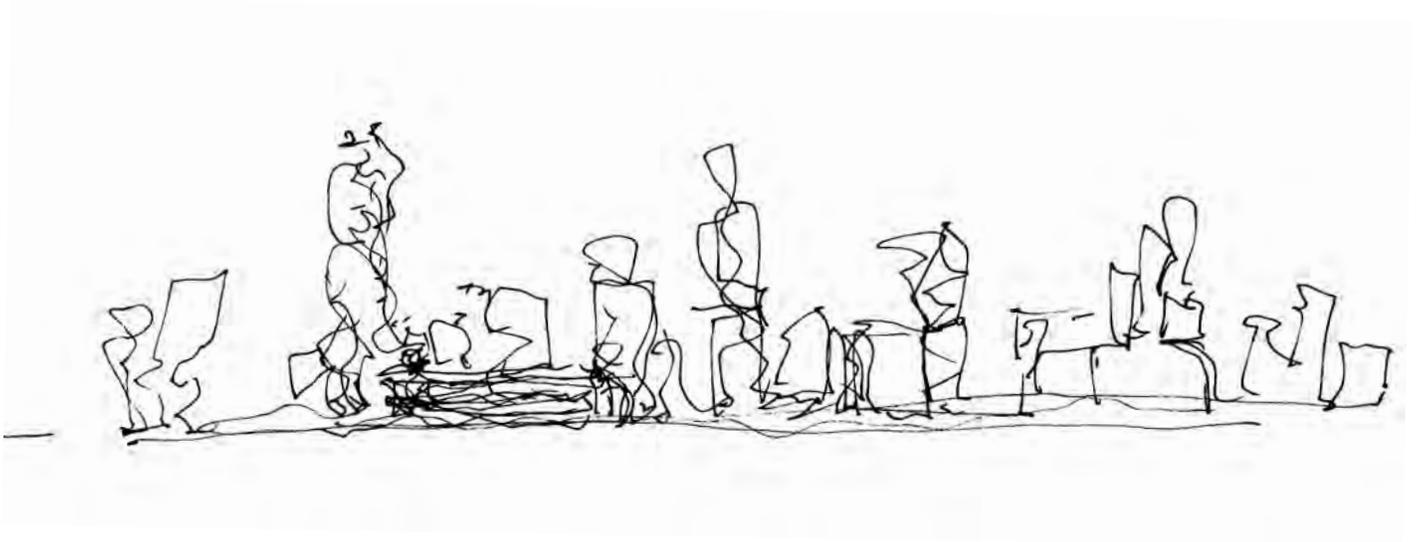


Brooklyn Arena & Atlantic Yards

Design Guidelines

NOVEMBER, 2006



Atlantic Yards Design Guidelines

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ATLANTIC YARDS DESIGN GUIDELINES

General Goals and Objectives

The following Consolidated Design Guidelines for the Atlantic Yards Project have been developed to provide an overall framework for creating a cohesive development with a distinct architectural language that modulates scale and materials while providing a variety of programmatic uses and open spaces. These Guidelines seek to enable a development that will be flexible enough to adapt to the changing urban environment by designating appropriate uses and creating viable open spaces within a framework of distinctive architecture.

The following urban design goals and principles inform the Guidelines.

Building Organization

1. Concentrate density near the Atlantic/Flatbush transit hub.
2. Create an undulating skyline with buildings of varying heights along Atlantic Avenue.
3. Reduce building scale as the project meets Dean Street.
4. Create a visual relationship between Building 1, the Site 5 Building and the Williamsburg Savings Bank Building.

Building Articulation

1. Create Development Envelopes that establish both a street wall presence and a unique identity for individual buildings.
2. Modulate building scale by requiring setbacks and horizontal and vertical architectural breaks.
3. Ensure a high level of building facade articulation by requiring variation in materials and window detailing.
4. Give specific buildings within the master plan prominence through requirements for distinctive design.

Open Space

1. Create a cohesive continuous and inviting open space with a range of uses and activities.
2. Provide open space links from north to south between the new development and the surrounding neighborhoods by continuing the existing street system as pedestrian corridors into the open space.
3. Create an open space sheltered from Atlantic Avenue traffic while promoting public access and use.

Streetscape

1. Create an active, public streetscape by designating local retail uses and requiring significant ground floor glazing throughout the project, with a focus on the Atlantic Avenue corridor.
2. Enliven the Atlantic Avenue and Flatbush Avenue intersection with public amenities and comprehensive graphic and signage program.

The Guidelines cover and are organized around four aspects of the Atlantic Yards Project: Requirements for the Residential Blocks east of Sixth Avenue (Blocks 1120, 1121, p/o 1128,

1129, Sections II and III); the Arena Blocks (Blocks 1118, 1119, 1127, Sections IV and V); the Site 5 Block (Block 927, Section VI); and the Open Space Design Guidelines (Section VII). Definitions (Section I) apply to all of the Guidelines.

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- I. Definitions.** For purposes of these Design Guidelines, the following definitions shall apply to all of the Design Guidelines.
- a. “Architectural breaks” shall mean one or more of the following incorporated into the building base, shoulder, or upper portion street wall:
 - i. A setback.
 - ii. A side setback.
 - iii. A physical shift in a building plane for a linear dimension of not less than 50 feet, including without limitation the introduction of curvilinear elements into a building façade.
 - iv. A change in the overall geometry of a building street wall, including by way of example only a change from a planar façade to a curvilinear façade.
 - v. A change in the principal material on a street wall where the change in materials continues (a) for a horizontal architectural break, for a minimum height of the lesser of three stories or thirty feet and (b) for a vertical architectural break, for a minimum width of fifty linear feet.
 - vi. A change in color of the principal material on a street wall from a shade or tone of one primary or secondary color to another where the change in color continues (a) for a horizontal architectural break, for a minimum height of the lesser of three stories or thirty feet and (b) for a vertical architectural break, for a minimum width of fifty linear feet.
 - vii. A change in fenestration pattern on a street wall that results in a increase or decrease in the surface area of glazing on a story of 25% or more as compared to fenestration on the story immediately below such change or on the same story immediately to the left or right of such change, and such change in glazed surface area continues (a) for a horizontal architectural break, for a minimum height of the lesser of three stories or thirty feet and (b) for a vertical architectural break, for a minimum width of fifty linear feet.
 - viii. A change in the size or color of windows on a street wall, and such continues (a) for a horizontal architectural break, for a minimum height of the lesser of three stories or thirty feet and (b) for a vertical architectural break, for a minimum width of fifty linear feet.
 - b. “Building base” shall mean the lower portions of a building, as further defined by the height, setback, side setback, and horizontal architectural break requirements set forth in these Design Guidelines for the individual buildings.
 - c. “Building shoulder” shall mean a mid-portion of a building located above the building base and below the upper portion of a building, as further defined by the height, setback, side setback, and horizontal architectural break requirements set forth in these Design Guidelines for the individual buildings.
 - d. “Building upper portion” shall mean the portion of a building located above the building shoulder or, if there is no required building shoulder, located above the building base.

