTA, subject to the applicable provisions of this Section 4.04.
- (b) Notwithstanding the provisions of Section 4.04(a), any change to this Declaration that the Chair deems to be a minor modification may be approved administratively by the Chair and no other approval or consent shall be required from any public body, private person or legal entity of any kind (other than Declarant), including, without limitation, any present

or future Party-in-Interest who is not a Successor Declarant, except that: (a) Sections 6.04 and 6.08 (in the case of Section 6.08, insofar as such Section relates to the MTA) of this Declaration shall not be modified in any respect without the prior written consent of the MTA; (b) a modification to a PCRE or Mitigation Measure shall not be deemed a minor modification unless DCP determines that such modification may be made without diminishment of the environmental standards which would be achieved by implementation of the PCRE or Mitigation Measure; and (c) no modification or change to any provision of this Declaration that refers to MTA, NYCTA, LIRR or any other MTA agency shall be made without MTA's consent. Minor modifications shall not be deemed amendments requiring the approval of the CPC.

- (c) Any modification or amendment of this Declaration shall be executed and recorded in the same manner as this Declaration. Declarant shall record any such modification or amendment immediately after approval or consent has been granted pursuant to Section 4.04(a) or (b) above, as applicable, and provide an executed and certified true copy thereof to CPC and, upon Declarant's failure to so record, permit its recording by CPC at the cost and expense of Declarant.
- (d) For so long as Declarant has an interest in the Subject Property or any portion thereof, all Parties-in-Interest (other than Declarant) and their heirs, successors, assigns and legal representatives hereby irrevocably (i) consent to any modification, amendment, cancellation, revision or other change in this Declaration, (ii) waive any rights they may have to enter into an amended Declaration or other instrument modifying, cancelling, revising or otherwise changing this Declaration, and (iii) nominate, constitute and appoint Declarant their true and lawful attorney-in-fact, coupled with an interest, to execute any documents or instruments of any kind that may hereafter be required to modify, amend, cancel, revise or otherwise change this Declaration or to evidence such Party-in-Interest's consent or waiver of rights. Notwithstanding the foregoing, Sections 6.04 and 6.08 of this Declaration (in the case of Section 6.08, insofar as such Section relates to the MTA) shall not be modified in any respect without the prior written consent of the MTA.

ARTICLE V

COMPLIANCE; DEFAULTS; REMEDIES

5.01 Default.

Except as otherwise provided in Sections 3.07 and 5.02 of this Declaration, if Declarant fails to observe any of the terms or conditions of this Declaration, the Chair shall give Declarant and any mortgagees of whom the City has received notice in accordance with Section 6.07 hereof written notice of such alleged violation, and upon receipt of such notice Declarant shall within forty-five (45) days thereof either (i) effect a cure of such alleged violation, or commence a cure if the violation is not capable of cure within such forty-five (45) day period, or (ii) demonstrate to the City why the alleged violation has not occurred. If Declarant and/or Mortgagee commences to effect such cure within such forty-five (45) business day period (or if cure is not capable of being commenced within such forty-five (45) business day period, Declarant and/or Mortgagee commences to effect such cure when such commencement is reasonably possible), and thereafter proceeds diligently toward the effectuation of such cure, the aforesaid forty-five (45) day period

(as such may be extended in accordance with the preceding clause) shall be extended for so long as Declarant and/or Mortgagee continues to proceed diligently with the effectuation of such cure. If more than one Declarant and Mortgagee exists at any time on the Subject Property, notice shall be provided to all Declarants and mortgagees from whom the City has received notice in accordance with Section 6.07 hereof, and the right to cure shall apply equally to all Declarants and mortgagees. If, after the notification procedures set forth above, Declarant and/or Mortgagee fails to cure such alleged violation of Declarant's obligations under this Declaration, the City shall have the right to exercise any remedy available at law or in equity or by way of administrative enforcement to obtain or compel Declarant's performance under this Declaration and may decline to approve and may disapprove any amendment, modification or cancellation of this Declaration on the sole ground that Declarant is in default under this Declaration. The time period for curing any violation by Declarant and/or Mortgagee shall be subject to extension for Uncontrollable Circumstances pursuant to Section 5.05 of this Declaration.

5.02 Denial of Public Access.

Notwithstanding any provisions of Sections 5.01 of this Declaration to the contrary, in the event of a denial of public access to a Public Access Area of an ongoing nature in violation of the Public Access Easement established under Section 2.02(a) of this Declaration, Declarant shall have the opportunity to effect a cure within twenty-four (24) hours after receipt of notice thereof from the Chair. If such denial of access continues beyond such period, the City may thereupon exercise any and all of its rights hereunder, including seeking a mandatory injunction. In addition, if the City has reason to believe that the use and enjoyment of a Public Access Area by any member of the public has been denied by Declarant, the City may treat the denial of access as a violation of the Zoning Resolution and seek civil penalties at the Office of Administrative Trials and Hearings' Environmental Control Board for the violation relating to privately owned public space.

5.03 Benefits to Subject Property and City.

Except to the extent otherwise explicitly provided herein, this Declaration is for the benefit of the City and Declarant only and creates no enforceable interest or rights in any third person or entity, other than the express rights granted herein to MTA. The City, acting through the agencies described in this Declaration, shall be deemed to be the only entity with standing to enforce the provisions of this Declaration against Declarant, and nothing herein contained shall be deemed to confer upon any other person or entity, public or private, any interest or right in enforcement of any provision of this Declaration against Declarant or any document or instrument executed or delivered in connection with the Applications, including any claim by any public or private landowner to be the beneficiary of any privileges of access appurtenant to lands adjoining the Subject Property which could or might be affected by enforcement of the provisions of this Declaration. Declarant acknowledges that the restrictions, covenants and obligations of this Declaration will protect the value and desirability of the Subject Property and benefit the City, and consents to enforcement by the City, administratively, at law or equity, of the covenants, obligations, conditions and restrictions contained herein.

5.04 Indemnification of Certain City Expenses.

If Declarant is found by a court of competent jurisdiction to have been in default and such finding is upheld on final appeal, or the time for further review of such finding on appeal or by other proceeding has lapsed, Declarant shall indemnify and hold harmless the City from and against all of its reasonable legal and administrative expenses arising out of or in connection with the enforcement of such Obligation

5.05 Uncontrollable Circumstances.

- (a) In the event that, as the result of Uncontrollable Circumstances, Declarant is unable to perform or complete any requirement of this Declaration (an “Obligation”) (i) at the time or times required by this Declaration; (ii) at the date set forth in this Declaration for such action, if a specific date for such requirement is set forth herein; or (iii) prior to submitting an application for a New Building Permit or other permit or certificate of occupancy (TCO or PCO) which is tied to the completion of such requirement, where applicable, Declarant shall promptly after the occurrence of Uncontrollable Circumstances becomes apparent so notify the Chair in writing. Such notice (the “Delay Notice”) shall include a description of the Uncontrollable Circumstances, and, if known to Declarant, their cause, probable duration and impact on the work in question. In the exercise of his or her reasonable judgment the Chair shall, within thirty (30) days of its receipt of the Delay Notice (i) certify in writing that the Uncontrollable Circumstances have occurred; or (ii) notify Declarant that it does not reasonably believe that the Uncontrollable Circumstances have occurred. Upon a certification that Uncontrollable Circumstances have occurred, the Chair may grant Declarant appropriate relief and, as a condition thereto, may require that Declarant post a bond, letter of credit or other reasonable security in a form reasonably acceptable to the City in order to ensure that the Obligation will be completed in accordance with the provisions of this Declaration.
- (b) Any delay caused as the result of Uncontrollable Circumstances shall be deemed to continue only as long as the Uncontrollable Circumstances continue. Upon cessation of the Uncontrollable Circumstance causing such delay, Declarant shall promptly recommence the work or implement the measure needed to complete the Obligation, in accordance with any applicable directive of the Chair previously issued in connection with a grant of relief, unless an alternative has been specified and agreed to in accordance with this Section 5.05.

ARTICLE VI MISCELLANEOUS

6.01 Construction Consultation Process Committee and Liaison.

Declarant shall participate in a construction consultation process (the “CPP”), as described below, if the Borough President of the Borough of Manhattan and/or Community Board 4, Manhattan, shall hereafter elect to conduct such process. If such a CCP Committee (the “Committee”) is hereafter established, the Declarant shall designate an individual as a liaison (“Liaison”) to the Committee before Construction Commencement. Upon request of the Committee, and beginning at the time of issuance of the first Foundation Permit for a New Building on the Subject Property,

the Liaison shall address, on a regular basis, the questions and concerns of the Committee about construction related issues. The Liaison and the Declarant shall, in good faith and promptly, work with the Committee and others, if necessary, to address such questions and concerns, as appropriate. Declarant's obligations hereunder shall expire when TCOs have been issued for all New Buildings on the Subject Property. The Committee shall in addition be provided with the quarterly reports prepared by the Monitor appointed pursuant to Section 3.07 of this Declaration, and such Monitor shall liaise with the Committee as specified therein.

6.02 Incorporation by Reference.

All exhibits, appendices or attachments referenced in this Declaration are incorporated by reference herein and made an integral part of this Declaration.

6.03 Binding Effect.

Subject to the provisions of Section 6.04 below, the provisions of this Declaration shall be considered covenants running with the Subject Property and shall inure to the benefit of and be binding upon Declarant and all heirs, successors, legal representatives, assigns, sublessees and mortgagees of Declarant's interest or any portion thereof in the Subject Property. Subject to Section 6.04 of this Declaration, the obligations contained in this Declaration shall be binding upon Declarant and any other individual or entity, for the period during which Declarant or such other individual or entity is the holder of a fee or other interest in the Subject Property and only to the extent of its interest in the Subject Property and upon the sale, transfer, assignment or conveyance (each, a "Disposition") of the Declarant's interest in the Subject Property or a portion of such interest, Declarant shall be released from and have no further obligations with respect to this Declaration or any covenant, obligation or indemnity undertaken, provided or given hereunder as to the entire Subject Property (upon Disposition of Declarant's interest in the entire Subject Property) or (in the case of a Disposition of a portion of the Property), as to such portion(s).

6.04 MTA.

Declarant, and any Successor Declarant, for so long as Declarant and/or Successor Declarant is (i) the lessee under a ground or net lease from MTA of all or any portion of the Subject Property and/or (ii) the owner in fee of all or any portion of the Subject Property, shall be solely responsible for satisfying the obligations of Declarant set forth in this Declaration. In no event shall MTA have any responsibility or liability for the obligations of Declarant as set forth in this Declaration, nor shall MTA be deemed a Successor Declarant for purposes of this Declaration, nor shall MTA's interest in the Subject Property or in the Yards Parcel (as defined and described in the Declaration of Easements) be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City or of any other party or person under or with respect to this Declaration. In the event that at any time that MTA shall be the fee owner of all or a portion of the Subject Property and there shall cease to exist a ground or net lease of such portion of the Subject Property, MTA shall not be obligated to perform or otherwise be liable for the obligations of Declarant as set forth in this Declaration, but any disposition by MTA to a party which is not affiliated with MTA ("Subsequent MTA Transferee"), by sale or lease or otherwise, of such portion of the Subject Property shall be subject to the terms of this Declaration, and such a Subsequent MTA Transferee shall be deemed a Successor Declarant with respect to such portion of the Facility Airspace Parcel.

Notwithstanding the foregoing, a Subsequent MTA Transferee shall have no liability for, nor shall the rights of a Subsequent MTA Transferee to obtain a building permit, certificate of occupancy, or otherwise to use, develop and occupy its portion of the Subject Property pursuant to this Declaration be impaired by any default under this Declaration by Declarant or a Successor Declarant on any other portion of the Subject Property.

6.05 Laws of the State of New York.

This Declaration shall be governed by and construed in accordance with the laws of the State of New York.

6.06 Severability.

In the event that any provision of this Declaration shall be deemed, decreed, adjudged or determined to be invalid or unlawful by a court of competent jurisdiction, such provision shall be severed and the remainder of this Declaration shall continue to be of full force and effect.

6.07 Notices.

All notices, demands, requests, consents, approvals, and other communications (each, a “Notice”) which may be or are permitted, desirable, or required to be given under this Declaration shall be in writing and shall be sent or delivered as follows:

- (a) If to Declarant: c/o The Related Companies, 30 Hudson Yards, Floor 72, New York, NY 10001, Attention: Andrew Rosen, with a copy c/o The Related Companies, 30 Hudson Yards, Floor 72, New York, NY 10001, Attention: General Counsel, with an additional copy to Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10035 Attention: Elise Wagner, Esq. and Eugene C. Travers, Esq.;
- (b) If to the City, DCP or the Chair, Attention: Office of the General Counsel, NYC Department of City Planning, 22 Reade Street, New York, New York 10007 (or the then official address); and
- (c) If intended for a Mortgagee, by mailing or delivery to such Mortgagee at the address given in its notice to DCP.

Declarant, the City, DCP, the Chair and any Mortgagee may, by notice provided in accordance with this Section 6.07, change any name or address for purposes of this Declaration. In order to be deemed effective any Notice shall be sent or delivered in at least one of the following manners: (a) sent by registered or certified mail, postage pre-paid, return receipt requested, in which case the Notice shall be deemed delivered for all purposes hereunder five days after mailing; (b) sent by overnight courier service, in which case the Notice shall be deemed delivered for all purposes hereunder one business day after placed under the control of the delivery service, provided that a receipt for the delivery is obtained, or (c) delivered by hand, in which case the Notice will be deemed delivered for all purposes hereunder on the date the Notice was actually received. In the

event that there is more than one Declarant at any time, any Notice from the City or the CPC shall be provided to all Declarants of whom CPC has notice.

6.08 Limitation of Liability.

Notwithstanding anything to the contrary contained in this Declaration, the City will look solely to the estate and interest of Declarant, or its successors and assigns or the subsequent holders of any interest in the Subject Property (but excluding MTA and its interest in the Subject Property), to the extent of their respective interests in the Subject Property, for the collection of any judgment or the enforcement of any remedy based upon any breach by any such party of any of the terms, covenants or conditions of this Declaration. No other property of any such party or its principals, disclosed or undisclosed, or its trustees, partners, shareholders, directors, officers or employees, or said successors, assigns and holders, shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City or of any other party or person under or with respect to this Declaration, and no such party shall have any personal liability under this Declaration. In the event Declarant shall hereafter sell one or more Sites to a third party and the City shall, prior to such sale, obtain a judgment against Declarant, the City shall look only to the estate and interest of the Declarant in the portions of the Subject Property still owned by such Declarant at the time of levy, execution or other enforcement procedure for the satisfaction of the City's remedies and shall not pursue such remedies against the portion of the Subject Property that has been sold. In the event that any building on the Subject Property is subject to a declaration of condominium, every condominium unit shall be subject to levy or execution for the satisfaction of any monetary remedies of the City solely to the extent of each Unit Owner's Individual Assessment Interest. The "Individual Assessment Interest" shall mean the Unit Owner's percentage interest in the common elements of the condominium in which such condominium unit is located applied to the total assessment imposed by the Board of Managers or other governing body of the condominium in which such condominium unit is located. In the event of a default in the obligations of the condominium, the City shall have a lien upon the property owned by each Unit Owner solely to the extent of each such Unit Owners' unpaid Individual Assessment Interest, which lien shall include such Unit Owner's obligation for the costs of collection of such Unit Owners' unpaid Individual Assessment Interest. Such lien shall be subordinate to the lien of any prior recorded mortgage in respect of such property given to a bank or other institutional lender (including but not limited to a governmental agency), the lien of any real property taxes, and the lien of the Board of Managers of any such condominium for unpaid common charges of the condominium. The City agrees that, prior to enforcing its rights against a Unit Owner, the City shall first attempt to enforce its rights under this Declaration against the Declarant, and the Board of Managers of any condominium association. In the event that a condominium shall default in its obligations under this Declaration, the City shall have the right to obtain from the Board of Managers of any condominium association, the names of the Unit Owners who have not paid their Individual Assessment Interests. Notwithstanding the foregoing, nothing herein shall be deemed to preclude, qualify, limit or prevent the City's exercise of any of its governmental rights, powers or remedies, including, without limitation, with respect to the satisfaction of the remedies of the City, under any laws, statutes, codes or ordinances.

6.09 Parties-in-Interest.

Any and all mortgages or other liens encumbering the Subject Property after the recording date of this Declaration shall be subject and subordinate hereto as provided herein. Notwithstanding anything to the contrary contained in this Declaration, if a portion of the Subject Property is held in condominium ownership, the board of managers of the condominium association shall be deemed to be the sole Party-in-Interest with respect to the premises held in condominium ownership, and the owner of any unit in such condominium, the holder of a lien encumbering any such condominium unit, and the holder of any other occupancy or other interest in such condominium unit shall not be deemed to be a Party-in-Interest.

6.10 Applications.

Declarant shall include or shall cause a copy of this Declaration to be included as part of any application pertinent to the construction, improvement, operation or maintenance of the Subject Property or the development of any of the sites on the Subject Property to which the provisions of this Declaration are applicable, submitted to any governmental agency or department having jurisdiction over the Subject Property, including, without limitation, DEC, DOB and DEP. If Declarant files any application with the Attorney General of the State of New York to subdivide the Subject Property, or any portion of the Subject Property, Declarant shall include in any written or printed offering materials associated with the offer to sell interests in such condominium or other association (including, without limitation, an offering plan, prospectus or no action letter), a true copy of this Declaration or a complete and accurate summary of the material terms hereof, except as otherwise directed by the Attorney General, and shall otherwise ensure that all terms of the offering are consistent with the terms of this Declaration.

6.11 Right to Convey.

Nothing contained herein shall be construed as requiring the consent of the DCP, CPC, the city or any agency thereof, or of any other person or entity, to any sale, transfer, conveyance, mortgage, lease or assignment of any direct or indirect interest of Declarant in the Subject Property.

6.12 Property Not Subject to Declaration.

In no event shall the Subject Property mean or include the Yards Parcel, or any portion thereof, as defined and described in the Declaration of Easements. In addition, in no event shall this Declaration apply to or affect any portion of the Subject Property that is, whether now or in the future, used for transportation purposes, including, without limitation, the portion(s) of the Subject Property that are used for the Hudson Tunnel (a/k/a Gateway) project or the Rail System, and/or over which easements are granted to MTA in connection with the use or operation of the Yards Parcel.