- e. “Horizontal architectural break” shall be an architectural break in the street wall of a building that is less than 45 degrees from the plane created by the adjoining sidewalk and which extends along not less than 80% of the width of a building base, building shoulder, or building upper portion.
- f. “Permitted obstructions” shall mean any of the following:
 - i. Chimneys or flues
 - ii. Mechanical equipment and elevator and stair bulkheads, including screen walls, provided that such equipment and bulkheads comply with the location and dimensional requirements of these Design Guidelines
 - iii. Flagpoles and aerials
 - iv. Parapet walls not more than four feet high
 - v. Transparent fences.
- g. “Setback” shall mean a physical shift of a defined depth in the street wall of a building, where the entirety of the vertical dimension of such shift is located between the minimum street wall height and maximum building base height for the building base, and at a point no higher than the maximum building shoulder height for the building shoulder. Any setback shall be measured from the portion of the building street wall of the base, shoulder or upper portion, as applicable, located closest to the adjoining street line.
- h. “Side setback” shall mean a physical shift of a defined depth in the side wall of a building, where the entirety of the vertical height of such shift is located between the minimum street wall height of the adjoining street and the maximum building base height for the building base, and at a point no higher than the maximum building shoulder height for the building shoulder.
- i. “Side wall” shall mean any wall of a building that intersects with a street wall.
- j. “Signage” shall mean any writing, pictorial representation, emblem, flag or banner that (a) is a structure or any part thereof, and is attached to, painted on, or in any other way represented on a building or structure, (b) is visible from outside a building and is intended to direct attention to a business, profession, commodity, service or entertainment activity. A sign shall include writings, representation or other figures of similar character within a building only when illuminated and located in a window, except that for the Urban Room Signage Zone and the Arena Signage Zone signage shall also mean any writing, representation or similar figure located inside the building and beyond the window where it is visible from the exterior of the building and the sole purpose of such feature is to be viewed from the outside.
 - i. Accessory Signage: “Accessory Signage” shall mean signage incidental to and that directs attention to a use, person, business, or activity located on the project site and is customary for such use, person, business or activity. Accessory signage shall include without limitation the name of the arena and the name of any physical element or portion of the arena, whether or not such name includes the name of a commercial entity.

- ii. Advertising Signage: “Advertising signage” shall mean signage that directs attention to a use, person, business, or activity located elsewhere than upon the project site and is not accessory to a use on the project site.
- k. “Street wall” shall mean the portion of a building façade facing a street line and located between a street line and a line parallel to such street line at a depth of 100 feet.
- l. “Street wall zone” shall mean the portion of any Building Parcel located within ten feet of the street line.
- m. “Vertical architectural break” shall mean an architectural break that is 45 degrees or more from the plane created by the adjoining sidewalk and which extends along not less than 80% of the height of a building base, building shoulder, or building upper portion as the case may be.

II. Residential Blocks – General Guidelines. The following sections relate to the development of all of the Buildings to be located on the Residential Blocks (Blocks 1120, 1121, 1128, and 1129).

- a. Building Uses:
 - i. Uses located on the ground floor level within five feet of curb level and within 30 feet of the Atlantic Avenue street wall and within 20 feet of the Vanderbilt Avenue street wall shall be limited to community facility uses, retail and personal service uses, health clubs, lobby space, entryways and entrances to other uses or areas within the building, all as further limited by Clause (a)(iii) below. Lobby and entry areas shall comprise no more than the lesser of (x) thirty linear feet and (y) 25% of the length of the Atlantic Avenue street wall. Retail (which term shall include eating and drinking establishments) and personal service establishments shall occupy a minimum of 40% of the Atlantic Avenue built frontage and a minimum of 40% of the Vanderbilt Avenue built frontage, provided that any building containing a public school in its base shall not be subject to this requirement.
 - ii. Commercial, community facility uses, and residential uses, including accessory uses, shall be permitted on the ground floor beyond a depth of 30 feet from the Atlantic Avenue street wall and 20 feet from the Vanderbilt Avenue street wall and shall be permitted anywhere on the ground floor of the buildings fronting on Dean Street.
 - iii. Clauses (a)(i) and (a)(ii) are modified as follows:
 - A. The following uses are not allowed on any portion of the Residential Blocks:
 - 1. Circuses, amusement arcades
 - 2. Animal hospitals, kennels, pounds or crematoriums
 - 3. Automotive repairs, storage or service stations
 - 4. Warehouse or storage except where accessory to a permitted use, provided that bicycle storage and garages shall be permitted

5. Wholesale Establishments
 6. Contractor supply establishments or lumber yards
- B. No bank, loan office, business or professional office shall occupy more than 50 feet of linear street frontage.
- iv. Residential and community facility uses, including accessory uses, are allowed on any story above the ground floor level, and commercial uses permitted pursuant to this Clause (a) shall be permitted on the second story of any building, provided that any commercial use located on the second story shall be associated with and physically connected to a commercial use located on the ground floor.
 - v. The principal entrances to uses located above the ground floor in any building fronting on Atlantic Avenue shall be located more than 50 feet from the intersection of Atlantic Avenue and any adjoining street.
- b. Sidewalk Widening; Atlantic Avenue Street line
- i. A sidewalk widening shall be located along the entire Atlantic Avenue street frontage from 6th Avenue to Vanderbilt Avenue so that a minimum sidewalk width of 20 feet is provided. For purposes of these Design Guidelines, the “Atlantic Avenue street line” shall be deemed to be the line located along the southern boundary of such sidewalk widening. No portion of any Building shall be located within the sidewalk widening below a height of fifteen feet above the adjoining curb level, except that canopies may be located over and may project into such area.
 - ii. Each building shall have a segment of its Atlantic Avenue street wall located not more than five feet from the Atlantic Avenue street line, except that all of the Building 9 Atlantic Avenue street wall may be located more than five feet from the street line provided that at least one segment of its Atlantic Avenue street wall is located no more than twenty feet from the Atlantic Avenue street line.
- c. Height, Setback, Envelope, Architectural and Lot Coverage Controls
- i. Buildings 5 through 15 shall conform to the height, setback, side setback, envelope, architectural controls and lot coverage requirements set forth in these Design Guidelines.
 - ii. Heights shall be measured from a datum point located on the sidewalk adjacent to each Building Parcel, as shown on the envelope diagrams for each building parcel included in these Design Guidelines. Permitted obstructions may exceed such heights.
 - iii. Buildings located along Atlantic Avenue shall be of varying heights so as to create an undulating skyline from the north.
- d. Mechanical Equipment and Bulkheads
- Rooftop mechanical equipment and elevator and stair bulkheads may exceed the maximum building heights set forth in these Design Guidelines, provided that (x) either (i) the product, in square feet of the width of any portion of the mechanical equipment and bulkheads located

within 50 feet of the surrounding street lines and facing each street frontage times their average height, in feet, shall not exceed a figure equal to eight times the width, in feet, of the street wall of the building facing such frontage or, (ii) the lot coverage of all such equipment and bulkheads does not exceed 20% of the lot coverage of the building, and (y) the height of such equipment shall not exceed a height that is 40 feet above the maximum building height. Any mechanical equipment and any bulkhead located above the maximum building height shall be set back not less than ten feet from the building street wall.

e. Open Space:

Open spaces shall comply with the Open Space Design Guidelines set forth in Section VII of these Design Guidelines.

f. Curb Cuts/Garages:

- i. Loading berths and curb cuts serving any permitted use in the building or for parking may occupy up to 40 feet of such street frontage, provided that curb cuts to parking, driveway, or loading berths are not allowed on Atlantic Avenue and shall be located more than 50 feet from the intersection of any two streets.
- ii. Parking and service exit/entry points shall include the installation of a flashing light and ringing bell to visually and audibly alert pedestrians of on-coming garage traffic.
- iii. Garage Signage shall be non-illuminated.
- iv. Any curb cuts shall be limited to the curb cut zones indicated on Dwg. SK-1994 annexed hereto.

g. Building Materials:

i. Ground Floor

- A. The ground floor street frontage of buildings facing Atlantic Avenue and Vanderbilt Avenue shall incorporate glazed elements, which may include without limitation show windows, glazed transoms or glazed portions of doors. Such glazed areas shall occupy at least 50 percent of the surface area of the portions of such ground floor street wall used for the lobby and other principal building entrances of each Residential building, measured to a height of 10 feet above the level of the adjoining sidewalk. In addition to the foregoing, for the portions of the ground floor street wall located directly in front of a retail use, a minimum 70% of the surface area of such street wall portion up to a height of 12 feet shall be glazed.
- B. Windows shall have a lower sill height of not more than 2 feet, 6 inches above the ground level immediately adjacent to such show window.
- C. Security gates that are swung, drawn or lowered to secure commercial, community facility or open space uses shall, when

closed, permit visibility of at least 75 percent of the area covered by such gate when viewed from the street and other public and open spaces.

- ii. Floors Above Ground Floor
 - A. Buildings fronting on Atlantic Avenue shall utilize in the aggregate not less than three different materials as principal materials. Principal materials shall be glass, pre-cast panel, metal, stone, or masonry.
 - B. The following materials shall not be used as a principal material at any level of the building:
 - 1. EIFS; and
 - 2. Wood.
 - C. To ensure additional variety and texture in the street walls of the buildings, not less than four different window treatments shall be used on the street walls of the residential buildings in the aggregate. Not less than two such treatments in the aggregate shall be used on the street walls for each residential block facing Atlantic Avenue and on the block facing Dean Street between Vanderbilt Avenue and Carlton Avenue. Such different treatments may be comprised of one or more of the following:
 - 1. use of different sizes or shapes of windows
 - 2. use of different window systems
 - 3. use of windows framed in different materials
 - 4. use of windows with different colors of frames or glazing
 - 5. locating windows on different planes relative to the remainder of the street wall, for example by having windows that project or recess from the surrounding street wall or that are located at a different angle than the surrounding street wall.
- h. Signage:
 - i. Signs are permitted on the residential blocks subject to the following controls:
 - A. Surface Area. Signage for each ground floor establishment located in any building shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment. Signage for the residential portions of the building shall be limited to 150 square feet of surface area.
 - B. Illumination. No more than 50 square feet of fixed illumination shall be permitted within any sign.
 - C. Height. All signage shall be limited to a maximum height of 25 feet above the adjoining grade except as provided in Section D.1 below.

D. No sign shall project more than 12 inches from the face of the building, except as otherwise noted as follows:

1. Banners for theaters may project across the Atlantic Avenue street line for a maximum distance of four feet, provided such banners are separated at least 25 feet apart, and further provided that such banners are located between 12 feet and 40 feet above curb level.
2. For each establishment located on the ground floor, non-illuminated double-faced signs may project perpendicularly across a street line for a maximum distance of 40 inches, provided that no more than two such signs, separated at least 25 feet apart, are permitted along each street or other public and open spaces on which such establishment fronts, and further provided that any such sign shall not exceed a surface area of 24 by 36 inches, and shall not be located above the sill level of the second story windows.

ii. Advertising signs shall not be permitted.

i. Street Tree Planting and Open Spaces:

Street trees shall be located on the surrounding streets at a rate of one tree every 25 linear feet of sidewalk where feasible pursuant to New York City Department of Transportation and Department to Parks and Recreation standards.

j. Lighting

- i. Supplemental lighting shall be provided as necessary to meet DOT safety standards on surrounding sidewalks. Additional supplemental lighting shall be permitted.
- ii. Architectural lighting of floors above 150 feet shall not exceed 5FC as measured at a height of 5'-6" above the surrounding sidewalk.
- iii. All publicly accessible open spaces shall include lighting in accordance with the Open Space Design Guidelines.

k. Maximum Floor Area

The maximum above-grade gross floor area for development on the Residential Blocks in the aggregate shall not exceed 4,434,000 square feet, and shall be further limited for each Building Parcel as set forth in the Parcel Guidelines. Notwithstanding the foregoing, in the event that a public school is located on any parcel or within any building, the maximum floor area set forth in this section and the maximum floor area set forth in these Design Guidelines for the parcel accommodating such school shall be exclusive of the gross floor area associated with the school.

III. Residential Blocks – Parcel Guidelines. The following Guidelines apply to the individual Buildings and Building Parcels in the Residential Blocks as supplemented by the Development Envelope Diagrams attached to and incorporated into these Design

Guidelines. References to minimum and maximum base and shoulder heights shall mean the heights shown in the Development Envelope Diagrams.

Parcel 5 – Parcel Guidelines

- a. Location: Intersection of 6th Avenue and Atlantic Avenue.
- b. Development Envelope. All portions of Building 5 shall fit within the Parcel 5 Development Envelope attached to these Design Guidelines (Dwgs. SK-1910 and SK-1911), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements
 - i. A minimum of 25% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 90 feet and a maximum height of the maximum building base height.
 - ii. A minimum of 40% of the 6th Avenue building base street wall shall be located within the street wall zone at a minimum height of 90 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 5 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. The building base shall be defined by (i) a setback with a minimum depth of 50 feet along Atlantic Avenue; and (ii) a horizontal architectural break along 6th Avenue at a height between the minimum and maximum building base height.
 - ii. The building shoulder shall be defined by (i) a side setback in the eastern side wall of the Atlantic Avenue frontage with a minimum depth of 15 feet and (ii) a horizontal architectural break along 6th Avenue at a height no higher than the maximum building shoulder height.
 - iii. Building 5 shall incorporate a minimum of one vertical architectural break in the Atlantic Avenue and 6th Avenue street walls at each of the building base, shoulder, and upper portion elements within the vertical architectural break zone shown on the Parcel 5 Development Envelope.
- e. Floor Area: The maximum above-grade gross floor area of Building 5 shall not exceed 635,443 square feet.

Parcel 6 – Parcel Guidelines

- a. Location: Atlantic Avenue between 6th Avenue and Carlton
- b. Development Envelope. All portions of Building 6 shall fit within the Parcel 6 Development Envelopment attached to these Design Guidelines (Dwgs. SK-2020 and SK-2021), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base or building upper portion respectively may project up to five feet beyond such Development Envelope.

- c. Street Wall Requirements. A minimum of 40% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 75 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 6 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. The building base shall be defined by a setback with a minimum depth of 5 feet between the minimum and maximum building base height along the Atlantic Avenue frontage.
 - ii. Building 6 shall incorporate a minimum of 2 vertical breaks in the building base and upper portion elements of the Atlantic Avenue street wall within the vertical architectural break zone shown on the Parcel 6 Development Envelope, which vertical architectural breaks shall be a minimum of 20 feet apart.
 - iii. No portion of Building 6 shall be located closer than 25 feet from the northern boundary of Pacific Street street line.
- e. Floor Area: The maximum above-grade gross floor area of Building 6 shall not exceed 439,861 square feet.

Parcel 7 – Parcel Guidelines

- a. Location: Corner of Atlantic Avenue and Carlton Avenue.
- b. Development Envelope. All portions of Building 7 shall fit within the Parcel 7 Development Envelopment attached to these Design Guidelines (Dwgs. SK-1914 and SK-1915), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements. A minimum of 40% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 90 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 7 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. The building base shall be defined by a side setback with a minimum depth of five feet along the side wall not included as part of the distinctive architectural design required under Clause (e) hereof, and a horizontal break on the Atlantic Avenue street wall between the minimum and maximum building base height.
 - ii. The building shoulder shall be defined by a side setback with a minimum depth of ten feet along the side wall not included as part of the distinctive architectural design required under Clause (e) hereof, and a horizontal architectural break along the Atlantic Avenue street wall, each at a height not higher than the maximum building shoulder height and not lower than 230 feet.