6.13 No Enforcement by Third Parties.

Notwithstanding any provision of this Declaration to the contrary, only Declarant, Declarant's successors and assigns, and the City, acting through the CPC, shall be entitled to enforce or assert any claim arising out of or in connection with this Declaration (provided the foregoing shall not

be construed to waive, limit or otherwise detract from MTA's rights or remedies under separate agreements that may be entered into in connection with this Declaration). Nothing contained herein should be construed or deemed to allow any other person or entity to have any interest in or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Applications (provided the foregoing shall not be construed to waive, limit or otherwise detract from MTA's rights or remedies under separate agreements that may be entered into in connection with the Applications). In any proceedings brought by the City against Declarant seeking to deny or revoke building permits or certificates of occupancy with respect to the Development on the Subject Property, or to impose a lien, fine or other penalty, or to pursue any other remedy available to the City, if the event or occurrence which is the basis of an allegation of a failure to comply by a Declarant is associated with a particular lot or portion(s) of lots developed as part of the Development on the Subject Property, then the City shall only deny or seek the revocation of building permits or certificates of occupancy for such lot(s) or portion(s) of lots, and only seek to impose a fine, lien or other penalty on such lot(s) or portion(s) of a lot, and any such event or occurrence shall not provide the basis for denial or revocation of any building permits or certificates of occupancy, or the imposition of any fine, lien or other penalty, with respect to other lot(s) or portion(s) of a lot comprising a portion of the Development for which no such failure to comply has occurred. This Declaration shall not create any enforceable interest or right in any person, other than Declarant, MTA (as provided herein) and any mortgagee, any of which shall be deemed to be a proper person to enforce the provisions of this Declaration, and nothing contained herein shall be deemed to allow any other person, any interest or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Applications.

6.14 Approvals.

Wherever in this Declaration the certification, consent or approval of Declarant, the Chair, Commissioner, or any other City agency or public entity is required or permitted to be given, it is understood that and such certification, consent or approval will not be unreasonably withheld, conditioned or delayed. For the avoidance of doubt, this Section 6.14 does not apply to MTA.

6.15 Further Assurances.

Declarant (to the extent it is permitted to do so without the consent of MTA) and the City each agree to execute, acknowledge and deliver such further instruments, and take such other or further actions as may be reasonably required in order to carry out and effectuate the intent and purpose of this Declaration or to confirm or perfect any right to be created or transferred hereunder, all at the sole cost and expense of the party requesting such further assurances.

6.16 Affordable Housing and Common Expenses.

Notwithstanding anything in this Agreement to the contrary, no Affordable Housing Unit constructed on the Subject Property shall have any obligation for the Public Access Area Maintenance and Repair Requirements or other costs attendant to this Declaration, and the calculation of any rents, common charges or other maintenance charges on an Affordable Housing Unit shall not include any pro rata contribution thereto (it being acknowledged and agreed that such obligations or costs that would have otherwise been allocated to an Affordable Housing Unit shall be borne by Declarant or the Property Owner's Association, as applicable).

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WRY TENANT LLC,
a Delaware limited liability company

By: _____
Name: Andrew Rosen
Title: Chief Operating Officer

ACKNOWLEDGMENT

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss:

On the 7th day of April in the year 2025 before me, the undersigned, a notary public in and for said state, personally appeared ANDREW ROSEN, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

LIST OF EXHIBITS

Exhibit A	Metes and Bounds Description of Subject Property
Exhibit B	Certification of Parties-in-Interest
Exhibit C	Intentionally Omitted.
Exhibit D	LEED Credit Categories
Exhibit E	Maintenance and Repair of Public Access Areas and West 33rd Street Loop
Exhibit F	Rules and Regulations for Public Access Areas
Exhibit G	SCA Letter of Intent
Exhibit H	Proposed Project Traffic Mitigation Measures
Exhibit I	Proposed Project Pedestrian Mitigation Measures
Exhibit J	Public Access Area Design Requirements
Exhibit K	Alternative Scenario Traffic Mitigation Measures
Exhibit L	Alternative Scenario Pedestrian Mitigation Measures
Exhibit M	Proposed Project Transit Mitigation Measures
Exhibit N	Alternative Scenario Transit Mitigation Measures
Exhibit O	Proposed Project Construction Traffic Mitigation Measures
Exhibit P	Alternative Scenario Construction Traffic Mitigation Measures

EXHIBIT A

METES AND BOUNDS DESCRIPTION OF THE SUBJECT PROPERTY

Facility Airspace Parcel: Airspace Above Lower Limiting Plane

All of the airspace above a lower limiting plane of 40.55 feet (Manhattan Borough Datum) within the following horizontal boundary:

Beginning at a point formed by the intersection of the southerly line of West 33rd Street (60' R.O.W.) and the easterly line of Twelfth Avenue (R.O.W. varies); running thence

1. Along said southerly line of West 33rd Street, South 89°56'53" East, a distance of 800.00 feet to a point formed by the intersection of said southerly line of West 33rd Street and the westerly line of Eleventh Avenue (100' R.O.W.); thence
2. Along said westerly line of Eleventh Avenue, South 00°03'07" West, a distance of 538.26 feet to a point; thence
3. Leaving Eleventh Avenue, North 89°49'42" West, a distance of 439.40 feet to a point; thence
4. North 69°32'56" West, a distance of 61.90 feet to a point; thence
5. North 89°57'45" West, a distance of 302.58 feet to a point on the said easterly line of Twelfth Avenue; thence
6. Along said easterly line of Twelfth Avenue, North 00°03'07" East, a distance of 515.85 feet to the Point of Beginning.

Encompassing an area of 422,936 S.F./9.709 acres, more or less.

Facility Airspace Parcel: Terra Firma Parcel

All that certain plot, piece or parcel of land, situate, lying and being in the Borough of Manhattan, County, City and State of New York, bounded and described as follows:

Beginning at a point formed by the intersection of the northerly line of West 30th Street (60' R.O.W.) and the easterly line of Twelfth Avenue (R.O.W. varies); running thence

1. Along said easterly line of Twelfth Avenue, North 00°03'07" East, a distance of 196.65 feet to a point; thence

2. Leaving Twelfth Avenue, South $89^{\circ}57'45''$ East, a distance of 302.58 feet to a point; thence
3. South $69^{\circ}32'56''$ East, a distance of 61.90 feet to a point; thence
4. South $89^{\circ}49'42''$ East, a distance of 439.40 feet to a point on the westerly line of Eleventh Avenue (100' R.O.W.); thence
5. Along said westerly line of Eleventh Avenue, South $00^{\circ}03'07''$ West, a distance of 174.24 feet to a point formed by the intersection of said westerly line of Eleventh Avenue and the aforementioned northerly line of West 30th Street; thence
6. Along said northerly line of west 30th Street, North $89^{\circ}56'53''$ West, a distance of 800.00 feet to the Point of Beginning.

Encompassing an area of 147,064 S.F./3.376 acres, more or less.

EXHIBIT B

CERTIFICATION OF PARTIES-IN-INTEREST

[See Attached.]

N.B. # _____

or

ALT. # _____

EXHIBIT I

CERTIFICATION PURSUANT TO ZONING LOT
SUBDIVISION C OF SECTION 12-10
OF THE ZONING RESOLUTION OF DECEMBER 15, 1961
OF THE CITY OF NEW YORK AS AMENDED
EFFECTIVE AUGUST 18, 1977

ROYAL ABSTRACT OF NEW YORK LLC, an abstract company licensed to do business in the State of New York and having its principal office at 125 Park Avenue, New York, New York, hereby certifies that as to the land hereafter described being a tract of land, either unsubdivided or consisting of two or more lots of record contiguous for a minimum of ten linear feet located within a single block in the single ownership of **Metropolitan Transportation Authority**, and that the parties of interest constituting a "party of interest" as defined in Section 12-10, subdivision (c) of the Zoning Resolution of the City of New York, effective December 15, 1961, as amended, are the following:

NAME AND ADDRESSNATURE OF INTEREST

- | | |
|---|----------------------|
| 1) Metropolitan Transportation Authority
2 Broadway
New York, NY | Fee Owner |
| 2) WRY Tenant LLC
c/o The Related Companies, L.P.
30 Hudson Yards
New York, NY | Ground Lessee |
| 3) Wells Fargo Bank, National Association, not in its individual capacity, but solely as trustee
123 S. Broad Street, Suite 1500,
Philadelphia, PA | Mortgagee |

The subject tract of land with respect to which the foregoing parties are the parties in interest as aforesaid, is known as **Block 676 Lots 1 and 5** on the Tax Map of the City of New York, New York County, and more particularly described as follows:

Parcel A (Lot 5):

ALL of the airspace above a limiting plane of 40.55 feet (Manhattan Borough Datum) within the following horizontal boundary:

BEGINNING at a point formed by the intersection of the southerly line of West 33rd Street (60' R.O.W.) and the easterly line of Twelfth Avenue (R.O.W. varies); running thence

1. Along said southerly line of West 33rd Street, South 89° 56' 53" East, a distance of 800.00 feet to a point formed by the intersection of said southerly line of West 33rd Street and the westerly line of Eleventh Avenue (100' R.O.W.); thence
2. Along said westerly line of Eleventh Avenue, South 00° 03' 07" West, a distance of 538.26 feet to a point; thence
3. Leaving Eleventh Avenue, North 89° 49' 42" West, a distance of 439.40 feet to a point; thence
4. North 69° 32' 56" West, a distance of 61.90 feet to a point; thence
5. North 89° 57' 45" West, a distance of 302.58 feet to a point on the said easterly line of Twelfth Avenue; thence
6. Along said easterly line of Twelfth Avenue, North 00° 03' 07" East, a distance of 515.85 feet to the point of BEGINNING.

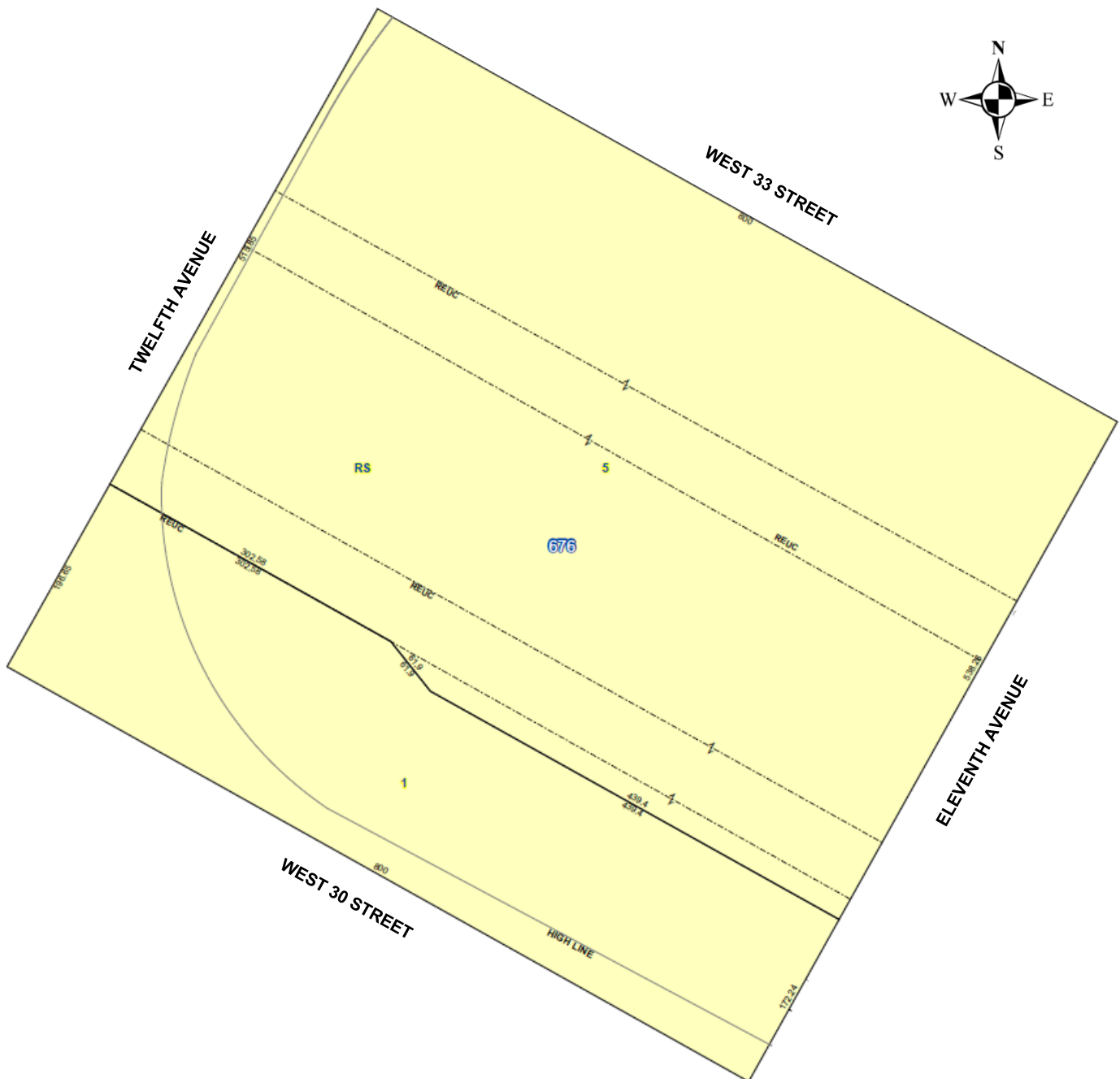
Parcel B (Lot 1):

ALL that certain plot piece or parcel of land, situate, lying and being in the Borough of Manhattan, County, City and State of New York, bounded and described as follows:

BEGINNING at a point formed by the intersection of the northerly line of West 30th Street (60' R.O.W.) and the easterly line of Twelfth Avenue (R.O.W. varies); running thence

1. Along said easterly line of Twelfth Avenue, North 00° 03' 07" East, a distance of 196.65 feet to a point; thence
2. Leaving Twelfth Avenue, South 89° 57' 45" East, a distance of 302.58 feet to a point; thence
3. South 69° 32' 56" East, a distance of 61.90 feet to a point; thence
4. South 89° 49' 42" East, a distance of 439.40 feet to a point on the westerly line of Eleventh Avenue (100' R.O.W.); thence
5. Along said westerly line of Eleventh Avenue, South 00° 03' 07" West, a distance of 174.24 feet to a point formed by the intersection of said westerly line of Eleventh Avenue and the aforementioned northerly line of West 30th Street; thence
6. Along said northerly line of West 30th Street, North 89° 56' 53" West, a distance of 800.00 feet to the point of BEGINNING.

That the said premises are known as and by the street address **645 West 30th Street, New York, NY** and **656 West 33rd Street, New York, NY** as shown by the following:



NOTE: A Zoning Lot may or may not coincide with a lot shown of the Official Tax Map of the City of New York, or on any recorded subdivision plot or deed. A Zoning Lot may be subdivided into two or more zoning lots, provided all the resulting Zoning Lots and all the buildings thereon shall comply with the applicable provisions of the Zoning Lot Resolution.

THIS CERTIFICATE IS MADE FOR AND ACCEPTED BY THE APPLICANT UPON THE EXPRESS UNDERSTANDING THAT LIABILITY HEREUNDER IS LIMITED TO ONE THOUSAND (\$1,000.00) DOLLARS.

Certified as of 3/2/2025

ROYAL ABSTRACT OF NEW YORK LLC

Michael Roberts, C.O.O.

STATE OF NEW YORK)
)
) ss.:
COUNTY OF NEW YORK)

On the ____ day of _____, 2025, before me, personally appeared **Michael Roberts**, personally known to me or proved to me on the basis of satisfactory evidence to the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public - State of New York

EXHIBIT C

[Intentionally Omitted.]

EXHIBIT D

LEED CREDIT CATEGORIES

LEED CREDIT	DECARBONIZATION	ECOSYSTEM CONSERVATION & RESTORATION
Integrative Design Process	X	X
Green Leases (Core & Shell only)	X	X
Sensitive Land Protection		X
Compact and Connected Development	X	X
Active Travel Facilities	X	
Transportation Demand Management	X	
Electric Vehicles	X	
Protect and Restore Biodiverse Habitat		X
Accessible Open Space		X
Rainwater Management		X
Enhanced Resilient Site Design		X
Heat Island Reduction	X	X
Light Pollution Reduction		X
Enhanced Water Efficiency	X	X
Water Reuse	X	X
Water Metering and Leak Detection	X	X
Electrification	X	
Reduce Peak Thermal Loads	X	
Enhanced Energy Efficiency	X	
Renewable Energy	X	
Energy and Ongoing Commissioning	X	
Grid Interactive	X	
Enhanced Refrigerant Management	X	
Building and Materials Reuse	X	X
Reduce Embodied Carbon	X	
Optimized Building Products		X
Construction and Demolition Waste Management	X	X

EXHIBIT E

MAINTENANCE AND REPAIR OF PUBLIC ACCESS AREAS AND WEST 33RD STREET LOOP

Public Access Areas Maintenance and Repair Work

Declarant shall be responsible for the following maintenance and repair activities.

1. Cleaning.

- (a) Dirt, litter and obstructions shall be removed as needed and trash and leaves collected and removed as needed so as to maintain the Public Access Areas in a clean, neat and good condition.
- (b) All walkways, sidewalks and all other improvements and facilities installed in the Public Access Areas shall be routinely cleaned and maintained so as to keep such improvements and facilities in a clean, neat and good condition.
- (c) Graffiti shall be regularly and promptly painted over or removed as appropriate to the nature of the surface.
- (d) Drains, sewers and catch basins shall be cleaned regularly to prevent clogging.
- (e) Branches and trees damaged or felled by winds, ice, vandalism, or by any other reasons whatsoever, shall be promptly removed.

2. Snow Removal. Snow and ice shall be removed from all walkways so as not to interfere with safe passage in a prompt fashion, and from all other paved surfaces used for pedestrian movement within twenty-four (24) hours after each snowfall or accumulation of ice.

3. Landscape Maintenance. A maintenance program for the planted portions of the Public Access Areas shall be implemented consisting of a "Spring Start-up Period" program, a "Season Closing Period" program, and a continuing maintenance program through the "Growing Season".

(a) Spring Start-up Period: The Spring Start-up Period shall commence on March 1st and terminate not later than the end of the fourth week of April of each calendar year. Declarant shall complete the following work annually during the Spring Start-up Period:

- (i) Remove any winter protectives from trees, shrubs and other planting materials.
- (ii) Remove all landscape debris including leaves and dead branches.
- (iii) Prune and trim trees as necessary to maintain natural form.

- (iv) Remove or destroy any weeds growing between paving blocks, pavement, cobbled and concrete areas.
- (v) Apply fertilizer to trees, shrubs, plants and other lawn areas, as appropriate.
- (vi) Remove any sand deposited as a result of winter sandings.
- (vii) Replace any plant material or trees that are dead, diseased and/or otherwise unhealthy with healthy specimens of substantially equal type and reasonable size.
- (viii) Reseed grass areas as needed.

(b) Season Closing Period: The Season Closing Period shall begin not later than October 15th and shall terminate not later than November 30th of each calendar year. Declarant shall undertake and complete the following work annually during the Season Closing Period:

- (i) Rake and collect leaves.
- (ii) Wrap trees, shrubs and other plant material as necessary to ensure adequate winter protection.
- (iii) Apply fertilizer to all lawn areas as needed.
- (iv) Reseed grass areas as needed.