- e. Distinctive Architectural Design. Building 7 shall incorporate a visually distinctive architectural element, which element shall comprise not less than 40% of the linear dimension of each of the Atlantic Avenue and the Pacific Street street walls at the building base, shoulder, and upper portions and which may encompass any or all of the other street walls of Building 7. Such element may include without limitation curvilinear, fragmented, or multi-planar forms. Any portion of the Building comprising such feature shall not be subject to the architectural controls set forth in Clause (d) above.
- f. Floor Area: The maximum above-grade gross floor area of Building 7 shall not exceed 733,810 square feet.

Parcel 8 – Parcel Guidelines

- a. Location: Intersection of Atlantic Avenue and Carlton Avenue
- b. Development Envelope. All portions of Building 8 shall fit within the Parcel 8 Development Envelope attached to these Design Guidelines (Dwgs. SK-1916 and SK-1917), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements
 - ii. A minimum of 60% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 130 feet and a maximum height of the maximum building base height.
 - iii. A minimum of 50% of the Carlton Avenue building base façade shall be located within the street wall zone at a minimum height of 85 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 8 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - iv. The building base shall be defined by a horizontal break between the minimum and maximum building base height along each of the Atlantic Avenue and Carlton Avenue frontages.
 - v. The building shoulder shall be defined by a side setback on the western side wall of the Atlantic Avenue frontage with a minimum depth of 30 feet at a point no higher than the maximum building shoulder height.
 - vi. Building 8 shall incorporate a minimum of two vertical architectural breaks in the Atlantic Avenue frontage in the building base and shoulder within the vertical architectural break zone shown on the Parcel 8 Development Envelope.
- e. Floor Area: The maximum above-grade gross floor area of Building 8 shall not exceed 523,336 square feet.

Parcel 9 – Parcel Guidelines.

- a. Location: Atlantic Avenue between Carlton and Vanderbilt Avenues
- b. Development Envelope. All portions of Building 9 shall fit within the Parcel 9 Development Envelope attached to these Design Guidelines (Dwgs. SK-1918

and SK-1919), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.

- c. Street Wall Requirements. A minimum of 40% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 85 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 9 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - ii. The building base shall be defined by a horizontal architectural break along the Atlantic Avenue frontage and a side setback, on the eastern and western side walls of the Atlantic Avenue frontage with a minimum depth of 20 feet at or between the minimum and maximum building base heights.
 - iii. The building shoulder shall be defined by a horizontal architectural break along the Atlantic Avenue frontage and side setbacks, both with a minimum depth of 5 feet, on both side walls of the Atlantic Avenue frontage at a height no higher than the maximum building shoulder height.
 - iv. Building 9 shall incorporate a minimum of one vertical architectural break within the building base, shoulder, and upper portions of Building 9 on the Atlantic Avenue street wall within the vertical architectural break zone shown on the Parcel 9 Development Envelope.
- e. Distinctive Architectural Design. Building 9 shall incorporate a visually distinctive architectural element in the rear façade of the Building, which element shall have a width of not less than 40 linear feet along the southern, eastern, and western facades of Building 9 and an overall height not less than 80% of the overall height of Building 9 as actually built. Such element may include without limitation curvilinear, fragmented or multiplanar forms. Such feature shall be in the same architectural vocabulary as the Distinctive Architectural Design elements required in Building 12 and Building 13.
- f. Floor Area: The maximum above-grade gross floor area of Building 9 shall not exceed 674,142 square feet.

Parcel 10 – Parcel Guidelines

- a. Location: Intersection of Atlantic Avenue and Vanderbilt Avenue
- b. Development Envelope. All portions of Building 10 shall fit within the Parcel 10 Development Envelopment attached to these Design Guidelines (Dwgs. SK-1920 and SK-1921), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements
 - i. A minimum of 70% of the Atlantic Avenue building base street wall shall be located within the street wall zone at a minimum height of 100 feet and a maximum height of the maximum building base height.

- ii. A minimum of 70% of the Vanderbilt Avenue building base façade shall be located within the street wall zone at a minimum height of 100 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 10 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. The building base shall be defined by a horizontal architectural break on the Atlantic Avenue and Vanderbilt Avenue façades and a side setback with a minimum depth of 40 feet on the western side wall of the Atlantic Avenue frontage between the minimum and maximum building base heights.
 - ii. Building 10 shall incorporate a minimum of one vertical architectural break in the building base and building upper portion of each of the Atlantic Avenue and Vanderbilt Avenue street walls within the vertical architectural break zones shown on the Parcel 10 Development Envelope.
- e. Floor Area: The maximum above-grade gross floor area of Building 10 shall not exceed 475,601 square feet.

Parcel 11 – Parcel Guidelines

- a. Location: Intersection of Dean Street and Vanderbilt Avenue
- b. Development Envelope. All portions of Building 11 shall fit within the Parcel 11 Development Envelopment attached to these Design Guidelines (Dwgs. SK-1922 and SK-1923), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements
 - i. A minimum of 70% of the Dean Street building base street wall shall be located within the street wall zone at a minimum height of 60ft and a maximum height of the maximum building base height.
 - ii. A minimum of 70% of the Vanderbilt Avenue building base façade shall be located within the street wall zone at a minimum height of 60ft and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 11 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. All portions of Building 11 taller than the maximum building base height shall be set back a minimum of 60 feet from the Dean Street frontage.
 - ii. The building base shall be defined along Vanderbilt Avenue by a horizontal architectural break at or between the minimum and maximum building base height.
 - iii. Building 11 shall incorporate a minimum of one vertical architectural break in the Dean Street façade in the building base and a minimum of one vertical architectural break in the building base and upper portion of the

Vanderbilt Avenue street wall, each within the vertical architectural break zones shown on the Parcel 11 Development Envelope.

- e. Floor Area: The maximum above-grade gross floor area of Building 11 shall not exceed 330,778 square feet.

Parcel 12 – Parcel Guidelines

- a. Location: Dean Street between Vanderbilt Avenue and Carlton Avenue
- b. Development Envelope. All portions of Building 12 shall fit within the Parcel 12 Development Envelopment attached to these Design Guidelines (Dwgs. SK-1924 and SK-1925), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements. A minimum of 70% of the Dean Street building street wall shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 12 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. All portions of Building 12 taller than the maximum building base height shall be set back a minimum of 55 feet from the Dean Street frontage.
 - ii. The building shoulder shall be defined by a horizontal architectural break along the Dean Street street wall at a height no higher than the maximum building shoulder height.
- e. Distinctive Architectural Design. Building 12 shall incorporate a visually distinctive architectural element in the rear façade of the Building, which element shall have a width of not less than 40 linear feet along the northern, eastern and western facades of Building 12 and an overall height not less than 80% of the overall height of Building 12 as actually built. Such elements may include without limitation curvilinear, fragmented or multi-planar forms. Such feature shall be in the same architectural vocabulary as the Distinctive Architectural Design elements required in Building 9 and Building 13.
- f. Floor Area: The maximum above-grade gross floor area of Building 12 shall not exceed 317,185 square feet.

Parcel 13 – Parcel Guidelines

- a. Location: Dean Street between Vanderbilt and Carlton Avenues
- b. Development Envelope. All portions of Building 13 shall fit within the Parcel 13 Development Envelopment attached to these Design Guidelines (Dwgs. SK-1926 and SK-1927), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.