(c) Growing Season: The Growing Season shall commence with the commencement of the Spring Start-up Period and shall terminate at the end of the Season Closing Period. Declarant shall undertake and carry out the following work during the Growing Season:

- (i) Inspect trees on a regular basis and spray when necessary.
- (ii) Water all trees, shrubs, plantings and grass areas as necessary to maintain in a healthy condition. In extended periods of drought, i.e. little precipitation/high temperatures for more than one week, ground cover, trees, shrubs and other plantings shall be thoroughly watered, subject to any City or State regulations governing water usage.
- (iii) Mow lawn areas on a not less than bi-weekly basis and reseed as needed.
- (iv) Weed as needed, no less than on a bi-weekly basis.

4. Repairs and Replacement. Repair and replacement of all facilities within the Public Access Areas shall be performed as needed to maintain such facilities in good order and

working condition. Declarant shall exercise due diligence in commencing the repair or replacement of same as promptly as possible and shall complete the same within a reasonably expeditious time after commencement. All repairs and replacements shall be performed so as to be substantially compliant with the PAA Plans approved pursuant to Exhibit J to this Declaration. Repairs shall include, but not be limited to, the following, as applicable to the facilities in the Public Access Areas:

- (a) Benches or Other Seating: Undertake all maintenance, including replacement of any broken or missing slats and painting, as necessary.
- (b) Walls, Barriers and/or Fencing: Any broken or materially cracked walls, barriers and/or fencing shall be repaired or removed and replaced.
- (c) Paving: All paved surfaces shall be maintained so as to be safe and attractive.
- (d) Signage: All graphics shall be maintained in a first class condition and all vandalized or damaged signage shall be promptly cleaned or replaced with new signage to match other installed signs.
- (e) Painting: All items with painted surfaces shall be painted on an “as needed” basis. Surfaces shall be scraped free of rust or other extraneous matter and painted.
- (g) Plant Materials and Trees: Plant materials and trees that are dead, diseased and/or otherwise unhealthy shall be replaced with healthy specimens of substantially equal type and of reasonable size.
- (h) Construction Defects & Hazardous Conditions: Declarant shall periodically inspect the Public Access Areas for construction defects and hazardous conditions, shall promptly repair or replace any portion or feature of the Public Access Areas that exhibit such defects or hazardous conditions, and shall institute appropriate measures to protect the public from harm, including but not limited to the erection of warning signs and temporary barriers, during the period of repair or replacement work.

Maintenance and Repair of the West 33rd Street Loop

1. Declarant shall maintain the street and sidewalk areas of the West 33rd Street Loop in a good state of repair and cleanliness, including but not limited to the following:

- (a) Maintaining the paved surfaces of the street in good repair;
- (b) Maintaining street and sidewalk lights, if any, in good working order;
- (c) Assuring that street and sidewalk lights, if any, operate during hours of darkness;
- (d) Replacing street and sidewalk lights, if any, when needed;

- (e) Snow plowing at such times as the accumulated snow fall so requires; and
- (f) Maintaining any required storm and sanitary drainage systems in a clear, workable and efficient manner.

EXHIBIT F

RULES AND REGULATIONS
FOR PUBLIC USE OF PUBLIC ACCESS AREAS

1. No person shall throw or deposit any litter within a Public Access Area (“PAA”).
2. No persons shall affix or post any commercial or non-commercial handbill, poster or notice in or upon a PAA, unless authorized by Declarant in writing.
3. No person shall engage in the commercial or non-commercial distribution of products and/or material in or upon PAA (other than non-commercial printed or similar expressive material), unless authorized by Declarant in writing.
4. No peddler, solicitor or street vendor shall be permitted to operate within a PAA unless it receives the written permission of Declarant and is in compliance with all applicable laws, rules and regulations of the City of New York (collectively, “Applicable Laws”).
5. No persons shall drive, stop, stand or park a motor vehicle within a PAA (except to the extent required for persons with disabilities or Declarant employees performing security, maintenance or repair work).
6. No persons shall loiter for illegal purposes in or upon a PAA, or conduct any activity that would obstruct pedestrian traffic or be detrimental or injurious to public safety.
7. No person shall deface, injure, destroy, displace or carry away any property, structure, ornament or landscaping.
8. No person, corporation, organization or other entity shall hold or sponsor any meeting, exhibition, musical, theatrical or other performance, or other scheduled or unscheduled event in a PAA, unless authorized in writing by Declarant pursuant to the provisions of Section 2.02 of the Declaration and open to the public.
9. The following shall be prohibited:
 - Disruptive conduct or behavior likely to provoke or infringe on the rights or peace of employees and other patrons including apparel, gestures, obscenities, slurs based on race, ethnicity, religious beliefs, gender, or sexual orientation; the use of sexually explicit language; excessive noise, including from radio and other music playing, noxious odors, objectionable vibrations, or any other use constituting a nuisance;
 - Commercial photography or videotaping of the property or the operations by any means (e.g., still cameras, video cameras, smart phones or unmanned aerial vehicles (e.g., drones), without authorization in writing.

- Failing to be fully clothed, including not wearing shirt and shoes;
- Cooking or consumption or possession of alcoholic beverages (other than as may be served, in accordance with Applicable Laws, by any restaurant or food facility located in the PAA or in connection with any scheduled event authorized in accordance with Paragraph 2.02 of the Declaration);
- Smoking, vaping or any other use of illegal drugs or controlled substances;
- Prostitution or any other conduct for immoral purposes;
- Violating any Federal, State, or local law or ordinance;
- Use or possession of dangerous, flammable, or combustible objects or materials;
- Explosives, carrying or making use of firearms (including replicas) or any object that could or may be intended to be used as a weapon;
- Removing items from waste or recycling receptacles;
- Unleashed or unattended animals;
- Unsafe activity, including the use and operation of skateboards, in-line skates, segways/ “hover boards”, wheeled vehicles including bicycles and unicycles (except in designated areas); sitting or leaning on planters, tables, trash receptacles, railings, steps, and escalators or elevators; and
- Unattended baggage or other personal items, which shall be subject to search and seizure.

EXHIBIT G

SCA LETTER OF INTENT

[See Attached.]

EXHIBIT G - SCA Letter of Intent (SEE ATTACHED)



October 16, 2009

RG WRY LLC
c/o The Related Companies, LP
60 Columbus Circle
New York, New York 10023
Attention Mr. Jay Cross

Re: Proposed Construction of a Public School at the
Western Rail Yard in Manhattan

Dear Mr. Cross:

Set forth below are the basic terms upon which RG WRY LLC or an affiliate ("Developer") proposes to enter into a School Design, Construction, Funding and Purchase Agreement (the "School Funding Agreement") with the New York City School Construction Authority ("SCA") for construction of a public school facility serving pre-kindergarten through eighth grade students at the Western Rail Yard in Manhattan:

**WESTERN RAILYARD
SITE SCHOOL**

The site is a portion of the block bounded by 30th Street to the south, Twelfth Avenue to the west, 33rd Street to the north, and 11th Avenue to the east, such portion identified as Site 6 or another Site on the block if accepted by DOE/SCA in accordance with the Restrictive Declaration, as shown in more detail on Exhibit A hereto.

THE DEVELOPMENT

Developer intends to construct on the Western Rail Yard Site, subject to the receipt of the necessary public approvals, a mixed-use development comprised of residential, commercial, and retail uses, and, subject to the School Funding Agreement (as defined below), the Public School facility (as defined below) contemplated by this letter of intent (the "Development").

THE PUBLIC SCHOOL

The school facility will provide approximately 750 seats serving public school students in pre-kindergarten through eighth grade. The facility shall consist of approximately 120,000 gross square feet (the "Public School"). The Public School will be constructed as part of the Development pursuant to a school program, including outdoor playground space on the site, to be developed within the reasonable discretion of the DOE/SCA at the appropriate time and provided to Developer. Such Public School will be an independently functioning facility located within the base of the building on Site 6 or another building, if accepted by DOE/SCA in accordance with the terms of the Restrictive Declaration, and the Public School and school program will be constructed and operated without cost or liability to Developer, except as provided below under "Developer Responsibility for Change Order and Delays".

CONSTRUCTION OF THE PUBLIC SCHOOL BY DEVELOPER

Developer will complete the design of the Public School and perform the construction of the School Base Building Work and, if agreed between the parties, any School Fit-Out Work in accordance with the School Funding Agreement. SCA shall be responsible for the purchase and installation of all furniture, fixtures and equipment and, if determined between the parties, the School Fit-Out Work. The parties hereto agree that the definitions and scope of "School Base Building Work" and "School Fit-Out Work" will be agreed to between the parties during the negotiation of the School Funding Agreement.

THE CONDOMINIUM

Upon completion of the School Base Building Work or, if Developer undertakes the School Fit-Out Work, the School Fit-Out Work, Developer and SCA shall enter into a

condominium regime with respect to the Public School and the remainder of the Development as a means of conveying the Public School to SCA; however, the parties may also consider alternative means (e.g., a long-term ground lease) for conveying the Public School to SCA in lieu of a condominium regime. The unit to be conveyed for the public school, whether pursuant to the condominium regime or otherwise, is hereinafter referred to as the "Public School Unit".

PURCHASE OF PUBLIC SCHOOL UNIT

Upon completion of the School Base Building Work and the School Fit-Out Work, if applicable, in accordance with the School Funding Agreement, Developer shall transfer the Public School Unit to SCA (or a public entity designated by SCA), for \$1.00.

COLLABORATIVE DESIGN DEVELOPMENT PROCESS

Commencing promptly after execution and delivery of a School Funding Agreement and notice of the availability of funds pursuant thereto, Developer and SCA shall engage in a collaborative design development process as shall be set forth in the School Funding Agreement.

COMPETITIVE BIDDING

In the event Developer performs School Fit-Out Work, Developer shall comply with the SCA's procurement and prequalification requirements.

SCA REIMBURSEMENT OF DEVELOPMENT COSTS

Upon commencement of work pursuant to the School Funding Agreement and continuing through final completion of the School Base Building Work, and, if applicable, the School Fit-Out Work, SCA shall reimburse Developer in accordance with the School Funding Agreement for all costs in connection with the design and construction thereof, including without

limitation Developer's hard and soft costs of construction, through customary progress payments (i.e., requisitions based on percentage completion, with agreed retainage).

**SCA RESPONSIBILITY FOR
CHANGE ORDERS AND
DELAYS**

SCA shall be responsible for all costs of change orders initiated or otherwise caused by SCA that impact the costs of the School Base Building Work and, if applicable, School Fit-Out-Work. SCA shall be responsible for any additional costs incurred by Developer because of delays caused by SCA (including without limitation delays caused by change orders initiated or otherwise caused by SCA).

**DEVELOPER
RESPONSIBILITY FOR
CHANGE ORDER AND
DELAYS**

Developer shall be responsible for all costs of change orders that impact the Public School if, and to the extent, they are caused by Developer changes to the scope of the School Based Building Work after commencement of construction, design defects that are the responsibility of the Development architect, or defects or material deviations in construction.

Developer shall be responsible for any additional costs incurred by SCA directly related to the Public School because of delays caused by Developer after commencement of construction (including without limitation delays caused by change orders initiated by Developer).

TRANSFER TAXES

Developer is proceeding upon the assumption that no transfer taxes will be payable by Developer in connection with the transfer of the Public School Unit.

**SCHOOL FUNDING
AGREEMENT**

Following execution of this letter of intent by the parties, Developer and SCA will commence negotiating in good faith, a School Construction, Design, Funding and Purchase Agreement (the "School Funding Agreement") in form mutually acceptable to the parties thereto, providing, among other things, for completion of the design; development and budgeting process in accordance with an agreed scope; construction of the School Base Building Work and if applicable, School Fit-Out Work, by Developer; reimbursement by SCA of Developer's costs allocable to the Public School; transfer of the Public School Unit to SCA; and such other matters as the parties may agree.

AVAILABILITY OF FUNDS

SCA acknowledges that funds for development and construction of the Public School must be included in SCA's five year capital plan in order for work to begin under the School Funding Agreement. SCA will furnish Developer evidence of available funds, prior to its commencement of work under the School Funding Agreement.

NO BROKER

Developer and SCA each represents and warrants that it has dealt with no broker or finder in connection with this transaction. Each party hereby indemnifies and holds the other harmless against any claims, cost, losses or liabilities (including, without limitation, reasonable attorney's fees) arising from a claim for a commission or other compensation asserted by a broker or finder alleging dealings with the such party in connection with this transaction.

**LETTER OF INTENT NOT
BINDING**

By executing this letter of intent, the parties are merely expressing their interest in negotiating a mutually acceptable School Funding Agreement. Except for the

immediately preceding paragraph concerning brokerage, neither party shall be bound unless and until a School Funding Agreement, with all required consents and approvals, has been obtained by the parties.

If the foregoing is consistent with your understanding, please counter-sign and return the enclosed duplicate copy of this letter of intent.

Very truly yours,

NEW YORK CITY SCHOOL CONSTRUCTION AUTHORITY

By: 

Name: Ross J. Holden
Title: Vice President & General Counsel

RG WRY, LLC

By: 

Name: L. JAY CROSS
Title: AUTHORIZED SIGNATORY

EXHIBIT H

PROPOSED PROJECT TRAFFIC MITIGATION MEASURES

[See Attached.]

Table 22-2

Proposed Project—Significant Adverse Traffic Impacts

Intersection		Analysis Peak Hour					
		Weekday				Saturday	
		AM	MD	PM	EVE	MD/AN	EVE
North-South Roadway	East-West Roadway						

MD = Midday; EVE = Evening; AN = Afternoon; EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left-turn; T = Through; R = Right Turn

Table 22-3a

Proposed Project—Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Shift 4 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 96 s SB L: Green = 23 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 28 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 7 s	Shift 1 seconds of green time from the SB phase to the WB phase	EB/WB: Green = 28 s WB: Green = 10 s SB: Green = 30 s LPI: Green = 7 s
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 27 s NB/SB: Green = 46 s LPI: Green = 7 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 25 s NB/SB: Green = 48 s LPI: Green = 7 s
Eleventh Avenue and West 36th Street	NB/SB: Green = 46 s LPI: Green = 39 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 29th Street	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 1 second of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 34 s NB/SB: Green = 93 s SB: Green = 2 s	Shift 1 second of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 92 s SB: Green = 2 s
Tenth Avenue and West 35th Street	WB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 32 s NB: Green = 41 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A

Western Rail Yard Modifications

Table 22-3a

Proposed Project—Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 4 seconds of green time from the NB phase to the WB phase	WB: Green = 35 s NB: Green = 38 s LPI: Green = 7 s
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6s NB: Green = 37 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 26 s EB: Green = 6s NB: Green = 36 s LPI: Green = 7 s
Ninth Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 12 s SB T / SB R: Green = 22 s SB: Green = 11 s	Unmitigated	N/A
Ninth Avenue and West 34th Street	EB/WB: Green = 31 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the EB/WB phase	EB/WB: Green = 32 s SB T / SB R: Green = 24 s SB: Green = 12 s LPI: Green = 7 s
Ninth Avenue and West 29th Street	WB: Green = 33s SB: Green = 40 s LPI: Green = 7 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 35 s NB T / NB R: Green = 18 s NB: Green = 15 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB phase	WB: Green = 34 s NB T / NB R: Green = 18 s NB: Green = 16 s LPI: Green = 7 s
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 2 seconds of green time from the NB phase to the EB phase	EB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 39 s LPI: Green = 7 s
Seventh Avenue and West 28th Street	EB: Green = 27 s SB: Green = 46 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the EB phase	EB: Green = 28 s SB: Green = 45 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A
Sixth Avenue and West 28th Street	EB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB phase	EB: Green = 29 s NB: Green = 44 s LPI: Green = 7 s
Lincoln Tunnel and West 33rd Street	Unsignalized	Unmitigated	N/A

Notes:
This table has been updated for the FEIS.
 EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval

Table 22-3b

Proposed Project—Recommended Traffic Mitigation Measures
Weekday Midday Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 44 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 32 s NB/SB: Green = 45 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 3 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 69 s SB L: Green = 20 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB phase to the WB phase	EB/WB: Green = 25 s WB: Green = 11 s SB: Green = 29 s LPI: Green = 10 s
Eleventh Avenue and West 39th Street	WB: Green = 27 s NB/SB: Green = 43 s LPI: Green = 10 s	Shift 2 seconds of green time from the WB phase to the NB/SB phase	WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s	Shift 2 seconds of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 23 s NB/SB: Green = 47 s LPI: Green = 10 s
Eleventh Avenue and West 36th Street	NB/SB: Green = 46 s LPI: Green = 39 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 34 s SB: Green = 36 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 2 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 22 s SB: Green = 29 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Shift 2 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 63 s SB: Green = 2 s
Tenth Avenue and West 35th Street	WB: Green = 29 s NB: Green = 41 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6s	Unmitigated	N/A

Western Rail Yard Modifications

Table 22-3b

Proposed Project—Recommended Traffic Mitigation Measures
Weekday Midday Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
	NB: Green = 37 s LPI: Green = 7 s		
Ninth Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 12 s SB T / SB R: Green = 22 s SB: Green = 11 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Shift 4 seconds of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 46 s
Ninth Avenue and West 34th Street	EB/WB: Green = 28 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB T / SB R phase to the EB/WB phase	EB/WB: Green = 30 s SB T / SB R: Green = 22 s SB: Green = 13 s LPI: Green = 10 s
Ninth Avenue and West 30th Street	LPI: Green = 10 s EB: Green = 24 s LPI: Green = 10 s SB: Green = 36 s	Unmitigated	N/A
Ninth Avenue and West 29th Street	WB: Green = 32 s SB: Green = 38 s LPI: Green = 10 s	Unmitigated	N/A
Ninth Avenue and West 23rd Street	EB/WB: Green = 24 s SB T / SB R: Green = 25 s SB: Green = 15 s LPI: Green = 10 s	Shift 2 seconds of green time from SB T / SB R phase to the EB/WB phase	EB/WB: Green = 26 s SB T / SB R: Green = 23 s SB: Green = 15 s LPI: Green = 10 s
Eighth Avenue and West 42nd Street	EB/WB: Green = 24 s EB: Green = 20 s NB: Green = 31 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 25 s EB: Green = 20 s NB: Green = 30 s
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 7 s NB: Green = 38 s	Unmitigated	N/A
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T / NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 34 s NB T / NB R: Green = 17 s NB: Green = 14 s LPI: Green = 10 s	Shift 2 seconds of green time from the WB phase to the NB phase	WB: Green = 32 s NB T / NB R: Green = 17 s NB: Green = 16 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 23rd Street	EB/WB: Green = 27 s NB T: Green = 23 s NB: Green = 15 s LPI: Green = 10 s	Shift 2 seconds of green time from the NB T phase to the EB/WB phase	EB/WB: Green = 29 s NB T: Green = 21 s NB: Green = 15 s LPI: Green = 10 s
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the WB phase	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Unmitigated	N/A
Notes: <u>This table has been updated for the FEIS.</u> <u>*The mitigation measures proposed would partially mitigate the impact.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-3c