- c. Street Wall Requirements. A minimum of 70% of the Dean Street building base street wall shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 13 shall be further refined within the Development Envelope to incorporate the following setback, side setback and architectural break requirements:
 - i. All portions of Building 13 taller than the maximum building base height shall be set back a minimum of 60 feet from the Dean Street frontage.
 - ii. The building shoulder shall be defined by a setback on the Dean Street street wall with a minimum depth of 20 feet at a height no higher than the maximum building shoulder height.
 - iii. Building 13 shall incorporate a minimum of one vertical architectural break in the Dean Street façade at the building base within the vertical architectural break zones shown on the Parcel 13 Development Envelope.
- e. Distinctive Architectural Design. Building 13 shall incorporate a visually distinctive architectural element in the rear façade of the Building, which element shall have a width of not less than 40 linear feet along the northern, eastern and western facades of Building 13 and an overall height not less than 80% of the overall height of Building 13 as actually built. Such element may include without limitation curvilinear, fragmented, or multi-planar forms. Such feature shall be in the same architectural vocabulary as the Distinctive Architectural Design elements in Building 9 and Building 12.
- f. Floor Area: The maximum above-grade gross floor area of Building 13 shall not exceed 327,215 square feet.

Parcel 14 – Parcel Guidelines

- a. Location: Intersection of Dean Street and Carlton Avenue
- b. Development Envelope. All portions of Building 14 shall fit within the Parcel 14 Development Envelope attached to these Design Guidelines (Dwgs. SK-1928 and SK-1929), provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirements
 - i. A minimum of 70% of the Dean Street building base street wall shall be located the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
 - ii. A minimum of 50% of the Carlton Avenue building base street wall shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 14 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:

- i. All portions of Building 14 taller than the maximum building base height shall be set back a minimum of 60 feet from the Dean Street frontage.
 - ii. Building 14 shall incorporate a minimum of 1 vertical architectural break in the building base on the Dean Street façade and a minimum of 1 vertical architectural break in the building base and building shoulder on the Carlton Avenue façade, each within the vertical architectural break zones shown on the Parcel 14 Development Envelope.
- e. Floor Area: The maximum above-grade gross floor area of Building 14 shall not exceed 283,971 square feet.

Parcel 15 – Parcel Guidelines

- a. Location: Intersection of Dean Street and 6th Avenue
- b. Development Envelope. All portions of Building 15 shall fit within the Parcel 15 Development Envelope attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
- c. Street Wall Requirement
 - i. A minimum of 70% of the Dean Street building street wall shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
 - ii. A minimum of 50% of the 6th Avenue building façade shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
- d. Setbacks, Side Setbacks and Architectural Breaks. Building 15 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - i. The building base shall be defined by setbacks with a minimum depth of 15 feet on the Dean Street street wall and 5 feet along the 6th Avenue street wall between the minimum and maximum building base height.
 - ii. The building shoulder shall be defined by a setback with a minimum depth of 15 on the Dean Street street wall and a horizontal architectural break on the 6th Avenue street wall no higher than the maximum building shoulder height.
 - iii. Building 15 shall incorporate a minimum of one vertical architectural break in the building base and building shoulder of the 6th Avenue street wall within the vertical architectural break zone shown on the Parcel 15 Development Envelope.
- e. Floor Area: The maximum above-grade gross floor area of Building 15 shall not exceed 341,910 square feet.

IV. Arena Block – General Guidelines. The following guidelines apply to the development of the Arena block (Blocks 1127, 1118, and 1119, together with the intervening streets), as referenced on drawings SK1934-SK1938.

- a. Parcel Size: 315,670 square feet
- b. Buildings: The Arena, Buildings 1 through 4, and the Urban Room shall be located on the Arena Block:
 - i. Arena
 - A. Located in center of Arena Block, bounded by Buildings 1-4 and the Urban Room.
 - B. Principal entrances to the Arena shall be located through the Urban Room and on Atlantic Avenue and Dean Street.
 - ii. Urban Room
 - A. Located at the intersection of Atlantic Avenue and Flatbush Avenue.
 - B. Entrances to the Urban Room shall be located along both Flatbush Avenue and Atlantic Avenue.
 - C. Lobbies entrances to the office component and hotel component of Building 1 may be located within the Urban Room and along the adjoining street frontages.
 - iii. Building 1
 - A. Located at the intersection of Atlantic Avenue and Flatbush Avenue immediately east of and directly above the Urban Room.
 - B. Principal entrances to Building 1 shall be located on Atlantic Avenue and through the Urban Room.
 - iv. Building 2
 - A. Located at the corner of Flatbush Avenue and Dean Street.
 - B. Principal entrance to Building 2 shall be located on Dean Street.
 - v. Building 3
 - A. Located at the corner of Dean Street and 6th Avenue.
 - B. Principal entrance to Building 3 shall be located on 6th Avenue or Dean Street.
 - vi. Building 4
 - A. Located at the corner of Atlantic Avenue and 6th Avenue.
 - B. Principal entrance to Building 4 shall be located on Sixth Avenue or on Atlantic Avenue.
- c. Permitted Uses

- i. Arena: Arena (including support areas), entertainment, and retail (which term shall include eating and drinking establishments).
 - ii. Urban Room: Retail (which term shall include eating and drinking establishments), Arena ticket sales and support, entertainment, transit access, and building access.
 - iii. Building 1: Hotel, commercial office, residential, retail (which term shall include eating and drinking establishments), entertainment, Arena support, health clubs, bicycle parking, garage, and personal service uses.
 - iv. Building 2: Commercial office, residential, retail, (which term shall include eating and drinking establishments), Arena support, health clubs, community facility, bicycle parking, garage, and personal service uses.
 - v. Building 3: Residential, Retail (which term shall include eating and drinking establishments), Arena support, health clubs, community facility, bicycle parking, garage, and personal service uses.
 - vi. Building 4: Residential, Retail (which term shall include eating and drinking establishments), Arena support, health clubs, community facility, bicycle parking, garage, and personal service uses.
 - vii. This Clause (c) is further refined by Clause (g), below.
- d. Sidewalk Widening; Atlantic Avenue and Flatbush Avenue Street line
- i. A sidewalk widening shall be located along the entire Atlantic Avenue and Flatbush Avenue street frontages of the Arena block in order to provide a sidewalk width of 20 feet along these streets. For purposes of these Design Guidelines, the “Atlantic Avenue street line” shall be deemed to be the line located along the southern boundary of the Atlantic Avenue sidewalk widening and the “Flatbush Avenue street line” shall be deemed to be the line located at the northeastern boundary of the Flatbush Avenue sidewalk widening.
 - ii. No portion of any Building shall be located within the sidewalk widening below a height of fifteen feet above the adjoining curb level, except that canopies may be located in such area.
- e. Lot Coverage: 100% (exclusive of the Atlantic Avenue sidewalk widening, the Flatbush Avenue sidewalk widening and the Pacific Street Terminus area described in Clause (k) below). Above the height of the Arena, Buildings 1 through 4 shall be separated by not less than 60 feet, exclusive of permitted obstructions and architectural elements that do not contain any occupiable space.
- f. Materials
- i. Ground Floor – Buildings 1 through 4
 - A. The ground floor street frontages of Buildings 1 - 4 shall incorporate glazed elements, which may include without limitation show windows, glazed transoms or glazed portions of doors. Such glazed areas shall occupy at least 50 percent of the surface area of the portions of such ground floor street wall used for lobby and other principal building entrances (other than Arena entrances) measured to a height of 10 feet above the level of the adjoining

sidewalk. In addition to the foregoing, for the portions of each ground floor street wall located in front of retail uses, a minimum of 70% of such surface area to a height of twelve feet shall be glazed and for the portions of each ground floor street wall located in front of Arena entrances, a minimum of 70% of such entrance to a height of 15 feet shall be glazed.