Proposed Project—Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 81 s SB / WB R: Green = 6 s SB L / WB R: Green = 7 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 32 s NB/SB: Green = 82 s SB / WB R: Green = 6 s SB L / WB R: Green = 7 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Unmitigated	N/A
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 26 s WB: Green = 13 s SB: Green = 29 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the WB phase	EB/WB: Green = 26 s WB: Green = 14 s SB: Green = 28 s LPI: Green = 7 s
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 2 seconds of green time from the WB phase to the NB/SB phase	WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 36th Street	NB/SB: Green = 46 s LPI: Green = 39 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 38 s LPI: Green = 7 s LPI: Green = 35 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 29th Street	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 2 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 22 s SB: Green = 29 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Shift 2 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 92 s SB: Green = 2 s
Tenth Avenue and West 36th Street	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 4 seconds of green time from the EB phase to the NB phase	EB: Green = 27 s NB: Green = 43 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 31st Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A

Western Rail Yard Modifications

Table 22-3c

Proposed Project—Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 28th Street	EB: Green = 27 s NB: Green = 43 s LPI: Green = 10 s	Shift 2 seconds of green time from the EB phase to the NB phase	EB: Green = 25 s NB: Green = 45 s LPI: Green = 10 s
Tenth Avenue and West 27th Street	WB: Green = 31 s NB T: Green = 21 s NB: Green = 16 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB T phase	WB: Green = 30 s NB T: Green = 22 s NB: Green = 16 s LPI: Green = 7 s
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6 s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 12 s SB T / SB R: Green = 22 s SB: Green = 11 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Shift 4 seconds of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 46 s
Ninth Avenue and West 34th Street	EB/WB: Green = 31 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 33rd Street	WB: Green = 28 s SB: Green = 45 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 30 s SB: Green = 43 s LPI: Green = 7 s
Ninth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 25 s LPI: Green = 8 s SB: Green = 40 s	Shift 4 seconds of green time from the SB phase to the EB phase	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 8 s SB: Green = 36 s
Ninth Avenue and West 29th Street	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s	Unmitigated	N/A
Eighth Avenue and West 42nd Street	EB/WB: Green = 24 s EB: Green = 20 s NB: Green = 31 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T / NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 35 s NB T / NB R: Green = 18 s NB: Green = 15 s LPI: Green = 7 s	Shift 2 seconds of green time from the WB phase to the NB phase	WB: Green = 33 s NB T / NB R: Green = 18 s NB: Green = 17 s LPI: Green = 7 s
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Unmitigated* Shift 4 seconds of green time from the NB phase to the EB phase	EB: Green = 34 s NB: Green = 36 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 30th Street	EB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Seventh Avenue and West 28th Street	EB: Green = 27 s SB: Green = 46 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the EB phase	EB: Green = 28 s SB: Green = 45 s LPI: Green = 7 s

Table 22-3c

Proposed Project—Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A
Sixth Avenue and West 28th Street	EB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Shift 2 seconds of green time from the NB phase to the EB phase	EB: Green = 30 s NB: Green = 43 s LPI: Green = 7 s
Lincoln Tunnel and West 33rd Street	Unsignalized	Unmitigated	N/A
Notes: <u>This table has been updated for the FFIS.</u> <u>*The mitigation measures proposed would partially mitigate the impact.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-3d

Proposed Project—Recommended Traffic Mitigation Measures
Weekday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 81 s SB / WB R: Green = 6 s SB L / WB R: Green = 7 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 32 s NB/SB: Green = 82 s SB / WB R: Green = 6 s SB L / WB R: Green = 7 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Shift 2 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 98 s SB L: Green = 21 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 26 s WB: Green = 13 s SB: Green = 29 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the WB phase	EB/WB: Green = 26 s WB: Green = 15 s SB: Green = 27 s LPI: Green = 7 s
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 27 s NB/SB: Green = 46 s LPI: Green = 7 s
Eleventh Avenue and West 37th Street	EB/WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s	Shift 2 seconds of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 24 s NB/SB: Green = 49 s LPI: Green = 7 s
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 2 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 22 s SB: Green = 29 s LPI: Green = 29 s

Western Rail Yard Modifications

Table 22-3d

Proposed Project—Recommended Traffic Mitigation Measures
Weekday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Shift 3 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 36 s NB/SB: Green = 91 s SB: Green = 2 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 31st Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 2 seconds of green time from the WB phase to the NB phase	WB: Green = 29 s NB: Green = 44 s LPI: Green = 7 s
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6 s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Unmitigated	N/A
Ninth Avenue and West 33rd Street	WB: Green = 28 s SB: Green = 45 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 30 s SB: Green = 43 s LPI: Green = 7 s
Ninth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 25 s LPI: Green = 8 s SB: Green = 40 s	Shift 2 seconds of green time from the SB phase to the EB phase	LPI: Green = 7 s EB: Green = 27 s LPI: Green = 8 s SB: Green = 38 s
Ninth Avenue and West 29th Street	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 23rd Street	EB/WB: Green = 25 s SB T/ SB R: Green = 27 s SB: Green = 15 s LPI: Green = 7 s	Shift 1 second of green time from the SB T / SB R phase to the EB/WB phase	EB/WB: Green = 26 s SB T/ SB R: Green = 26 s SB: Green = 15 s LPI: Green = 7 s
Eighth Avenue and West 42nd Street	EB/WB: Green = 24 s EB: Green = 20 s NB: Green = 31 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T/ NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 35 s NB T/ NB R: Green = 18 s NB: Green = 15 s LPI: Green = 7 s	Shift 3 seconds of green time from the WB phase to the NB phase	WB: Green = 32 s NB T/ NB R: Green = 18 s NB: Green = 18 s LPI: Green = 7 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 23rd Street	EB/WB: Green = 28 s NB T: Green = 22 s NB: Green = 15 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A

Table 22-3d

Proposed Project—Recommended Traffic Mitigation Measures
Weekday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Sixth Avenue and West 28th Street	EB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Shift 3 seconds of green time from the NB phase to the EB phase	EB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s
Sixth Avenue and West 23rd Street	EB: Green = 35 s NB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Notes: <u>This table has been updated for the FEIS.</u> <u>*The mitigation measures proposed would partially mitigate the impact.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-3e

Proposed Project—Recommended Traffic Mitigation Measures
Saturday Midday/Afternoon Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 54th Street	NB/SB: Green = 71 s SB L: Green = 38 s	Shift 1 second of green time from the SB L phase to the NB/SB phase	NB/SB: Green = 72 s SB L: Green = 37 s
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 44 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 32 s NB/SB: Green = 45 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 1 second of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 71 s SB L: Green = 18 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB phase to the WB phase	EB/WB: Green = 25 s WB: Green = 11 s SB: Green = 29 s LPI: Green = 10 s
Eleventh Avenue and West 39th Street	WB: Green = 27 s NB/SB: Green = 43 s LPI: Green = 10 s	Shift 2 seconds of green time from the WB phase to the NB/SB phase	WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s	Shift 2 seconds of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 23 s NB/SB: Green = 47 s LPI: Green = 10 s
Eleventh Avenue and West 36th Street	NB/SB: Green = 46 s LPI: Green = 39 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 34 s SB: Green = 36 s LPI: Green = 10 s	Unmitigated	N/A

Table 22-3e

Proposed Project—Recommended Traffic Mitigation Measures
Saturday Midday/Afternoon Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eleventh Avenue and West 29th Street	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Shift 3 seconds of green time from the WB L / WB T phase to the SB phase	WB T: Green = 22 s WB L / WB T: Green = 17 s SB: Green = 36 s
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 3 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 21 s SB: Green = 30 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Shift 3 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 36 s NB/SB: Green = 62 s SB: Green = 2 s
Tenth Avenue and West 35th Street	WB: Green = 29 s NB: Green = 41 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 32 s NB: Green = 41 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 31st Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 3 seconds of green time from the WB phase to the NB phase	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 28th Street	EB: Green = 27 s NB: Green = 43 s LPI: Green = 10 s	Shift 1 second of green time from the EB phase to the NB phase	EB: Green = 26 s NB: Green = 44 s LPI: Green = 10 s
Tenth Avenue and West 27th Street	WB: Green = 31 s NB T: Green = 21 s NB: Green = 16 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB phase	WB: Green = 30 s NB T: Green = 21 s NB: Green = 17 s LPI: Green = 7 s
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6 s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 12 s SB T / SB R: Green = 22 s SB: Green = 11 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Shift 4 seconds of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 46 s
Ninth Avenue and West 34th Street	EB/WB: Green = 28 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB phase to the EB/WB phase	EB/WB: Green = 30 s SB T / SB R: Green = 24 s SB: Green = 11 s LPI: Green = 10 s
Ninth Avenue and West 33rd Street	WB: Green = 27 s SB: Green = 43 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 29 s SB: Green = 41 s LPI: Green = 10 s
Ninth Avenue and West 30th Street	LPI: Green = 10 s EB: Green = 24 s LPI: Green = 10 s SB: Green = 36 s	Shift 2 seconds of green time from the SB phase to the EB phase	LPI: Green = 10 s EB: Green = 26 s LPI: Green = 10 s SB: Green = 34 s
Ninth Avenue and West 29th Street	WB: Green = 32 s SB: Green = 38 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 7 s NB: Green = 38 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 34 s NB T / NB R: Green = 17 s	Shift 3 seconds of green time from the WB phase to the NB phase	WB: Green = 31 s NB T / NB R: Green = 17 s

Table 22-3e

**Proposed Project—Recommended Traffic Mitigation Measures
Saturday Midday/Afternoon Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
	NB: Green = 14 s LPI: Green = 10 s		NB: Green = 17 s LPI: Green = 10 s
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Unmitigated* Shift 4 seconds of green time from the NB phase to the EB phase	EB: Green = 34 s NB: Green = 36 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 23rd Street	EB/WB: Green = 27 s NB T: Green = 23 s NB: Green = 15 s LPI: Green = 10 s	Shift 2 seconds of green time from the NB T phase to the EB/WB phase	EB/WB: Green = 29 s NB T: Green = 21 s NB: Green = 15 s LPI: Green = 10 s
Seventh Avenue and West 30th Street	EB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Shift 2 second of green time from the SB phase to the EB phase	EB: Green = 34 s SB: Green = 39 s LPI: Green = 7 s
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Seventh Avenue and West 28th Street	EB: Green = 27 s SB: Green = 46 s LPI: Green = 7 s	Shift 3 seconds of green time from the SB phase to the EB phase	EB: Green = 30 s SB: Green = 43 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Unmitigated	N/A
Sixth Avenue and West 28th Street	EB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Shift 2 seconds of green time from the NB phase to the EB phase	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s
Notes: <u>This table has been updated for the FEIS.</u> <u>*The mitigation measures proposed would partially mitigate the impact.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-3f

**Proposed Project—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 44 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s	Shift 2 seconds of green time from the SB L/WB R phase to the NB/SB phase	EB/WB: Green = 33 s NB/SB: Green = 46 s SB / WB R: Green = 7 s SB L / WB R: Green = 11 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 1 second of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 71 s SB L: Green = 18 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 10 s	Shift 2 seconds of green time from the SB phase to the WB phase	EB/WB: Green = 25 s WB: Green = 11 s SB: Green = 29 s LPI: Green = 10 s
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action

Table 22-3f

Proposed Project—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eleventh Avenue and West 32nd Street Extension	EB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 34 s SB: Green = 36 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 3 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 21 s SB: Green = 30 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Shift 3 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 36 s NB/SB: Green = 62 s SB: Green = 2 s
Tenth Avenue and West 35th Street	WB: Green = 29 s NB: Green = 41 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 32 s NB: Green = 41 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 31st Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 2 second of green time from the WB phase to the NB phase	WB: Green = 29 s NB: Green = 44 s LPI: Green = 7 s
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 42nd Street	EB/WB: Green = 25 s WB: Green = 12 s SB T / SB R: Green = 22 s SB: Green = 11 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Shift 3 seconds of green time from the SB phase to the WB phase	WB: Green = 33 s SB: Green = 47 s
Ninth Avenue and West 30th Street	LPI: Green = 10 s EB: Green = 24 s LPI: Green = 10 s SB: Green = 36 s	Shift 4 seconds of green time from the SB phase to the EB phase	LPI: Green = 10 s EB: Green = 28 s LPI: Green = 10 s SB: Green = 32 s
Ninth Avenue and West 29th Street	WB: Green = 32 s SB: Green = 38 s LPI: Green = 10 s	Unmitigated	N/A
Ninth Avenue and West 23rd Street	EB/WB: Green = 24 s SB T / SB R: Green = 25 s SB: Green = 15 s LPI: Green = 10 s	Shift 3 seconds of green time from the SB T / SB R phase to the EB/WB phase	EB/WB: Green = 27 s SB T / SB R: Green = 22 s SB: Green = 15 s LPI: Green = 10 s
Eighth Avenue and West 42nd Street	EB/WB: Green = 24 s EB: Green = 18 s NB: Green = 33 s	Unmitigated	N/A
Eighth Avenue and West 37th Street	WB: Green = 26 s NB T: Green = 22 s NB: Green = 17 s LPI: Green = 10 s	Shift 4 seconds of green time from the NB T phase to the WB phase	WB: Green = 30 s NB T: Green = 18 s NB: Green = 17 s LPI: Green = 10 s
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 7 s NB: Green = 38 s	Unmitigated	N/A

Table 22-3f

**Proposed Project—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T / NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 34 s NB T / NB R: Green = 17 s NB: Green = 14 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 2 second of green time from the NB phase to the EB phase	EB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 23rd Street	EB/WB: Green = 27 s NB T: Green = 23 s NB: Green = 15 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Seventh Avenue and West 28th Street	EB: Green = 27 s SB: Green = 46 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the EB phase	EB: Green = 29 s SB: Green = 44 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Unmitigated	N/A
Notes: This table has been updated for the FEIS. *The mitigation measures proposed would partially mitigate the impact. EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

As shown in **Table 22-4**, the following impacts identified for the Proposed Project would be uncould not be fully mitigated:

- 40-14 intersections in the weekday AM peak hour;
- 43-20 intersections in the weekday midday peak hour;
- 25-28 intersections in the weekday PM peak hour;
- 44-20 intersections in the weekday evening peak hour;
- 47-19 intersections in the Saturday midday/afternoon peak hour; and
- 47-20 intersections in the Saturday evening peak hour.

Detailed comparisons of the levels-of-service (LOS), volume-to-capacity (v/c) ratios, and lane group delays for the impacted intersections under the No Action, With Action, and Mitigation conditions for each analysis peak hour are presented in **Appendix G**.

EXHIBIT I

PROPOSED PROJECT PEDESTRIAN MITIGATION MEASURES

[See Attached.]

Western Rail Yard Modifications

mitigation measures is subject to review and approval by DOT. If prior to implementation, DOT determines that an identified mitigation measure is infeasible, and no alternative and equivalent mitigation measure is identified, then the impacts would remain unmitigated. Detailed comparisons of the LOS and SFPs for the impacted pedestrian elements under the 2031 No Action, With Action, and Mitigation conditions are presented in **Appendix G**.

Table 22-132

Proposed Project—Summary of Pedestrian Mitigation Analysis Results

Analysis Peak Hour	Sidewalks			Corners			Crosswalks		
	No. of Impacted Elements	No. Fully Mitigated	No. Partially Mitigated or Unmitigated	No. of Impacted Elements	No. Fully Mitigated	No. Partially Mitigated or Unmitigated	No. of Impacted Elements	No. Fully Mitigated	No. Partially Mitigated or Unmitigated
Weekday AM	3	1	2	32	10	2	69	35	34
Weekday Midday	3	0	3	20	02	0	910	53	47
Weekday PM	58	42	73	34	21	2	840	86	2
Weekday Evening	45	01	4	24	12	0	79	24	55
Saturday Midday/Afternoon	5	0	5	1	1	0	6	1	5
Saturday Evening	6	10	65	2	12	10	76	21	5

Notes: In total, 52 sidewalk segments, 77 corner reservoirs, and 41 crosswalks were included in the pedestrian study area for analysis for the Proposed Project. For weekday AM peak hour, significant adverse pedestrian impacts were projected to occur at seven crosswalks; however, recommended mitigation measures resulted in new impacts at two additional crosswalks, so a total of nine crosswalks would be impacted.