- B. Windows shall have a lower sill height of not more than 2 feet, 6 inches above the ground level immediately adjacent to such show window.
 - C. Security gates that are swung, drawn or lowered to secure commercial, community facility or open space uses shall, when closed, permit visibility of at least 75 percent of the area covered by such gate when viewed from the street and other public and open spaces.
- ii. Floors Above Ground Floor –Buildings 1 through 4
- A. Buildings 1 through 4 shall utilize in the aggregate not less than three different materials as principal materials. Principal materials shall be glass, pre-cast panel, metal, stone, or masonry.
 - B. The following materials shall not be used as a principal material at any level of the building:
 - 1. EIFS; and
 - 2. Wood.
 - C. To ensure additional variety and texture in the street walls of the buildings, not less than three different window treatments shall be used on the street walls of Towers 1 - 4 in the aggregate. Such different treatments may be comprised of one or more of the following:
 - 1. use of different sizes or shapes of windows
 - 2. use of different window systems
 - 3. use of windows framed in different materials
 - 4. use of windows with different colors of frames or glazing
 - 5. locating windows on different planes relative to the remainder of the street wall, for example by having windows that project or recess from the surrounding street wall or that are located at a different angle than the surrounding street wall.
- iii. Urban Room. The street walls of the Urban Room along Atlantic Avenue and Flatbush Avenue shall be a minimum of 70% glass for the full height of the Urban Room along each frontage and for the first 15 feet of height above the adjacent sidewalk.
- iv. Arena. The street walls of the Arena along Flatbush Avenue and Atlantic Avenue shall include glass elements, including a continuous glazed area with a minimum width of 125 feet and a minimum surface area of 7,500

square feet, such glazed area to commence at the height of the Arena concourse level. The street walls of ground floor retail uses located along and opening on to the street shall be glazed for a minimum of 70% of such street wall to a height of twelve feet, provided that no glazing shall be required for the sidewalk market along Atlantic Avenue described in Clause (g)(i) below.

g. Ground Floor Uses; Streetscape

- i. The Atlantic Avenue and Flatbush Avenue ground floor street frontages of the Arena Block shall incorporate a variety of retail and pedestrian based activities, including retail space accessible to the street and pedestrian seating areas. Not less than 40% of the Atlantic Avenue, 15% of the Flatbush Avenue street frontages, shall be devoted to retail uses, which may include eating and drinking establishments. The Atlantic Avenue retail requirement shall include retail use in front of the Arena volume which may include a sidewalk market opening on the street, provided that the market shall not occupy more than 180 linear feet of the Atlantic Avenue frontage. The Flatbush Avenue Street frontage shall incorporate a sitting area with a minimum length of 150 feet of which 40% may be in conjunction with an adjoining retail use.
- ii. Within Buildings 2 and 4, uses located on the ground floor level within five feet of curb level of Atlantic Avenue and Flatbush Avenue and to a depth of twenty feet shall be limited to lobby space, retail use (which may include eating and drinking establishments), entrances to other uses or areas within the Building or the Arena, and Arena use.
- iii. Not less than 70% of the 6th Avenue Street frontage and 30% of the Dean Street frontage shall be devoted to retail (which may include eating and drinking establishments) and personal service uses. Within Buildings 2, 3, and 4, within five feet of curb level of Dean Street and 6th Avenue and to a depth of twenty feet, uses shall be limited to community facility, retail, personal service, physical culture establishments, lobby space, Arena use and support space, and entrances to other uses or areas within the Buildings or Arena or on the Arena block. In addition, a bicycle storage, service and/or rental facility may be located along these frontages provided the facility does not occupy more than 30 feet of frontage along any street.
- iv. The following use restrictions shall apply to the Arena block:
 - A. The following uses are not allowed on any portion of the Arena Block:
 1. Animal hospitals, kennels, pounds or crematoriums
 2. Automotive repairs, storage or service stations
 3. Warehouse or storage, except bicycle storage and garages, other than where accessory to a permitted use
 4. Wholesale Establishments
 5. Contractor Supply or Lumberyards

- B. No bank, loan office, business or professional office shall occupy more than 50 feet of linear frontage of any street line adjacent to the Buildings.
- h. Urban Room:
 - i. The Urban Room shall contain a variety of entry points, and shall be easily accessible to pedestrians at the ground floor level.
 - ii. The Urban Room shall include a café or other eating and drinking establishment and shall incorporate an entrance to the Atlantic Yards transit hub as well as provide entrances to Building 1 (other than entrances to residential uses) and the Arena, and may include other uses as set forth in Clause (c) above.
 - iii. The Urban Room shall be open to the public from not less than 7 a.m. to 10 p.m., seven days a week, provided that the Developer shall be entitled to close the Urban Room for security reasons on a temporary basis and shall additionally have the right to close the Urban Room, not more than 12 times in any calendar year for private events, provided that no such closing shall occur on any national holiday and notice of which shall be posted within the Urban Room for not less than the five days immediate prior to such closing. Access to the transit connection shall be maintained during any such private events.
 - i. Mechanical Equipment and Bulkheads: Rooftop mechanical equipment and elevator and stair bulkheads may exceed the maximum building heights set forth in these Design Guidelines as shown on the Development Envelope Diagrams, provided that (x) either (i) the product, in square feet of the width of any portion of the mechanical equipment and bulkheads located within 50 feet of the surrounding street lines and facing each street frontage times their average height, in feet, shall not exceed a figure equal to eight times the width, in feet, of the street wall of the building facing such frontage or, (ii) the lot coverage of all such equipment and structures does not exceed 20% of the lot coverage of the building, and (y) the height of such equipment shall not exceed a height that is 40 feet above the maximum building height. Any mechanical equipment or bulkhead located above the maximum building height shall be set back not less than ten feet from the building street wall.
 - j. Signage:
 - i. 6th Avenue

All Signage located on the Sixth Avenue frontage shall comply with the following controls:

 - A. Area. Signage for each ground floor establishment located in any building shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of such retail establishment. Signage for the residential portions of any building and for any entrance to the Arena building shall in each be limited to a maximum of 150 square feet of surface area.

- B. Illumination. Fixed illumination shall be permitted, limited to 50 square feet per sign.
- C. Height. Signage shall be limited to a maximum height of 25 feet.

ii. Dean Street

Signage located on the Dean Street frontage shall comply with the following controls:

- A. Area. Signage for each ground floor establishment shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment. Signage for the residential portions of any building and for any entrance to the arena building shall in each case be limited to 150 square feet of surface area.
- B. Illumination. Fixed illumination shall be permitted limited to 50 square feet per sign.
- C. Height. Signage shall be limited to a maximum height of 25 feet.

iii. Atlantic Avenue. Four Signage Zones are established for the Atlantic Avenue frontage, as depicted in Appendix 3: The Urban Room; Building 1; the Arena; and Building 4 and shall be subject to the controls set forth in this Clause (j) (iii).

- A. Urban Room. Signage shall be permitted on the Urban Room facade consistent with the following controls:
 - 1. Maximum Surface Area: 100% of the surface area of the Urban Room Signage Zone shown in Appendix 3.
 - 2. Maximum Height: Top of Urban Room street wall.
 - 3. Opaque Signage: Opaque Signage shall be limited within the maximum controls as follows:
 - a. Maximum Height and Location: (i) Within 75 feet of the point where the Atlantic Avenue building frontage intersects the Flatbush Avenue building frontage: Top of Urban Room street wall, (ii) East of the point established by Clause (3)(a) above: 20 feet above the adjoining grade.
 - b. Maximum Surface Area: (x) 50% of the surface area described in Clause (3)(a)(i) above and (y) 500 square feet in the area described in Clause 3(a)(ii) above, provided that in each case such signage and such aggregate surface area amount shall be in addition to signage for any ground floor uses.
 - 4. Transparent Signage: Any additional signage beyond permitted opaque signage shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the

surrounding exterior architecture and activity is visible to people on the interior.

B. Building 1. Signage shall be permitted on the Building 1 facade consistent with the following controls:

1. Maximum Surface Area: 100% of the surface area of the Building 1 Signage Zone.
2. Maximum Height: 60 feet
3. Opaque Signage: Opaque Signage shall be limited within the maximum controls as follows:
 - a. Maximum Height: 40 feet above the adjoining grade
 - b. Minimum Height: 10 feet above the adjoining grade
 - c. Maximum Surface Area: 50% of the Building 1 signage zone
4. Transparent Signage: Any additional signage beyond permitted opaque signage shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the surrounding exterior architecture and activity is visible to people on the interior.
5. Ground Floor Retail. In addition to and notwithstanding the above controls, signage for ground floor retail establishments shall be permitted as follows:
 - a. Surface Area. Signage for each ground floor establishment shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment.
 - b. Illumination. Fixed illumination shall be permitted for such signage.
 - c. Height. Signage for ground floor retail establishments shall be limited to a maximum height of 25 feet above the adjoining grade.

C. Arena. Signage shall be permitted on the Arena street wall consistent with the following controls:

1. Maximum Surface Area: 100% of the Arena Signage Zone
2. Maximum Height: 40'-0"
3. Transparent Signage: Signage located on the Arena Signage Zone shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the surrounding exterior architecture and activity is visible to people on the interior.

4. Ground Floor Retail. In addition to and notwithstanding the above controls, signage for ground floor retail establishments shall be permitted as follows:
 - a. Surface Area. Signage for each ground floor establishment shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment.
 - b. Illumination. Fixed illumination shall be permitted for such signage.
 - c. Height. Signage for ground floor retail establishments shall be limited to a maximum height of 25 feet above the adjoining grade.
- D. Building 4. Signage on Building 4 shall comply with the following controls:
1. Surface Area. Signage for each ground floor establishments located in any building shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of such retail establishment. Signage for the residential portions of the building and any Arena entrance shall in each case be limited to 150 square feet of surface area.
 2. Illumination. Fixed illumination shall be permitted.
 3. Height. Signage shall be limited to a maximum height of 25 feet.
- iv. Flatbush Avenue - Four Signage Zones are established for the Flatbush Avenue frontage, as depicted in Appendix 3: The Urban Room; Building 1; the Arena; and Building 2 and shall be subject to the controls set forth in this Clause (j) (iv).
- A. Urban Room. Signage shall be permitted on the Urban Room façade consistent with the following controls:
1. Maximum Surface Area: 100% of the surface area of the Urban Room Signage Zone shown in Appendix 3.
 2. Maximum Height: Top of Urban Room street wall
 3. Opaque Signage: Opaque Signage shall be limited within the maximum controls as follows:
 - a. Maximum Height and Location: Within 75 feet of the point where the Atlantic Avenue building frontage intersects the Flatbush Avenue building frontage: top of urban room street wall
 - b. South of the point established by Clause (3)(a) above: 20 feet above the adjoining grade.
 - c. Maximum Surface Area: (x) 50% of the surface area described in Clause (3)(a) above and (y) 500 square feet in the area described in Clause 3(b) above, provided that in each case such signage and

such aggregate surface area amount shall be in addition to signage for any ground floor uses.

4. Transparent Signage. Any additional signage beyond permitted opaque signage shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the surrounding exterior architecture and activity visible to people on the interior.

B. Building 1. Signage shall be permitted on the Building 1 consistent with the following controls:

1. Maximum Surface Area: 100% of the surface area of the Building 1 Signage Zone
2. Maximum Height: 60 feet
3. Opaque Signage: Opaque Signage shall be limited within the maximum controls as follows:
 - a. Maximum Height: 40 feet above the adjoining grade
 - b. Minimum Height: 10 feet above the adjoining grade
 - c. Maximum Surface Area: 50% of the Building 1 Signage Zone
4. Transparent Signage. Any additional signage beyond permitted opaque signage shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the surrounding exterior architecture and activity is visible to people on the interior.
5. Ground Floor Retail. In addition and notwithstanding the above controls, signage for ground floor retail shall be permitted as follows:
 - a. Surface Area. Signage for each ground floor establishment shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment.
 - b. Illumination. Fixed illumination shall be permitted for such signage.
 - c. Height. Signage for ground floor retail establishments shall be limited to a maximum height of 25 feet above the adjoining grade.

C. Arena. Signage shall be permitted on the Arena street wall consistent with the following controls:

1. Maximum Surface Area: 100% of the Arena Signage Zone
2. Maximum Height: 40 feet

3. **Transparent Signage:** Signage in the Arena Signage Zone shall be constructed so that it is sufficiently transparent to make activity within the building and the interior architecture visible to passersby, and the surrounding exterior architecture and activity is visible to people on the interior.
 4. **Ground Floor Retail.** In addition and notwithstanding the above controls, signage for ground floor retail shall be permitted as follows:
 - a. **Surface Area.** Signage for each ground floor establishment shall be limited to the lesser of (x) 150 square feet and (y) 3 times the linear frontage of the street wall of such retail establishment.
 - b. **Illumination.** Fixed illumination shall be permitted for such signage.
 - c. **Height.** Signage for ground floor retail establishments shall be limited to a maximum height of 25 feet above the adjoining grade.
- D. **Building 2.** Signage on Building 2 shall comply with the following controls:
1. **Surface Area.** Signage for each ground floor establishments located in any building shall be limited to the lesser of (x) 150 square feet and (y) three times the linear frontage of such retail establishment. Signage for the residential portion of the building and for any entrance to the Arena shall in each instance be limited to 150 square feet of surface area.
 2. **Illumination.** Fixed illumination shall be permitted.
 3. **Height.** Signage shall be limited to a maximum height of 25 feet.
- v. No advertising signage shall be permitted on the Arena block.
- k. **Pacific Street Terminus:** The Arena Block shall include a distinctive architectural design element at the terminus of Pacific and shall include a landscaped area containing a minimum of six (6) canopy trees, ten (10) tables and not less than thirty (30) linear feet of seating.
- l. **Curb Cuts/Garage:**
- i. Service, Loading, and Parking entry areas may be located on Dean Street and 6th Avenue
 - ii. Lay-By lanes may be located along any or all of 6th Avenue, Atlantic Avenue, and Flatbush Avenue.
 - iii. Parking and service exit/entry points shall include the installation of a flashing light and ringing bell to visually and audibly alert pedestrians of on-coming garage traffic.

- iv. Garage Signage shall be non-illuminated.
- m. Floor Area: The maximum amount of above-grade gross floor area on the Arena block, exclusive of the Arena shall not exceed 2,654,957 gross square feet (exclusive of the Arena) and together with development on Site 5 shall not exceed 2,691,000 gross square feet (exclusive of the Arena).

**V. Arena Block
Height, Setback, Envelope, and Architectural Controls – Individual Buildings**

- a. Arena
 - i. Maximum Building Height: 150 feet
 - ii. Setbacks: The Arena may rise without setback to the maximum building height.
 - iii. Architectural Controls: The Arena façade shall include transparent elements in the Atlantic Avenue and Flatbush Avenue street walls allowing for views into the arena concourse from the adjoining sidewalks.
- b. Urban Room
 - i. Minimum Building Height: 80 feet
 - ii. Maximum Building Height: 150 feet
 - iii. Minimum Size: 10,000 square feet, exclusive of any hotel and office lobby areas
- c. Building 1 (SK-1936 to SK-1938)
 - i. Development Envelope:
 - A. All portions of Building 1 shall fit within the Parcel 1 Development Envelopes attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
 - B. Building 1 may include additional architectural treatment beyond the Development Envelope within the Architectural Feature Zone shown on the Development Envelope for Building 1. Any building element located within the Architectural Feature Zone shall not include any occupiable space.
 - ii. Street Wall Requirements
 - A. A minimum of 50% of the Atlantic Avenue street wall shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.
 - B. A minimum of 50% of the Flatbush Avenue building façade shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.
 - iii. Setbacks, Side Setbacks and Architectural Breaks. Building 1 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - A. The building base shall be defined by a horizontal break along the Atlantic Avenue and Flatbush Avenue street walls between the minimum and maximum building base height.