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Weekday AM Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	East sidewalk along Eleventh Avenue between West 33rd Street and West 32nd Street	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Eleventh Avenue and West 31st Street	West sidewalk along Eleventh Avenue between West 31st Street and Site B Entrance	None	Unmitigated
Tenth Avenue and West 31st Street	East sidewalk along Tenth Avenue between West 31st Street and Dyer Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 32nd Street	Northeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Tenth Avenue and West 31st Street	Southeast Corner	Shift 4 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
Dyer Avenue and West 31st Street	Southeast Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Crosswalk			
Eleventh Avenue and West 32nd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Widen crosswalk by 2-feet to 15 feet	Fully Mitigated
Eleventh Avenue and West 31st Street	South Crosswalk	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Widen crosswalk by 2 feet to 17 feet	Fully Mitigated
Eleventh Avenue and West 30th Street	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Unmitigated*
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 31st Street	East Crosswalk	None	Unmitigated*
	South Crosswalk	Shift 4 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Dyer Avenue and West 31st Street	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 2 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Ninth Avenue and West 31st Street	South Crosswalk	Shift 6 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Weekday Midday Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
Tenth Avenue and West 33rd Street	South sidewalk along West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Northwest Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 9-foot bulbout on Eleventh Avenue	Fully Mitigated
	Southeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Fully Mitigated
Crosswalk			
Eleventh Avenue and West 33rd Street	East Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Widen crosswalk by 1-foot to 17 feet	Fully Mitigated
	South Crosswalk	Implement pedestrian wayfinding signage to divert some	Unmitigated*

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
		Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	
	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Fully Mitigated
Eleventh Avenue and West 30th Street	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Eleventh Avenue and West 29th Street	West Crosswalk	None	Unmitigated
Eleventh Avenue and West 24th Street	East Crosswalk	None	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Ninth Avenue and West 31st Street	South Crosswalk	Shift 1 second from FDW to Walk for North and South Crosswalks	Fully Mitigated
Weekday PM Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	East sidewalk along Eleventh Avenue between West 33rd Street and West 32nd Street	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Tenth Avenue and West 31st Street	East sidewalk along Tenth Avenue between West 31st Street and Dyer Avenue	None	Unmitigated
Dyer Avenue and West 31st Street	South sidewalk along West 31st Street between Dyer Avenue and Ninth Avenue	None	Unmitigated
Ninth Avenue and West 31st Street	South sidewalk along West 31st Street between Ninth Avenue and Eighth Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Southeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway	Fully Mitigated

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
		trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue;	
Tenth Avenue and West 31st Street	Southeast Corner	Shift 3 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
Dyer Avenue and West 31st Street	Southwest Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
Crosswalk			
Eleventh Avenue and West 33rd Street	East Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Widen crosswalk by 1-foot to 17 feet	Fully Mitigated
Eleventh Avenue and West 32nd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Widen crosswalk by 2-feet to 15 feet	Fully Mitigated
Eleventh Avenue and West 30th Street	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Fully Mitigated
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 31st Street	South Crosswalk	Shift 3 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Dyer Avenue and West 31st Street	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 2 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Ninth Avenue and West 31st Street	South Crosswalk	Shift 6 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Weekday Evening Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Partially Mitigated
	South sidewalk along West 33rd Street between With Action Site Entrance and Eleventh Avenue	None	Unmitigated
Tenth Avenue and West 33rd Street	South sidewalk of West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
	South sidewalk of West 33rd Street between Hudson Boulevard East and Tenth	None	Unmitigated

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element Avenue	Recommended Mitigation Measures	Mitigation Effectiveness
Corner			
Eleventh Avenue and West 33rd Street	Northwest Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 9-foot bulbout on Eleventh Avenue	Fully Mitigated
	Southeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue;	Fully Mitigated
Crosswalk			
Eleventh Avenue and West 33rd Street	South Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Unmitigated*
	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street;	Fully Mitigated
Eleventh Avenue and West 30th Street	West Crosswalk	None	Unmitigated*
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation); Shift 1 second from FDW to Walk for east and west crosswalks	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 1 second from FDW to Walk for north and south crosswalks	Fully Mitigated
	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 1 second from FDW to Walk for north and south crosswalks	Fully Mitigated
Ninth Avenue and West 33rd Street	South Crosswalk	Shift 2 seconds of green time from the SB phase to the WB phase (Traffic Mitigation)	Fully Mitigated

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Saturday Midday/Afternoon Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
	South sidewalk along West 33rd Street between With Action Site Entrance and Eleventh Avenue	None	Unmitigated
Tenth Avenue and West 33rd Street	South sidewalk of West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
	South sidewalk of West 33rd Street between Hudson Boulevard East and Tenth Avenue	None	Unmitigated
Tenth Avenue and West 28th Street	West sidewalk along Tenth Avenue between West 28th Street and West 27th Street	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Southeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue;	Fully Mitigated
Crosswalk			
Eleventh Avenue and West 33rd Street	South Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Unmitigated*
	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street;	Fully Mitigated
Eleventh Avenue and West 30th Street	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Eleventh Avenue and West 24th Street	East Crosswalk	None	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Saturday Evening Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
	South sidewalk along West 33rd Street between With Action Site Entrance and Eleventh Avenue	None	Unmitigated
Tenth Avenue and West 33rd Street	South sidewalk of West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
	South sidewalk of West 33rd Street between Hudson Boulevard East and Tenth Avenue	None	Unmitigated
Tenth Avenue and West 28th Street	West sidewalk along Tenth Avenue between West 28th Street and West 27th Street	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Southwest Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street;	Fully Mitigated
	Southeast Corner	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue;	Fully Mitigated

Table 22-143

Proposed Project—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Crosswalk			
Eleventh Avenue and West 33rd Street	South Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Unmitigated*
Eleventh Avenue and West 30th Street	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation); Shift 1 second from FDW to Walk for east and west crosswalks	Unmitigated
	West Crosswalk	None	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert some Site C visitor subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 2 seconds from FDW to Walk for north and south crosswalks	Fully Mitigated
Note: This table has been updated for the FEIS.			
*The mitigation measures proposed would partially mitigate the impact.			

ALTERNATIVE SCENARIO

Under the Alternative Scenario, significant adverse pedestrian impacts were identified at:

- ~~Five~~Four sidewalks, ~~five~~three corners, and 10 crosswalks in the weekday AM peak hour;
- ~~Six~~Five sidewalks, two corners, and ~~14~~6 crosswalks in the weekday midday peak hour;
- ~~Six~~10 sidewalks, ~~four~~six corners, and ~~4~~seven6 crosswalks in the weekday PM peak hour;
- ~~Six~~Three sidewalks, ~~two~~zero corners, and ~~eight~~four crosswalks in the weekday evening peak hour;
- ~~One~~Two sidewalks, zero corners, and two crosswalks in the Saturday midday/afternoon peak hour; and
- ~~Four~~Seven sidewalks, one corner, and ~~four~~seven crosswalks in the Saturday evening peak hour.

Similar to the Proposed Project, the additional pedestrian wayfinding mitigation measures were also recommended for the Alternative Scenario, which include various recommendations targeted at users of various land uses under this scenario. Site C-1 office employees traveling to and from the 34th Street-Hudson Yards Subway Station would be redirected into ERY and cross Eleventh Avenue at the north crosswalk of Eleventh Avenue and West 32nd Street. For the purposes of the With Action Mitigation condition pedestrian analysis, it was assumed that 25 percent of subway trips from the 34th Street-Hudson Yards Subway Station would be diverted to follow this pedestrian circulation pattern, as shown in Figure 22-5. Pedestrian volumes along West 33rd Street

EXHIBIT J

PUBLIC ACCESS AREA DESIGN REQUIREMENTS

WRY MODIFICATIONS

PUBLIC ACCESS AREA DESIGN REQUIREMENTS¹

All italicized words shall have the meaning provided to them in the Zoning Resolution. Capitalized words used but not defined in this Exhibit J shall have the meaning provided to them in the Restrictive Declaration to which this exhibit is attached.

To the extent that the Gaming Facility is located on the Subject Property under the Proposed Project, such Gaming Facility shall not be subject to the provisions of this Exhibit J and shall instead be governed by the terms and conditions of the gaming license issued by the New York State Gaming Commission for such Gaming Facility.

Public Access Areas in the Subject Property shall be comprised of a publicly accessible open space (henceforth referred to as the “Public Open Space”) and a pedestrian way comprising the West 30th Street Corridor (henceforth referred to as the “West 30th Street Corridor”). In addition, Site C in the Alternative Scenario shall include pedestrian ways comprising a midblock connection (henceforth referred to as the “Midblock Connection”) and a corner open area (henceforth referred to as the “Corner Open Area”).

The Public Open Space, the West 30th Street Corridor, and, in the Alternative Scenario, the Midblock Connection and the Corner Open Area, shall be provided on the Subject Property in accordance with the provisions set forth in this Exhibit. The *High Line* is not part of the Public Access Areas required on the Subject Property.

Section 1: Publicly Accessible Open Space in Subdistrict F

The Public Open Space shall be open to the sky, except that amenities that are provided in accordance with this Section 1 and Section 3 below shall be permitted to cover portions of the Public Open Space.

(a) General purposes

The Public Open Space is intended to serve the following purposes:

- (1) to provide a major open space that joins the northern portion of the *High Line* open space network on its west to the Hudson Park and Boulevard open space network on its east;
- (2) to provide one or more large open lawn areas overlooking the Hudson River for public use and enjoyment;
- (3) to serve as a neighborhood open space;

¹ These Public Access Area Design Requirements shall be incorporated into the Amended and Restated Restrictive Declaration.

- (4) to provide amenities for area residents, workers and the general public;
- (5) to provide areas that offer varied programs, supplemental spaces between amenities and surrounding buildings and connections between the different areas of the Public Open Space;
- (6) to serve as an inviting pedestrian gateway to the Western Rail Yard from open space networks along the Hudson River;
- (7) to offer a unique open space experience for pedestrians through the negotiation of the area's grade changes.

(b) Location and minimum dimensions

The Public Open Space shall comprise the area located outside of the boundaries of Site A, Site B, and Site C shown on the approved site plan for the Project (hereinafter "Site A", "Site B" and "Site C"), excluding the space occupied by the West 30th Street Corridor, the Midblock Connection, and the Corner Open Area, as applicable.

The Public Open Space shall also comprise any portion of Site A, Site B, and Site C that will not be covered by buildings at the ground level.

The portion of the Public Open Space comprising drop-off areas for Site A and Site C shall not be subject to the requirements of this Exhibit.

(c) Core elements

The Public Open Space shall provide the following core elements:

(1) Lawn area

An accessible lawn area shall be provided with a minimum area of one acre within the Public Open Space. Any lawn area located within 20 feet of a building wall on Sites A or B or the boundary of Site C shall not contribute towards this one acre requirement. The required lawn area shall be comprised of the following amenities:

- (i) a continuous lawn area over a minimum of 50 percent of the required one acre. Such continuous lawn area shall have a maximum slope of three percent and provide visual access toward the Hudson River; and
- (ii) transitional lawn areas may be provided for a maximum of 25 percent of the required one acre of lawn area. Such area or areas need not be continuous, and shall have a maximum slope of 15 percent. Trees and other plantings shall be permitted in such area or areas.

(2) *High Line* connection

Access to the *High Line* shall be provided along a minimum of 40 feet and a maximum of 150 feet of *High Line* frontage length. Such frontage need not be continuous; however, in order to qualify as unobstructed access that contributes to the minimum 40-foot requirement set forth in this paragraph, a minimum frontage width of five feet is required. Such access need not be opened to the public until the *High Line* is reconstructed as public open space in accordance with the provisions of Section 93-756 (General requirements for the High Line).

(3) Supplemental area

Any portion of the Public Open Space that does not meet the criteria for lawn area set forth in paragraph (c)(1), the criteria for the *High Line* connection set forth in paragraph (c)(2), constitute the playground set forth in paragraph (c)(4), or constitute the recreational areas set forth in paragraph (c)(5) shall be designated as supplemental area and shall comply with the requirements set forth in this paragraph (c)(3).

A minimum of 35 percent of the supplemental area shall be landscaped with soft ground cover, and the remaining 65 percent may be paved. At least one tree shall be provided for every 2,000 square feet of supplemental area. Such trees may be distributed anywhere within the supplemental area.

A minimum of one unimpeded, fully accessible paved pedestrian path with a minimum width of 12 feet, shall be provided through the Public Open Space to provide a primary access route from Eleventh Avenue to the lawn overlooking the Hudson River. At least two accessible pedestrian paths of a minimum width of 6 feet shall provide access from the lawn overlooking the Hudson River to the *High Line*. A minimum of one secondary pedestrian path shall provide an accessible route to park and program destinations of the Public Open Space.

A minimum of one linear foot of seating shall be provided for every 75 square feet of supplemental area. At least 50 percent of such required seating shall provide seatbacks. Such seating may be distributed anywhere within the supplemental area.

Within 15 feet of the primary pedestrian access route linking Eleventh Avenue to the lawn overlooking the Hudson River, the slope of the supplemental area shall not exceed 7.5 percent, or a maximum height of two feet. Beyond 15 feet of the main pedestrian access route, the slope of the supplemental area shall not exceed 33 percent.

(4) Playground

A playground shall be provided with a minimum area of 10,000 square feet. The playground shall be located to the west of Site B, and may be directly accessible from any school that is located on Site B.

(5) Recreational courts

Recreational courts or similar open uses for recreational activities may be provided to the west of Site A.

(6) Pedestrian comfort measures

The Public Open Space shall include, in appropriate locations, pedestrian comfort measures intended to minimize wind impacts for pedestrians. Such measure may include, for example, wind screens, partitions, planters, trees and other vegetation.

(d) Permanent structures

Permanent structures, such as food or information kiosks, pavilions or public restrooms placed within the Public Open Space shall not exceed a height of 20 feet. The maximum *lot coverage* that all such permanent structures may occupy shall be 1,000 square feet. Such permanent structures shall be exempt from the definition of *floor area*.

(e) Transparency requirements

Site A:

Facing The Publicly Accessible Open Space:

- Glazing or other transparent material shall be provided for no less than 25% of the ground floor *street* frontage width.

Site B:

Facing West 30th Street:

- Glazing or other transparent material shall be provided for no less than 80% of the *street* frontage width within a height of 35 feet measured above the level of the *High Line* bed.

Facing All Other Streets:

- Glazing or other transparent material shall be provided for no less than 50% of the ground floor *street* frontage width.

Site C:

Facing 33rd Street:

- Glazing or other transparent material shall be provided for no less than 30% of the ground floor *street* frontage width.

Facing The Publicly Accessible Open Space:

- Glazing or other transparent material shall be provided for no less than 40% of the ground floor *street* frontage width.

- Glazing or other transparent material shall be provided for no less than 90% of the ground floor *street* frontage width within 80 feet of the southwest corner of Site C.

Facing 12th Avenue:

- Glazing or other transparent material shall be provided for no less than 90% of the ground floor *street* frontage width within 70 feet of the southwest corner of Site C. Glazing or other transparent material shall not be required for the balance of the ground floor frontage.

- (f) Blank wall treatment for all frontages subject to street wall regulations

For any portion of the ground floor level street wall, 50 feet or more in width, which contains no transparent element and no louvers or other ventilation openings between the level of the adjoining grade and a height of 20 feet above adjoining grade, at least 70 percent of the linear footage of such wall shall contain wall treatment in the form of (a) varied surface texture and/or materials, (b) permitted *signs*, (c) murals or other visual artwork and/or (d) living plant materials.

- (g) Mechanical ventilation and infrastructure for all frontages subject to street wall regulations

Exterior walls used for active mechanical ventilation or other building infrastructure purposes shall not be considered a blank wall subject to Section 1(g) above. Ventilation and other related mechanical infrastructure shall be well-integrated into *building* architecture and organized in such a way as to minimize negative impacts on *open spaces* and the Public Access Areas. When such elements are located adjacent to public *open spaces*, they should be separated, screened, or located above a height of 20 feet.

Section 2: Publicly Accessible Pedestrian Ways in Subdistrict F

West 30th Street Corridor

The West 30th Street Corridor shall be provided along the northerly sidewalk of West 30th Street adjacent to the area below the *High Line*.

- (a) General purpose

The West 30th Street Corridor is intended to serve the following purposes:

- (1) to serve as a transition space between the *High Line* and the West 30th Street sidewalk;
- (2) to allow for active frontages with publicly accessible spaces for establishments below the *High Line*; and

- (3) to provide an overall streetscape design that complements and provides views of the *High Line* along West 30th Street.
- (b) Location and dimensions
 - (1) The West 30th Street Corridor shall be located in the area bounded by the *High Line*, Eleventh Avenue, West 30th Street and the western edge of Site B shown on the approved site plan for the Project.
 - (2) In the north-south direction, the West 30th Street Corridor shall extend from the northerly edge of the southern row of structural columns of the *High Line* to the northerly *street line* of West 30th Street.
- (c) Core Elements

The West 30th Street Corridor shall have the following provisions for its core elements:

- (1) a pedestrian access area at least 10 feet in width shall be provided along the entire length of the West 30th Street Corridor, linking Eleventh Avenue with the sidewalk adjacent to the western edge of the Site B development site shown on the approved site plan for the Project. Such area shall be located a minimum of five feet beyond the northerly curb line of West 30th Street, and shall be free of obstructions;
- (2) portions between the required pedestrian access area and the *High Line* may be paved or landscaped; and
- (3) street trees shall be planted within five feet of the northern curb of West 30th Street. One tree shall be planted for every 25 feet of curb length. Fractions equal to or greater than one-half resulting from this calculation shall be considered to be one tree. Such trees shall be planted at approximately equal intervals along the entire curb length of West 30th Street.

Midblock Connection

In the Alternative Scenario, the Midblock Connection shall be provided between West 33rd Street and the Public Open Space within the boundary of Site C in the Alternative Scenario, as shown on the approved site plan for the Project. The Midblock Connection shall be open to the sky, except that amenities that are provided in accordance with this Section 2 and Section 3 below shall be permitted to cover portions of the Midblock Connection.

- (a) General purpose

The Midblock Connection is intended to provide pedestrian access between West 33rd Street and the Western Rail Yard Subdistrict F.

(b) Location and dimensions

- (1) The Midblock Connection shall be located within a zone that is no closer than 265 feet to Eleventh Avenue, and no closer than 235 feet to Twelfth Avenue.
- (2) The minimum width of the Midblock Connection, measured in the east-west direction, shall be 60 feet, subject to Section 2(b)(3) below.
- (3) Where it adjoins the Public Open Space at the southern edge of Site C, the Midblock Connection shall have a minimum width of 180 feet for a depth of 60 feet measured perpendicular from the Public Open Space. Such southern portion of the Midblock Connection shall overlap completely with the 60-foot-wide northern portion of the Midblock Connection that is located beyond a depth of 60 feet measured perpendicular from the Public Open Space. The southern portion of the Midblock Connection may be located partially outside of the zone established for the Midblock Connection in Section 2(b)(1) above, provided that such southern portion overlaps completely with the northern portion of the Midblock Connection as required in the foregoing sentence.
- (4) The Midblock Connection may include grade changes as necessary to accommodate the infrastructure of the below-grade rail operations, and other uses located below the Midblock Connection related to the buildings on Site C in the Alternative Scenario. Such grade changes shall accommodate universal access, whether through appropriately sloped grade, ramps, mechanical lifts, or otherwise.

(c) Core Elements

The Midblock Connection shall have the following provisions for its core elements:

- (1) A minimum of one unimpeded pedestrian access, with a minimum width of 12 feet, shall be provided to connect the Public Open Space with West 33rd Street;
- (2) A minimum of one linear foot of seating shall be provided for every 75 square feet of the Midblock Connection. A minimum of 50 percent of the required seating shall provide seatbacks;
- (3) A minimum of 20 percent of the gross area of the Midblock Connection shall be landscaped with soft ground cover, and shall provide a minimum of one tree per every 1,500 square feet. All landscape shall be planted flush-to-grade unless subgrade conditions demonstrate inability to do so, in which case no planters or planting beds shall have bounding walls that exceed 18 inches in height above an adjacent walking surface; and
- (4) A minimum of one entrance to retail, public restrooms, or lobby space shall be located on either side of the Midblock Connection to provide opportunities for public engagement and activation.

Corner Open Area

In the Alternative Scenario, the Corner Open Area shall be provided at the southeast corner of Site C in the Alternative Scenario, as shown on the approved site plan for the Project. The Corner Open Area shall be open to the sky, except that amenities that are provided in accordance with this Section 2 and Section 3 below shall be permitted to cover portions of the Corner Open Area.

(a) General purpose

The Corner Open Area is intended to provide pedestrian circulation at the southeast corner of Site C between Eleventh Avenue and the Public Open Space.

(b) Location and dimensions

The Corner Open Area shall be located at the southeast corner of Site C in the Alternative Scenario, adjacent to the Public Open Space, and shall have a minimum depth perpendicular to Eleventh Avenue of 25 feet and a minimum width along Eleventh Avenue of 110 feet.

Section 3: Design Criteria for Public Access Areas in Subdistrict F

(a) Design criteria

Where the Public Access Areas provide elements listed in this Section, such elements shall comply with the applicable minimum design standards, set forth in paragraph (a) of this Section, as a minimum design standard.

(1) Seating

Seating shall meet the minimum and maximum dimensional standards set forth in paragraphs (1) through (7) of Zoning Resolution Section 37-741, inclusive.

(2) Planting and trees

Within 60 feet of Eleventh Avenue, trees and plantings in the Public Open Space are permitted to be planted in raised planters with bounding walls up to two feet tall, rather than at-grade. Required trees are permitted to be planted with a soil depth of at least 3 feet, six inches.

Where planting areas are provided throughout the remainder of the Public Open Space, they shall meet the planting bed requirements and irrigation requirements of Zoning Resolution Section 37-742 (Planting and trees).

Where trees are provided, they shall meet the applicable minimum tree caliper standards, soil requirements and irrigation standards set forth in Zoning Resolution

Section 37-742, except that all trees in the Public Open Space shall be planted in areas with soil depth of at least three feet, six inches.

(3) Paving

Paving shall meet the minimum standards set forth in Zoning Resolution Section 37-718.

(4) Steps

Steps shall meet the minimum dimensional standards set forth in Zoning Resolution Section 37-725.

(5) Kiosks and open air cafes

Kiosks or open air cafes shall meet the operational and service requirements listed in paragraphs (a) and (b) of Zoning Resolution Section 37-73 (Kiosks and Open Air Cafes). Seating provided as part of an open air cafe shall not count towards meeting the seating requirements of any Public Access Area.

(6) Standards of accessibility for persons with disabilities

The Public Access Areas shall be designed pursuant to the standards of accessibility for persons with disabilities set forth in Zoning Resolution Section 37-728.

(7) Lighting and electrical power

Lighting and electrical power shall be provided pursuant to the standards set forth in Zoning Resolution Section 37-743.

(8) Litter receptacles

Litter receptacles shall be provided pursuant to the standards set forth in Zoning Resolution Section 37-744.

(9) Bicycle parking

Bicycle racks sufficient to accommodate at least 88 bicycle parking spaces shall be provided and distributed in a manner to maximize access to and utilization of such racks. Such racks shall be located adjacent to a paved circulation path within the Public Access Areas, or in public sidewalks adjacent to such Public Access Areas.

(10) Playgrounds and additional amenities

Where playgrounds and additional amenities are provided in the Public Open Space, such amenities shall be designed pursuant to the standards set forth in Zoning Resolution Section 37-748.

(11) Signs

Signage shall be provided in the Public Open Space, the Midblock Connection, and the Corner Open Area, as applicable, pursuant to the standards set forth in Section 5 of this Exhibit.

(12) Canopies, awnings, marquees and sun control devices

Where *buildings* front onto the Public Access Areas, canopies, awnings, marquees and sun control devices shall be permitted pursuant to the standards set forth in paragraph (c) of Zoning Resolution Section 37-726 (Permitted obstructions).

(13) Gates and fences

Gates, fences or other barriers shall be permitted at the perimeter of any playgrounds, tot lots or dog runs provided as part of the Public Open Space. Additional gates, fences or other barriers shall be permitted only as approved as part of the PAA Plans submitted pursuant to Section 4 of this Exhibit (and as defined therein).

Such gates, fences or other barriers shall have a maximum height of 48 inches, as measured from the adjoining grade level, and shall be at least 70 percent open. However, where gates, fences or other barriers are mounted on a solid curb, such minimum transparency shall not include the surface area of the curb, provided that the height of such curb does not exceed six inches.

Chain link fencing or barbed or razor wire shall not be permitted.

(14) Public restrooms

At least one public restroom shall be provided to serve the Public Open Space. Such public restroom shall provide at least two gender neutral separate restroom spaces, and may be located in either the Public Open Space or within the ground floor of any adjacent *building* provided that the public restroom is directly accessible from the Public Open Space and clearly visible signage indicating the presence of the public restroom is provided.

(b) Maintenance

The owner of each of Sites A, B and C shall be responsible for the maintenance of the Public Access Areas, including, but not limited to, litter control, management of pigeons and rodents, maintenance of required lighting levels, and the care and replacement of

furnishings and vegetation within the portion of the Public Access Areas associated with such site in the phased development provided in the PAA Plans required pursuant to Section 4 of this Exhibit. Maintenance of the *High Line* shall be governed by such agreements as are entered into with respect thereto and shall not be governed by the provisions of this Exhibit.

(c) *Interim use*

Open *uses* listed under Use Group I shall be permitted as interim *uses* within the Public Open Space or within the designated boundary of Sites A, B or C. Such interim *uses* may be *developed* prior to the approval of the PAA Plans for the Public Open Space in which it is located, or the development of any building on Sites A, B or C, and may continue until such time as development commences. Any such interim *uses* shall be open to and usable by the public, and may include temporary structures, provided that all associated *floor area* is appurtenant to the interim *use* (and not included in developments on Site A, Site B, and Site C).

Section 4: Plans Plans for Public Access Areas in Subdistrict F

The Public Access Areas, or portions thereof, provided in accordance with the requirements of this Exhibit, shall comply with the following provisions:

- (a) No building permit shall be issued for any *development* or *enlargement* within Subdistrict F unless the Chairperson of the City Planning Commission has certified to the Commissioner of Buildings that the site plan and, if applicable, landscape plans for the Public Access Areas (the “PAA Plans”) have been approved by the Chairperson pursuant to the provisions of this Section 4. Notwithstanding the foregoing, the Chairperson shall allow for the phased development of the Public Access Areas, or portions thereof, upon certification by the Chairperson to the Commissioner of Buildings that PAA Plans have been submitted to the Department of City Planning that provide for the completion of a given phase of the Public Access Areas in association with the *development* or *enlargement* of a building or buildings within each such phase.
- (b) An application under this Section shall be filed with the Chairperson of the City Planning Commission and such application shall include:
 - (1) a site plan indicating the area and dimensions of the Public Access Areas, or portions thereof, and the location of all proposed *buildings* in the phase subject to the application;
 - (2) a landscape plan, prepared by a registered landscape architect, for the Public Open Space, or portions thereof, in the phase subject to the application; and
 - (3) a report to the Chairperson demonstrating:

- (i) that the PAA Plans have been presented by the applicant to the affected Community Board, City Council Member and Borough President, and that the Community Board, City Council Member and Borough President have had at least 60 days to review such plans; and
 - (ii) that any comments and recommendations of the affected Community Board, City Council Member and Borough President have been considered by the applicant, as set forth in a written response to such comments or recommendations. Where design modifications have been made in response to such recommendations, the report shall identify how the design has been modified.
- (c) The Chairperson of the City Planning Commission shall approve the PAA Plans within 45 days following filing, provided that the following provisions are met:
 - (1) the PAA Plans provide for the improvement of the Public Access Areas, or portions thereof, which, taking into account relevant considerations relating to platform construction and engineering, are:
 - (i) of sufficient size to provide a valuable public amenity and promote site access for the benefit of residents and workers in the *buildings* in the phase to which they relate, as well as for the general public; and
 - (ii) appropriately sited and located in suitable proximity to the *building* locations in the phase to which they relate.
 - (2) the PAA Plans are consistent with the general purposes and contain the core elements listed in Section 1 or Section 2 of this Exhibit, as applicable;
 - (3) all elements in the PAA Plans comply with the design criteria as set forth in Section 3 of this Exhibit, as applicable;
 - (4) the PAA Plans are consistent and appropriate in relation to any previously approved PAA Plans for other phases and in relation to conceptual plans for future phases, as applicable;
 - (5) all public amenities that are provided in the PAA Plans as required under this Exhibit shall be consistent with the nature and character of the Public Access Areas that they are located in; and
 - (6) a maintenance plan, including any necessary maintenance facilities for the Public Access Areas, or portions thereof, in the phase, has been established that will ensure compliance with the provisions of paragraph (b) of Section 3 of this Exhibit.

Approved PAA Plans shall be set forth in an instrument in a form acceptable to the City, including such provisions as are necessary to ensure compliance with the provisions of this Section. Such instrument shall be filed and duly recorded in the Borough Office of the City Register of the City of New York and indexed against the Subject Property. Such filing and recording of the instrument shall be a precondition for the Chairperson's certification to the Department of Buildings under this Section. The recording information shall be included on the certificate of occupancy for any *building*, or portion thereof, on the *zoning lot* issued after the recording date.

- (d) No temporary certificate of occupancy from the Department of Buildings may be issued for any portion of a *development* or *enlargement* within a phase until the Chairperson of the City Planning Commission certifies to the Department of Buildings that the Public Access Areas, or portions thereof associated with such phase, is substantially complete in accordance with the approved PAA Plans, and that such Public Access Areas, or portions thereof, are open to and useable by the public. No permanent certificate of occupancy from the Department of Buildings may be issued for any portion of such *development* or *enlargement* until the Chairperson certifies to the Department of Buildings that the Public Access Areas, or portions thereof, are fully complete, and that all requirements of this Section have been met in accordance with the PAA Plans for the Public Access Areas, or portions thereof associated with such phase. Notwithstanding the foregoing, in the event that a temporary Public Access Areas plan is approved pursuant to Section 4B of this Exhibit, no temporary certificate of occupancy from the Department of Buildings may be issued for any portion of a *development* or *enlargement* within the phase until the Chairperson certifies to the Department of Buildings that the Public Access Areas, or portions thereof associated with such phase, is substantially complete and in accordance with such temporary Public Access Areas plan, and the Public Access Areas, or portions thereof, are open and useable by the public. No permanent certificate of occupancy from the Department of Buildings may be issued for any portion of such *development* or *enlargement* until the Chairperson certifies to the Department of Buildings that the Public Access Areas, or portions thereof associated with the phase previously improved pursuant to the temporary Public Access Areas plan, has been fully completed in accordance with the PAA Plans therefor, and that the Public Access Areas, or portions thereof, are open to and useable by the public.
- (e) Where a phase of development results in Site A, Site B, and Site C having been *developed* in whole or in part, the Department of Buildings shall not issue a certificate of occupancy for the last *building* of such phase unless and until the Chairperson certifies to the Commissioner of Buildings that all Public Access Areas are substantially complete, and are open to and useable by the public.

Section 4A: Certification to modify general requirements of Public Access Areas

The Chairperson of the City Planning Commission may modify the general requirements of the Public Access Areas set forth in Sections 1 and 2 of this Exhibit, as applicable, provided that the Chairperson certifies to the Commissioner of Buildings that such a change is necessary to

accommodate unforeseen ventilation demands within the Western Rail Yard. In addition to the PAA Plans required pursuant to Section 1 of this Exhibit, a mechanical plan shall be provided demonstrating the need to modify such general requirements.

The Chairperson of the City Planning Commission may modify the general requirements for the Midblock Connection, provided that the Chairperson certifies to the Commissioner of Buildings that such changes enhance the public use of the Midblock Connection and connectivity between the Public Open Space and West 33rd Street or that such changes are the minimum necessary to accommodate the infrastructure or operational requirements of existing or proposed transit infrastructure (in which case such application shall include a plan that conveys the extent of the needs and required modifications).

Section 4B: Certification to temporarily modify Public Access Areas for construction staging

In the event that the applicant demonstrates to the satisfaction of the Chairperson of the City Planning Commission that any Public Access Areas or a portion thereof will be required for construction staging or similar activities in a future phase of *development* or *enlargement*, the application for the PAA Plans may be accompanied by a request for approval of a temporary Public Access Area plan for the Public Access Areas or such portion thereof, which may include fewer than all core elements required as part of a phase of *development* or *enlargement* of such Public Access Area pursuant to Section 1 or 2 of this Exhibit, as necessary to accommodate such future construction staging or similar activities. Such temporary Public Access Area plan shall be subject to review and approval in the same manner as the PAA Plans, pursuant to Section 4 of this Exhibit and, if approved pursuant thereto, shall be implemented and remain in effect only for the period necessary to accommodate the need for use of the Public Access Areas for construction staging or similar activities in a future phase of development. Following the expiration of such period, the PAA Plans, including all core elements for such Public Access Area, shall be implemented.

Section 5: Signage

The following Signage Map and signage design guidelines apply to specific signage in the Public Open Space, Midblock Connection and Corner Open Area, as applicable, and do not apply to any building identification signage or other signage.

Signage Design Guidelines

Signage within the Public Open Space, Midblock Connection and Corner Open Area, as applicable, shall consist of Wayfinding Signage, Privately Owned Public Space Signage, Digital Kiosks, and Rules of Conduct Signage. Such signage shall substantially comply with the design guidelines for each type of signage as set forth below.

Wayfinding Signage:

- A freestanding or integrated element for the purpose of guiding pedestrians, which is clearly visible to pedestrians and effective in indicating direction to a destination and/or orientation of current position.

- Integrated signage may include engraving in the paving material on the ground or vertical surfaces of a *building* base or public seating and other public amenity elements.
- Freestanding signage may include plaques, posts, or pole signs.
- The design of all Wayfinding Signage shall be consistent with the nature and character of the Public Open Space, Midblock Connection and Corner Open Area, as applicable.

Privately Owned Public Space Signage:

- All Privately Owned Public Space Signage shall comply with the requirements of Section 37-751 of the Zoning Resolution, except that:
- The regulations governing the frequency and location of Privately Owned Public Space Signage shall be superseded by the locations indicated in the Signage Map.
- Privately Owned Public Space Signage may be mounted on a Digital Kiosk (provided that the dimensional and graphic standards for such signage, as set forth in Section 37-751 of the Zoning Resolution, is complied with), which Digital Kiosk shall comply with the dimensional requirements applicable to such Digital Kiosk.

Digital Kiosk:

- A freestanding and interactive digital kiosk used to provide general information, including without limitation Public Access Area amenities, hours of operation, rules and regulations, event programming, and custom directions downloadable to mobile devices for wayfinding.
- The design of all Digital Kiosks shall be consistent with the nature and character of the Public Open Space, Midblock Connection and Corner Open Area, as applicable.
- No Digital Kiosk shall exceed a height of ten feet, or have a maximum width of greater than four feet and depth of greater than 16 inches.

Rules of Conduct Signage:

- To ensure a safe and comfortable environment for all users of the Public Open Space, Midblock Connection and Corner Open Area, as applicable, one or more prohibition or “Rules of Conduct” sign may be located within such spaces.
- Such signage shall not exceed one-foot square in dimension and shall contain no lettering greater than three-quarters of an inch in height.
- The content of such signage shall be consistent with the Rules and Regulations set forth in Exhibit F to this Declaration.

Signage Location

All Wayfinding Signage, Privately Owned Public Space Signage, and Digital Kiosks for the Public Open Space, Midblock Connection and Corner Open Area, as applicable, shall substantially comply with the locations as indicated in the Signage Map below. Additional or alternative signage locations may be approved by certification of the Chairperson of the City Planning Commission Chairperson pursuant to an application made pursuant to the provisions of Section 4 of this Exhibit.

Open Space Signage Map

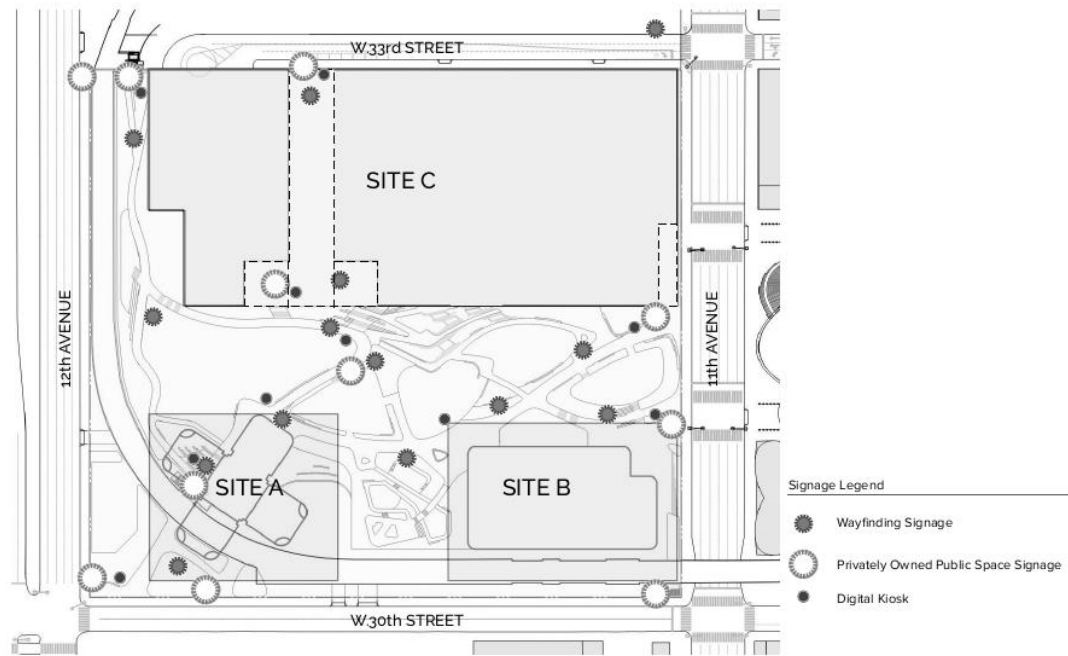


EXHIBIT K
ALTERNATIVE SCENARIO TRAFFIC MITIGATION MEASURES

[See Attached.]

Western Rail Yard Modifications

Table 22-6a

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Shift 4 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 96 s SB L: Green = 23 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 27 s NB/SB: Green = 46 s LPI: Green = 7 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 25 s NB/SB: Green = 48 s LPI: Green = 7 s
Eleventh Avenue and West 36th Street	NB/SB: Green = 46 s LPI: Green = 39 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 29th Street	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 1 second of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 34 s NB/SB: Green = 93 s SB: Green = 2 s	Shift 1 second of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 92 s SB: Green = 2 s
Tenth Avenue and West 35th Street	WB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the EB/WB phase	EB/WB: Green = 32 s NB: Green = 41 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 4 seconds of green time from the NB phase to the WB phase	WB: Green = 35 s NB: Green = 38 s LPI: Green = 7 s
Ninth Avenue and West 29th Street	WB: Green = 33s SB: Green = 40 s LPI: Green = 7 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A

Table 22-6a

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the EB phase	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Shift 1 seconds of green time from the SB phase to the WB phase	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Shift 1 seconds of green time from the SB phase to the WB phase	WB: Green = 29 s SB: Green = 44 s LPI: Green = 7 s
Lincoln Tunnel and West 33rd Street	Unsignalized	Unmitigated	N/A

Notes:

This table has been updated for the FEIS.

EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval

Table 22-6b

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday Midday Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 44 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 32 s NB/SB: Green = 45 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 3 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 69 s SB L: Green = 20 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 39th Street	WB: Green = 27 s NB/SB: Green = 43 s LPI: Green = 10 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 26 s NB/SB: Green = 44 s LPI: Green = 10 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 24 s NB/SB: Green = 46 s LPI: Green = 10 s
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 1 second of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Shift 1 second of green time from the NB/SB phase to the WB phase	WB: Green = 34 s NB/SB: Green = 64 s SB: Green = 2 s
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A

Western Rail Yard Modifications

Table 22-6b

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday Midday Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 35th Street	WB: Green: 30 s SB: Green = 50 s	Shift 1 second of green time from the SB phase to the WB phase	WB: Green: 31 s SB: Green = 49 s
Ninth Avenue and West 34th Street	EB/WB: Green = 28 s SB T/ SB R: Green = 24 s SB: Green = 13 s LPI: Green = 10 s	Unmitigated	N/A
Ninth Avenue and West 29th Street	WB: Green: 32 s SB: Green = 38 s LPI: Green = 10 s	Shift 1 second of green time from the SB phase to the WB phase	WB: Green: 33 s SB: Green = 37 s LPI: Green = 10 s
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green: 25 s LPI: Green = 7 s NB: Green = 38 s	Shift 1 second of green time from the EB phase to the NB phase	LPI: Green = 10 s EB: Green: 24 s LPI: Green = 7 s NB: Green = 39 s
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T/ NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 37 s NB: Green = 33 s LPI: Green = 10 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Shift 1 second of green time from the WB phase to the NB phase	WB: Green = 27 s NB: Green = 43 s LPI: Green = 10 s
Notes: <u>This table has been updated for the FEIS.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-6c

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Shift 1 second of green time from the NB/SB phase to the SB L	EB: Green = 14 s NB/SB: Green = 99 s SB L: Green = 20 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Shift 4 seconds of green time from the NB/SB phase to the EB/WB phase	EB/WB: Green = 31 s NB/SB: Green = 100 s LPI: Green = 7 s
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 27 s NB/SB: Green = 46 s LPI: Green = 7 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes; Shift 1 second of green time from the SB phase to the EB/WB phase	EB/WB: Green = 20 s SB: Green = 33 s LPI: Green = 27 s
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action

Table 22-6c

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 1 second of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Shift 2 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 92 s SB: Green = 2 s
Tenth Avenue and West 36th Street	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 2 seconds of green time from the EB phase to the NB phase	EB: Green = 29 s NB: Green = 41 s LPI: Green = 10 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 34th Street	EB/WB: Green = 31 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 7 s	Unmitigated	N/A
Ninth Avenue and West 29th Street	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 39 s LPI: Green = 7 s
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T / NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 30th Street	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the EB phase	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A
Lincoln Tunnel and West 33rd Street	Unsignalized	Unmitigated	N/A
Notes: This table has been updated for the FEIS. EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-6d

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 81 s SB / WB R: Green = 6 s SB L / WB R: Green = 7 s	Unmitigated	N/A
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB L: Green = 19 s	Shift 2 seconds of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 98 s SB L: Green = 21 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 27 s NB/SB: Green = 104 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 39th Street	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 35 s SB: Green = 38 s LPI: Green = 7 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Unmitigated	N/A
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Unmitigated	N/A
Tenth Avenue and West 35th Street	WB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 2 seconds of green time from the NB phase to the EB/WB phase	EB/WB: Green = 33 s NB: Green = 40 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 29th Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Dyer Avenue and West 30th Street	EB: Green = 45 s SB T / WB R: Green = 35 s	Shift 1 second of green time from the SB T/WB R phase to the EB phase	EB: Green = 46 s SB T / WB R: Green = 34 s

Table 22-6d

Alternative Scenario—Recommended Traffic Mitigation Measures
Weekday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Unmitigated	N/A
Ninth Avenue and West 33rd Street	WB: Green = 28 s SB: Green = 45 s LPI: Green = 7 s	Shift 1 second of green time from the SB phase to the WB phase	WB: Green = 29 s SB: Green = 44 s LPI: Green = 7 s
Ninth Avenue and West 29th Street	WB: Green = 33 s SB: Green = 40 s LPI: Green = 7 s	Unmitigated	N/A
Eighth Avenue and West 36th Street	LPI: Green = 7 s EB: Green = 26 s LPI: Green = 7 s NB: Green = 40 s	Unmitigated	N/A
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T/ NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 35 s NB T/ NB R: Green = 18 s NB: Green = 15 s LPI: Green = 7 s	Shift 3 second of green time from the WB phase to the NB phase	WB: Green = 32 s NB T/ NB R: Green = 18 s NB: Green = 18 s LPI: Green = 7 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Unmitigated	N/A
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 45 s LPI: Green = 7 s	Unmitigated	N/A
Lincoln Tunnel and West 33rd Street	Unsignalized	Unmitigated	N/A
Notes: This table has been updated for the FEIS. *The mitigation measures proposed would partially mitigate the impact. EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-6e

Alternative Scenario—Recommended Traffic Mitigation Measures
Saturday Midday/Afternoon Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 1 second of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 71 s SB L: Green = 18 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Shift 1 second of green time from the NB/SB phase to the EB/WB phase	EB/WB: Green = 24 s NB/SB: Green = 74 s LPI: Green = 10 s
Eleventh Avenue and West 39th Street	WB: Green = 27 s NB/SB: Green = 43 s LPI: Green = 10 s	Shift 1 second of green time from the WB phase to the NB/SB phase	WB: Green = 26 s NB/SB: Green = 44 s LPI: Green = 10 s
Eleventh Avenue and West 38th Street	NB/SB: Green = 47 s LPI: Green = 38 s	Unmitigated	N/A
Eleventh Avenue and West 37th Street	EB/WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s	Shift 1 second of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 24 s NB/SB: Green = 46 s LPI: Green = 10 s
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A

Table 22-6e

Alternative Scenario—Recommended Traffic Mitigation Measures
Saturday Midday/Afternoon Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Shift 1 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Shift 1 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 34 s NB/SB: Green = 64 s SB: Green = 2 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the WB phase to the NB phase	WB: Green = 30 s NB: Green = 43 s LPI: Green = 7 s
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Ninth Avenue and West 34th Street	EB/WB: Green = 28 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 10 s	Shift 1 second of green time from the SB phase to the EB/WB phase	EB/WB: Green = 29 s SB T / SB R: Green = 24 s SB: Green = 12 s LPI: Green = 10 s
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 7 s NB: Green = 38 s	Unmitigated	N/A
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Notes: <u>This table has been updated for the FEIS.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

Table 22-6f

Alternative Scenario—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Twelfth Avenue and West 42nd Street	EB/WB: Green = 33 s NB/SB: Green = 44 s SB / WB R: Green = 7 s SB L / WB R: Green = 13 s	Unmitigated	N/A
Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB L: Green = 17 s	Shift 1 second of green time from the NB/SB phase to the SB L phase	EB: Green = 14 s NB/SB: Green = 71 s SB L: Green = 18 s
Twelfth Avenue and West 29th Street	EB/WB: Green = 23 s NB/SB: Green = 75 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 39th Street	WB: Green = 27 s NB/SB: Green = 43 s LPI: Green = 10 s	Shift 2 seconds of green time from the WB phase to the NB/SB phase	WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s
Eleventh Avenue and West 37th Street	EB/WB: Green = 25 s NB/SB: Green = 45 s LPI: Green = 10 s	Shift 2 seconds of green time from the EB/WB phase to the NB/SB phase	EB/WB: Green = 23 s NB/SB: Green = 47 s LPI: Green = 10 s

Table 22-6f

Alternative Scenario—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eleventh Avenue and West 34th Street	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	Unmitigated	N/A
Eleventh Avenue and West 33rd Street	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated* Implement changing the street direction of West 32nd Street/Hudson Boulevard West resulting in the diversion of traffic volumes	Same as No Action
Eleventh Avenue and West 32nd Street Extension	LPI: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
Eleventh Avenue and West 31st Street Extension	SB: Green = 36 s LPI: Green = 10 s LPI: Green = 34 s	Unmitigated	N/A
Eleventh Avenue and West 30th Street	EB: Green = 34 s SB: Green = 36 s LPI: Green = 10 s	Unmitigated	N/A
Eleventh Avenue and West 24th Street	NB L / SB L / EB R: Green = 24 s SB: Green = 27 s LPI: Green = 29 s	Unmitigated	N/A
Twelfth Avenue and Eleventh Avenue	WB: Green = 33 s NB/SB: Green = 65 s SB: Green = 2 s	Unmitigated	N/A
Tenth Avenue and West 35th Street	WB: Green = 29 s NB: Green = 41 s LPI: Green = 10 s	Shift 2 seconds of green time from the NB phase to the WB phase	WB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s
Tenth Avenue and West 34th Street	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 2 seconds of green time from the NB phase to the EB/WB phase	EB/WB: Green = 33 s NB: Green = 40 s LPI: Green = 7 s
Tenth Avenue and West 33rd Street	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
Tenth Avenue and West 30th Street	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
Tenth Avenue and West 23rd Street	EB/WB: Green = 25 s EB: Green = 6 s NB: Green = 37 s LPI: Green = 7 s	Unmitigated	N/A
Dyer Avenue and West 30th Street	EB: Green = 45 s SB T / WB R: Green = 35 s	Shift 3 seconds of green time from the SB T/WB R phase to the EB phase	EB: Green = 48 s SB T / WB R: Green = 32 s
Ninth Avenue and West 35th Street	WB: Green = 30 s SB: Green = 50 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 32 s SB: Green = 48 s
Ninth Avenue and West 34th Street	EB/WB: Green = 28 s SB T / SB R: Green = 24 s SB: Green = 13 s LPI: Green = 10 s	Shift 1 second of green time from the SB phase to the EB/WB phase	EB/WB: Green = 29 s SB T / SB R: Green = 24 s SB: Green = 12 s LPI: Green = 10 s
Ninth Avenue and West 30th Street	LPI: Green = 10 s EB: Green = 24 s LPI: Green = 10 s SB: Green = 36 s	Shift 1 second of green time from the SB phase to the EB phase	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 10 s SB: Green = 35 s
Ninth Avenue and West 29th Street	WB: Green = 32 s SB: Green = 38 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 37th Street	WB: Green = 26 s NB T: Green = 22 s NB: Green = 17 s LPI: Green = 10 s	Shift 1 second of green time from the NB T phase to the WB phase	WB: Green = 27 s NB T: Green = 21 s NB: Green = 17 s LPI: Green = 10 s
Eighth Avenue and West 36th Street	LPI: Green = 10 s EB: Green = 25 s LPI: Green = 7 s NB: Green = 38 s	Unmitigated	N/A

Table 22-6f

**Alternative Scenario—Recommended Traffic Mitigation Measures
Saturday Evening Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Eighth Avenue and West 34th Street	EB/WB: Green = 31 s NB T / NB R: Green = 22 s NB: Green = 12 s LPI: Green = 10 s	Unmitigated	N/A
Eighth Avenue and West 33rd Street	WB: Green = 34 s NB T / NB R: Green = 17 s NB: Green = 14 s LPI: Green = 10 s	Shift 3 seconds of green time from the WB phase to the NB phase	WB: Green = 31 s NB T / NB R: Green = 17 s NB: Green = 17 s LPI: Green = 10 s
Eighth Avenue and West 29th Street	WB: Green = 36 s NB: Green = 34 s LPI: Green = 10 s	Unmitigated	N/A
Seventh Avenue and West 29th Street	WB: Green = 32 s SB: Green = 41 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the WB phase	WB: Green = 34 s SB: Green = 39 s LPI: Green = 7 s
Sixth Avenue and West 29th Street	WB: Green = 28 s NB: Green = 42 s LPI: Green = 10 s	Unmitigated	N/A
Notes: <u>This table has been updated for the FEIS.</u> <u>*The mitigation measures proposed would partially mitigate the impact.</u> EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval			

As shown in **Table 22-7**, the following impacts identified for the Alternative Scenario would be uncould not be fully mitigated:

- ~~42-13~~ intersections in the weekday AM peak hour;
- ~~Four~~ Seven intersections in the weekday midday peak hour;
- ~~24-13~~ intersections in the weekday PM peak hour;
- ~~Four~~ 24 intersections in the weekday evening peak hour;
- Five intersections in the Saturday midday/afternoon peak hour; and
- ~~Seven-17~~ intersections in the Saturday evening peak hour.

Detailed comparisons of the levels-of-service (LOS), volume-to-capacity (v/c) ratios, and lane group delays for the impacted intersections under the 2031 No Action, With Action, and Mitigation conditions for each analysis peak hour are presented in **Appendix G**.

EFFECTS OF TRAFFIC MITIGATION ON PEDESTRIAN OPERATIONS

Intersection operations would improve overall with the implementation of the recommended traffic mitigation measures, such as signal timing shifts. The effects of the mitigation measure to reverse the direction of West 32nd Street/Hudson Boulevard West, such as traffic volume diversions, were accounted for in the pedestrian mitigation analysis, and additional mitigation measures were recommended where appropriate for elements where the traffic diversions affected the pedestrian impact analysis conclusions.

EXHIBIT L

ALTERNATIVE SCENARIO PEDESTRIAN MITIGATION MEASURES

[See Attached.]

Western Rail Yard Modifications

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Weekday AM Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	East sidewalk along Eleventh Avenue between West 33rd Street and West 32nd Street	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Eleventh Avenue and West 32nd Street	West sidewalk along Eleventh Avenue between With Action Site Entrance and West 32nd Street	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Eleventh Avenue and West 31st Street	West sidewalk along Eleventh Avenue between West 31st Street and Site B	None	Unmitigated
Tenth Avenue and West 31st Street	East sidewalk along Tenth Avenue between West 31st Street and Dyer Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Northwest Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Eleventh Avenue and West 32nd Street	Northeast Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Tenth Avenue and West 31st Street	Southeast Corner	Shift 4 seconds from FDW to Walk for North, and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
Dyer Avenue and West 31st Street	Northeast Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation); Shift 3 seconds from FDW to Walk for East and West Crosswalks	Unmitigated*
	Southeast Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation); Shift 3 seconds from FDW to Walk for East and West Crosswalks	Unmitigated*

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Crosswalk			
Eleventh Avenue and West 33rd Street	East Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Eleventh Avenue and West 31st Street	South Crosswalk	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Increase crosswalk width by 1 foot	Fully Mitigated
Eleventh Avenue and West 30th Street	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Unmitigated*
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 31st Street	East Crosswalk	None	Unmitigated
	South Crosswalk	Shift 4 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 2 seconds from FDW to Walk for North and South Crosswalks	Unmitigated*
	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 2 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Ninth Avenue and West 31st Street	North Crosswalk	Shift 6 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
	South Crosswalk	Shift 6 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated

Western Rail Yard Modifications

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
<i>Weekday Midday Peak Hour</i>			
Sidewalk			
Eleventh Avenue and West 33rd Street	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street.	Fully Mitigated
Eleventh Avenue and West 32nd Street	West sidewalk along Eleventh Avenue between Site C1 and West 32nd Street	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
Eleventh Avenue and West 30th Street	West sidewalk along Eleventh Avenue between West 30th Street and West 29th Street	None	Unmitigated
Eleventh Avenue and West 29th Street	West sidewalk along Eleventh Avenue between West 29th Street and West 28th Street	None	Unmitigated
Tenth Avenue and West 29th Street	West sidewalk along Tenth Avenue between West 29th Street and West 28th Street	None	Unmitigated
Tenth Avenue and West 28th Street	West sidewalk along Tenth Avenue between West 28th Street and West 27th Street	None	Unmitigated
Corner			
Tenth Avenue and West 35th Street	Northwest Corner	None	Unmitigated
Ninth Avenue and West 35th Street	Northwest Corner	Shift 1 second of green time from the SB phase to the WB phase (Traffic Mitigation)	Unmitigated*
Crosswalk			
Eleventh Avenue and West 34th Street	East Crosswalk	Widen crosswalk by 0.5-feet to 16 feet; shift 1 second from FDW to Walk for west and east crosswalks	Fully Mitigated
Eleventh Avenue and West 33rd Street	East Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Eleventh Avenue and West 30th Street	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Unmitigated*
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
	West Crosswalk	None	Unmitigated
Eleventh Avenue and West 29th Street	West Crosswalk	None	Unmitigated

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Eleventh Avenue and West 24th Street	East Crosswalk	None	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Tenth Avenue and West 29th Street	West Crosswalk	None	Unmitigated
Tenth Avenue and West 28th Street	West Crosswalk	None	Unmitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 1 second from FDW to Walk for North and South Crosswalks	Fully Mitigated
	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 1 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Ninth Avenue and West 34th Street	South Crosswalk	Shift 1 second from FDW to Walk for North and South Crosswalks	Fully Mitigated
Ninth Avenue and West 31st Street	South Crosswalk	Shift 2 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
Weekday PM Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	East sidewalk along Eleventh Avenue between West 33rd Street and West 32nd Street	Implement pedestrian wayfinding signage to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
Tenth Avenue and West 31st Street	North sidewalk along West 31st Street between Tenth Avenue and Dyer Avenue	None	Unmitigated
Dyer Avenue and West 31st Street	South sidewalk along West 31st Street between Dyer Avenue and Ninth Avenue	None	Unmitigated

Western Rail Yard Modifications

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Ninth Avenue and West 31st Street	South sidewalk along West 31st Street between Ninth Avenue and Eighth Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Northwest Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Shift 1 second of green time from the SB phase to the EB/WB phase (Traffic Mitigation)	Fully Mitigated
Tenth Avenue and West 31st Street	Southeast Corner	Shift 4 seconds from FDW to Walk for North and South Crosswalks	Unmitigated*
Dyer Avenue and West 31st Street	Northwest Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
	Southwest Corner	Shift 2 seconds from FDW to Walk for North and South Crosswalks (Crosswalk Mitigation)	Unmitigated*
Crosswalk			
Eleventh Avenue and West 33rd Street	East Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Shift 1 second of green time from the SB phase to the EB/WB phase (Traffic Mitigation)	Fully Mitigated
Eleventh Avenue and West 30th Street	North Crosswalk	Widen crosswalk by 3.5-feet to 13 feet	Fully Mitigated
	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 2 seconds from FDW to Walk for North and South crosswalks	Fully Mitigated
	South Crosswalk	Widen crosswalk by 2 feet to 10 feet; Shift 2 seconds from FDW to Walk for North and South crosswalks	Fully Mitigated
Ninth Avenue and West 31st Street	North Crosswalk	Shift 5 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated
	South Crosswalk	Shift 5 seconds from FDW to Walk for North and South Crosswalks	Fully Mitigated

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
<i>Weekday Evening Peak Hour</i>			
Sidewalk			
Eleventh Avenue and West 33rd Street	South sidewalk along West 33rd Street between Site C2 and Site C1	Implement pedestrian wayfinding signage to divert Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street	Unmitigated*
	North sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Fully Mitigated
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
	South sidewalk along West 33rd Street between Site Entrance and Eleventh Avenue	Implement pedestrian wayfinding signage to divert Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street	Unmitigated*
Tenth Avenue and West 33rd Street	South sidewalk along West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
	South sidewalk along West 33rd Street between Hudson Boulevard East and Tenth Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Northwest Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street;	Fully Mitigated
	Southeast Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Fully Mitigated

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Crosswalk			
Eleventh Avenue and West 33rd Street	South Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on southeast corner on Eleventh Avenue (corner mitigation)	Unmitigated*
	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated*
Eleventh Avenue and West 30th Street	East Crosswalk	Shift 1 second from FDW to Walk for east and west crosswalks; Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Dyer Avenue and West 31st Street	North Crosswalk	Shift 1 second from FDW to Walk for North and South crosswalks	Fully Mitigated
	South Crosswalk	Widen crosswalk by 2-feet to 10 feet; Shift 1 seconds from FDW to Walk for North and South crosswalks	Fully Mitigated
Ninth Avenue and West 33rd Street	South Crosswalk	Shift 1 second of green time from the SB phase to WB phase (Traffic Mitigation)	Unmitigated*
Saturday Midday/Afternoon Peak Hour			
Sidewalk			
Tenth Avenue and West 28th Street	West sidewalk along Tenth Avenue between West 28th Street and West 27th Street	None	Unmitigated
Crosswalk			
Eleventh Avenue and West 30th Street	East Crosswalk	Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated
Eleventh Avenue and West 24th Street	East Crosswalk	None	Unmitigated

Table 22-175

Alternative Scenario—Recommended Pedestrian Mitigation Measures

Intersection	Element	Recommended Mitigation Measures	Mitigation Effectiveness
Saturday Evening Peak Hour			
Sidewalk			
Eleventh Avenue and West 33rd Street	South sidewalk along West 33rd Street between Site C2 and Site C1	Implement pedestrian wayfinding signage to divert Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street	Unmitigated*
	South sidewalk along West 33rd Street between Eleventh Avenue and Hudson Boulevard East	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street;	Unmitigated*
	South sidewalk along West 33rd Street between Site Entrance and Eleventh Avenue	Implement pedestrian wayfinding signage to divert Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street	Unmitigated*
Tenth Avenue and West 33rd Street	South sidewalk along West 33rd Street between Tenth Avenue and Ninth Avenue	None	Unmitigated
Corner			
Eleventh Avenue and West 33rd Street	Southeast Corner	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on Eleventh Avenue	Fully Mitigated
Crosswalk			
Eleventh Avenue and West 33rd Street	South Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street; Add 10-foot bulbout on southeast corner on Eleventh Avenue (corner mitigation)	Unmitigated*
Eleventh Avenue and West 30th Street	East Crosswalk	Shift 1 second from FDW to Walk for east and west crosswalks; Implement reversal of direction of West 32nd Street between Eleventh Avenue and West 33rd Street (traffic mitigation)	Unmitigated*
Hudson Boulevard East and West 33rd Street	West Crosswalk	Implement pedestrian wayfinding signage to divert Site C1 office and Site C2 food and beverage / event space subway trips to cross at Eleventh Avenue and West 32nd Street, and to divert Site A and B subway trips to cross at Eleventh Avenue and West 31st Street	Unmitigated
Tenth Avenue and West 33rd Street	South Crosswalk	None	Unmitigated
Note: This table has been updated for the FEIS.			
*The mitigation measures proposed would partially mitigate the impact.			

EFFECTS OF PEDESTRIAN MITIGATION ON TRAFFIC OPERATIONS

Since most of the recommended pedestrian mitigation measures involve crosswalk widenings and shifts of signal timing from 'flashing don't-walk' (FDW) to 'walk' phases,

EXHIBIT M
PROPOSED PROJECT TRANSIT MITIGATION MEASURES

[See Attached.]

As the direction of specific escalators may be changed by NYCT between the FEIS and the build year, the exact escalators to be reversed may change from those listed above and in Table 22-9, but should still result in, thereby resulting in one escalator serving the off-peak direction and three escalators serving the peak direction in each escalator bank (instead of two in the off-peak direction and two in the peak direction under existing conditions). As shown in Table 22-9b, the escalator impacts could be fully mitigated under the Proposed Project with implementation of these operational changes. Implementation of operational changes to escalators is not always feasible based on escalator conditions and is subject to the approval by NYCT's Department of Subways' Elevators and Escalators and Stations Divisions escalator maintenance group. Implementation of the proposed mitigation measures is subject to review and approval by NYCT. If prior to implementation, NYCT determines that an identified mitigation measure is infeasible, and no alternative and equivalent mitigation measure is identified, then the impacts would remain unmitigated.

Table 22-9b
34th Street – Hudson Yards
Escalator Analysis - With Action Mitigation Condition
Proposed Project

Escalator	Tread Width (in.)	No Action V/C Ratio	With Action V/C Ratio	Mitigation V/C Ratio	Potential Mitigation Measures
Weekday AM Peak Hour					
ES621/ES622	40	0.365	0.30	0.6159	Convert ES622 to up direction in the AM peak hour
ES623/ES624	40	1.165	1.2049	0.8079	Convert ES622 to up direction in the AM peak hour
ES6286/ES6297	40	1.176	1.210	0.810	Convert ES6278 to up direction in the AM peak hour
ES6268/ES6279	40	0.343	0.28	0.575	Convert ES6278 to up direction in the AM peak hour
Weekday PM Peak Hour					
ES621/ES622	40	1.13	1.21	0.81	Convert ES623 to down direction in the PM peak hour
ES623/ES624	40	0.38	0.436	0.8592	Convert ES623 to down direction in the PM peak hour
ES6286/ES6297	40	0.376	0.415	0.829	Convert ES6287 to down direction in the PM peak hour
ES6268/ES6279	40	1.03	1.11	0.74	Convert ES6287 to down direction in the PM peak hour

Alternative Scenario

As shown in ~~Table 22-10a~~, ~~t~~The stairway impacts could also be fully mitigated under the Alternative Scenario in the weekday AM and PM peak hours, using the same wayfinding or stairway widening mitigations described above for the Proposed Project. As shown in Table 22-10b, the escalator impacts could likewise be fully mitigated under the Alternative Scenario in the weekday AM and PM peak hours, using the same operational adjustments described above for the Proposed Project. In the weekday PM peak hour, the impacts to the ES621/ES622 and ES628/ES629 could not be fully mitigated by these measures.

Table 22-10a
34th Street – Hudson Yards
Stairway Analysis – With Action Mitigation Condition
Alternative Scenario

Subway Stair	With Action Width (ft)	Mitigation Width (ft)	No Action V/C Ratio	With Action V/C Ratio	Mitigation V/C Ratio	Potential Mitigation Measures
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EXHIBIT N

ALTERNATIVE SCENARIO TRANSIT MITIGATION MEASURES

[See Attached.]

Western Rail Yard Modifications

Weekday AM Peak Hour						
P5/P6	17.25	20.00	1.16	1.20	1.02	Reconstruct as a 20' wide stair
Weekday PM Peak Hour						
P3/P4	17.00	20.00	1.03	1.19	1.00	Reconstruct as a 20' wide stair
P5/P6	17.25	20.00	1.28	1.46	1.25	Reconstruct as a 20' wide stair

Table 22-10b
34th Street – Hudson Yards
Escalator Analysis - With Action Mitigation Condition
Alternative Scenario

Escalator	Tread Width (in.)	No Action V/C Ratio	With Action V/C Ratio	Mitigation V/C Ratio	Potential Mitigation Measures
Weekday AM Peak Hour					
ES621/ES622	40	0.365	0.343	0.687	Convert ES622 to up direction in the AM peak hour
ES623/ES624	40	1.165	1.410	0.943	Convert ES622 to up direction in the AM peak hour
ES6286/ES6297	40	1.176	1.41	0.94	Convert ES6278 to up direction in the AM peak hour
ES6268/ES6279	40	0.343	0.324	0.643	Convert ES6278 to up direction in the AM peak hour
Weekday PM Peak Hour					
ES621/ES622	40	1.13	1.337	1.370.89	Convert ES623 to down direction in the PM peak hour Unmitigated
ES623/ES624	40	0.38	0.3852	0.7752	Convert ES623 to down direction in the PM peak hour N/A
ES6286/ES6297	40	0.36	0.3750	0.7450	Convert ES628 to down direction in the PM peak hour N/A
ES6268/ES6279	40	1.03	1.226	0.824.26	Convert ES628 to down direction in the PM peak hour Unmitigated

As described in Chapter 14, "Transportation," although subway ridership at the 34th Street-Hudson Yards station has not recovered to 2019 levels, passenger volumes used for the subway station analysis were nonetheless conservatively based on 2019 levels to establish the baseline by adjusting the collected 2023 data up by 12 percent (peak direction) and 30 percent (off-peak direction), by comparing collected 2023 data to 2019 turnstile data at the R550 fare control area. If these projected increases in station ridership were to materialize and if some or all of the above mitigation measures were deemed infeasible, then the corresponding station element impacts would remain unmitigated.

BUS LINE-HAUL LEVELS

In the With Action condition, the Proposed Project and the Alternative Scenario would both result in significant adverse impacts on the ~~westbound M23 SBS and westbound M34 SBS routes~~ in the weekday AM peak period and the eastbound M34 SBS route in the weekday PM peak period. To mitigate these significant adverse impacts, ~~the M23 SBS route would require one additional bus (increasing from seven to eight total buses) in the westbound direction during the weekday AM peak period, and the M34 SBS route would require one additional bus (increasing from seven to eight total buses) in the westbound direction during the weekday AM peak period; and one additional bus (increasing from six to seven total buses) in the eastbound direction during the weekday PM peak period.~~ The numbers of buses required to fully mitigate the identified significant adverse bus line-haul impacts are summarized in **Tables 22-11a and 22-11b** for the Proposed Project and the Alternative Scenario, respectively. As a standard practice, NYCT routinely conducts periodic ridership counts and adjusts bus frequency to meet its

EXHIBIT O

PROPOSED PROJECT CONSTRUCTION TRAFFIC MITIGATION MEASURES

[See Attached.]

Table 22-19a

Proposed Project Peak Construction Condition—
Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

<u>Intersection</u>	<u>No Action Signal Timing</u>	<u>Recommended Mitigation Measures</u>	<u>Recommended Signal Timing</u>
<u>Eleventh Avenue and West 42nd Street</u>	EB/WB: Green = 28 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 7 s	Shift 2 seconds of green time from the SB phase to the EB/WB phase	EB/WB: Green = 30 s WB: Green = 9 s SB: Green = 29 s LPI: Green = 7 s
<u>Tenth Avenue and West 29th Street</u>	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 32 s NB: Green = 41 s LPI: Green = 7 s
<u>Lincoln Tunnel and West 33rd Street</u>	Unsignalized	Unmitigated	N/A
Notes: EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval This table is new for the FEIS.			

Table 22-19b

Proposed Project Peak Construction Condition—
Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

<u>Intersection</u>	<u>No Action Signal Timing</u>	<u>Recommended Mitigation Measures</u>	<u>Recommended Signal Timing</u>
<u>Eleventh Avenue and West 29th Street</u>	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Shift 1 second of green time from the SB phase to the WB L / WB T phase	WB T: Green = 22 s WB L / WB T: Green = 21 s SB: Green = 32 s
<u>Eleventh Avenue and West 24th Street</u>	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s	Shift 2 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 21 s SB: Green = 30 s LPI: Green = 29 s
<u>Twelfth Avenue and Eleventh Avenue</u>	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Shift 3 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 36 s NB/SB: Green = 91 s SB: Green = 2 s
<u>Tenth Avenue and West 34th Street</u>	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Unmitigated	N/A
<u>Tenth Avenue and West 30th Street</u>	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	Unmitigated	N/A
<u>Eighth Avenue and West 30th Street</u>	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the EB phase	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s
Notes: EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval This table is new for the FEIS.			

As shown in **Table 22-20**, impacts at one of the three impacted intersections during the weekday AM construction peak hour and two of the six impacted intersections during the weekday PM construction peak hour would be unmitigated. For these unmitigated impacts, additional mitigation strategies such as the deployment of TEAs and the placements of VMSs could be considered to potentially improve traffic operations during construction. Detailed comparisons of the LOS, v/c ratios, and lane group delays for the impacted intersections under the Proposed Project construction No Action, With Action, and Mitigation conditions for both peak hours are presented in **Appendix G**.

EXHIBIT P

ALTERNATIVE SCENARIO CONSTRUCTION TRAFFIC MITIGATION MEASURES

[See Attached.]

Table 22-22a

Alternative Scenario Peak Construction Condition—
Recommended Traffic Mitigation Measures
Weekday AM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
<u>Eleventh Avenue and West 42nd Street</u>	EB/WB: Green = 28 s WB: Green = 9 s SB: Green = 31 s LPI: Green = 7 s	Shift 3 seconds of green time from the SB phase to the EB/WB phase	EB/WB: Green = 31 s WB: Green = 9 s SB: Green = 28 s LPI: Green = 7 s
<u>Eleventh Avenue and West 39th Street</u>	WB: Green = 28 s NB/SB: Green = 45 s LPI: Green = 7 s	Shift 2 seconds of green time from the WB phase to the NB/SB phase	WB: Green = 26 s NB/SB: Green = 47 s LPI: Green = 7 s
<u>Eleventh Avenue and West 33rd Street</u>	EB/WB: Green = 19 s SB: Green = 34 s LPI: Green = 27 s	Unmitigated	N/A
<u>Twelfth Avenue and Eleventh Avenue</u>	WB: Green = 34 s NB/SB: Green = 93 s SB: Green = 2 s	Shift 1 second of green time from the NB/SB phase to the WB phase	WB: Green = 35 s NB/SB: Green = 92 s SB: Green = 2 s
<u>Tenth Avenue and West 35th Street</u>	WB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the WB phase	WB: Green = 32 s NB: Green = 38 s LPI: Green = 10 s
<u>Tenth Avenue and West 29th Street</u>	WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	Shift 2 seconds of green time from the NB phase to the WB phase	WB: Green = 33 s NB: Green = 40 s LPI: Green = 7 s
<u>Lincoln Tunnel and West 33rd Street</u>	Unsignalized	Unmitigated	N/A
Notes: EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval This table is new for the FEIS.			

As shown in **Table 22-23**, impacts at two of the seven impacted intersections during the weekday AM construction peak hour and four of the 10 impacted intersections during the weekday PM construction peak hour would be unmitigated. For these unmitigated impacts, additional mitigation strategies such as the deployment of TEAs and the placements of VMSs could be considered to potentially improve traffic operations during construction. Detailed comparisons of the LOS, v/c ratios, and lane group delays for the impacted intersections under the Alternative Scenario construction No Action, With Action, and Mitigation conditions for both peak hours are presented in **Appendix G**.

Table 22-22b
Alternative Scenario Peak Construction Condition—
Recommended Traffic Mitigation Measures
Weekday PM Peak Hour

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
<u>Eleventh Avenue and West 34th Street</u>	EB L/WB L: Green = 9 s EB/WB: Green = 26 s SB: Green = 40 s	<u>Unmitigated</u>	<u>N/A</u>
<u>Eleventh Avenue and West 29th Street</u>	WB T: Green = 22 s WB L / WB T: Green = 20 s SB: Green = 33 s	Shift 1 second of green time from the SB phase to the WB L / WB T phase	WB T: Green = 22 s WB L / WB T: Green = 21 s SB: Green = 32 s
<u>Eleventh Avenue and West 24th Street</u>	NB L / SB L / EB R: Green = 23 s SB: Green = 28 s LPI: Green = 29 s	Shift 3 seconds of green time from the NB L / SB L / EB R phase to the SB phase	NB L / SB L / EB R: Green = 20 s SB: Green = 31 s LPI: Green = 29 s
<u>Twelfth Avenue and Eleventh Avenue</u>	WB: Green = 33 s NB/SB: Green = 94 s SB: Green = 2 s	Shift 4 seconds of green time from the NB/SB phase to the WB phase	WB: Green = 37 s NB/SB: Green = 90 s SB: Green = 2 s
<u>Tenth Avenue and West 42nd Street</u>	EB/WB LPI: Green = 7 s EB/WB: Green = 28 s NB LPI: Green = 11 s NB T / NB R: Green = 11 s NB: Green = 18 s	<u>Unmitigated</u>	<u>N/A</u>
<u>Tenth Avenue and West 34th Street</u>	EB/WB: Green = 31 s NB: Green = 42 s LPI: Green = 7 s	<u>Unmitigated</u>	<u>N/A</u>
<u>Tenth Avenue and West 30th Street</u>	LPI: Green = 7 s EB: Green = 29 s LPI: Green = 7 s NB: Green = 37 s	<u>Unmitigated</u>	<u>N/A</u>
<u>Dyer Avenue and West 30th Street</u>	EB: Green = 49 s SB/WB R: Green = 31 s	Shift 1 second of green time from the SB/WB R phase to the EB phase	EB: Green = 50 s SB/WB R: Green = 30 s
<u>Ninth Avenue and West 30th Street</u>	EB/WB LPI: Green = 7 s EB: Green = 25 s SB LPI: Green = 8 s SB: Green = 40 s	Shift 1 second of green time from the SB phase to the EB phase	EB/WB LPI: Green = 7 s EB: Green = 26 s SB LPI: Green = 8 s SB: Green = 39 s
<u>Eighth Avenue and West 30th Street</u>	EB: Green = 30 s NB: Green = 40 s LPI: Green = 10 s	Shift 1 second of green time from the NB phase to the EB phase	EB: Green = 31 s NB: Green = 39 s LPI: Green = 10 s
Notes: EB = Eastbound; WB = Westbound; NB = Northbound; SB = Southbound; L = Left; T = Through; R = Right; LPI = Lead Pedestrian Interval This table is new for the FEIS.			

Table 22-23
Alternative Scenario Peak Construction Condition—
Intersections with Unmitigated Impacts

Intersection		Analysis Peak Hour	
		Weekday	
North-South Roadway	East-West Roadway	AM	PM
<u>Eleventh Avenue</u>	<u>West 34th Street</u>		X
<u>Eleventh Avenue</u>	<u>West 33rd Street</u>	X	
<u>Tenth Avenue</u>	<u>West 42nd Street</u>		X
<u>Tenth Avenue</u>	<u>West 34th Street</u>		X
<u>Tenth Avenue</u>	<u>West 30th Street</u>		X
<u>Lincoln Tunnel</u>	<u>West 33rd Street</u>	X	
Notes: This table is new for the FEIS.			

F. CONSTRUCTION NOISE

Chapter 20, “Construction,” identifies the potential for construction activities generated by the Proposed Actions to result in significant adverse construction noise impacts at