- B. The building shoulder shall be defined by a (i) setback with a minimum depth of ten feet along Atlantic Avenue (ii) a side setback with a minimum depth of 20 feet along the western side wall of the Atlantic Avenue and Flatbush Avenue frontages, and (iii) a horizontal architectural break on the Atlantic Avenue and Flatbush Avenue street walls at a point no higher than the maximum building shoulder height.
 - iv. Distinctive Architectural Design. Building 1 shall incorporate a visually distinctive architectural element, which element shall comprise not less than 70% of the Atlantic Avenue and Flatbush Avenue street walls within the building shoulder, and not less than 30% of the Atlantic Avenue and Flatbush Avenue street walls at the building upper portion. Such element may incorporate without limitation curvilinear, fragmented and/or multi-planar forms.
 - v. Floor Area. The above-grade gross floor area in Building 1 shall not exceed 1,106,009 square feet.
 - d. Building 2 (SK-1939 to SK-1940)
 - i. Development Envelope. Building 2 shall fit within the Parcel 2 Development Envelopes attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
 - ii. Street Wall Requirements
 - A. A minimum of 30% of the Dean Street building street wall shall be located within the street wall zone at a minimum height of 70 feet and a maximum height of the maximum building base height.
 - B. A minimum of 70% of the Flatbush Avenue building façade shall be located the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.
 - iii. Setbacks, Side Setbacks and Architectural Breaks. Building 2 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - A. The building base shall be defined by horizontal architectural breaks along the Dean Street and Flatbush Avenue street walls between the minimum and maximum building base height.
 - B. The building shoulder shall be defined by (i) a side setback with a minimum depth of 10 feet on the eastern side wall of the Dean Street street wall and (ii) a setback in the Flatbush Avenue street wall with a minimum depth averaging 15 feet, each located at a height no higher than the maximum building shoulder height.
 - C. Building 2 shall incorporate a minimum of one vertical break in the Dean Street building base, shoulder, and upper portion within

the vertical architectural break zone shown on the Building 2 Development Envelope Diagram.

- iv. Floor Area. The above-grade gross floor area in Building 2 shall not exceed 380,687 square feet.
- e. Building 3 (SK-2018 to SK-2019)
 - i. Development Envelope. Building 3 shall fit within the Parcel 3 Development Envelopes attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base or building upper portion respectively may project up to five feet beyond such Development Envelope.
 - ii. Street Wall Requirements
 - A. A minimum of 50% of the Dean Street building street wall shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.
 - B. A minimum of 50% of the 6th Avenue building façade shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.
 - iii. Setbacks, Side Setbacks and Architectural Breaks. Building 3 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - A. The building base shall be defined by a horizontal architectural break on the 6th Avenue and Dean Street walls between the minimum and maximum building base height.
 - B. A minimum of one vertical architectural break shall be incorporated into the building base and upper portion of both of the Dean Street and 6th Avenue street walls within the vertical architectural break zones shown on the Building 3 Development Envelope.
 - iv. Floor Area. The maximum above grade gross floor area in Building 3 shall not exceed 343,632 square feet.
- f. Building 4 (SK-1943 to SK-1934)
 - i. Development Envelope. Building 4 shall fit within the Parcel 4 Development Envelopes attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base, building shoulder, or building upper portion respectively may project up to five feet beyond such Development Envelope.
 - ii. Street Wall Requirements. A minimum of 70% of the Atlantic Avenue building street wall shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum

building base height, and a minimum of 40% of the 6th Avenue street wall shall be located within the street wall zone at a minimum height of 80 feet and a maximum height of the maximum building base height.

- iii. Setbacks, Side Setbacks and Architectural Breaks. Building 4 shall be further refined within the Development Envelope to incorporate the following setback, side setback, and architectural break requirements:
 - A. The building base shall be defined by horizontal architectural breaks along Atlantic Avenue and 6th Avenue at or between minimum street wall height and maximum base height.
 - B. The building shoulder shall be defined by (i) a horizontal architectural break in the Atlantic Avenue street wall, and (ii) side setbacks with a minimum depth of 10 feet on the eastern side wall of the Atlantic Avenue street wall and 30 feet on the western side wall of the Atlantic Avenue street wall.
 - C. A minimum of two vertical architectural breaks shall be incorporated into each of the building base and shoulder of the Atlantic Avenue street wall, a minimum of one vertical architectural break shall be incorporated into the building upper portion of the Atlantic Avenue street wall, and a minimum of one vertical architectural break shall be incorporated into each of the building base, shoulder, and upper portion of the 6th Avenue street wall, all within the vertical architectural break zones shown on the Building 4 Development Envelope.
- iv. Floor Area. The maximum above grade gross floor area in Building 4 shall not exceed 824,629 square feet.

VI. **Site 5 - Design Guidelines.** These Design Guidelines apply to the Building to be constructed on the Site 5 Parcel (Block 927) (SK-2120 to SK-2121).

- a. Location: Intersection of Atlantic Avenue and 4th Avenue
- b. Building Uses:
 - i. Uses located on the ground floor level of the Site 5 Building within five feet of curb level and within 30 feet of the building line fronting on Atlantic Avenue, 4th Avenue, and Flatbush Avenue shall be limited to community facility, retail (which term shall include eating and drinking establishments), personal service, health clubs, lobby areas and entryways to and egress ways from uses in the remainder of the Building, as limited by Clause (c)(iii) below. Permitted uses shall include without limitation bicycle storage, service and/or rental facilities provided that any such facility shall not occupy more than 30 feet of frontage along any street. Lobbies and other entrance areas shall comprise no more than 30% of the Atlantic Avenue street wall in the aggregate, and in no event shall any individual lobby along Atlantic Avenue have a linear frontage of more than 30 feet.

- ii. Residential, community facility, and commercial uses, including accessory uses, and health clubs shall be permitted on the ground floor more than 30 feet from the Atlantic Avenue, 4th Avenue, and Flatbush Avenue street frontages and on the upper floors of the Site 5 building, provided that retail uses (including eating and drinking establishments) shall be limited to locations no higher than the second story, and provided that any retail use located on the second floor shall be associated with and physically connected to ground floor retail use.
- iii. Clause (b)(i) shall be modified as follows:
 - A. The following uses are not allowed on any portion of the Site 5 Block:
 - 1. Circuses, amusement arcades
 - 2. Animal hospitals, kennels, pounds or crematoriums
 - 3. Automotive repairs, storage or service stations
 - 4. Warehouse or storage, other than bicycle storage and garages, unless accessory to a permitted use
 - 5. Wholesale establishments
 - 6. Contractor supply or lumberyards
 - B. No bank, loan office, business or professional office shall occupy more than 50 feet of linear street frontage.
- c. Height, Street Wall, Envelope, and Architectural Controls
 - i. Development Envelope. All portions of the Site 5 Building shall fit within the Site 5 Parcel Development Envelopment attached to these Design Guidelines, provided that elements comprising in the aggregate no more than 25% of the surface area of any facade of the building base or building upper portion respectively may project up to five feet beyond such Development Envelope.
 - ii. Street Wall Location; Minimum and Maximum Building Base Street Wall Height. A minimum of 50% of the Atlantic Avenue building street wall shall be located within the street wall zone at a minimum height of 60 feet and a maximum height of the maximum building base height.
- d. Distinctive Design. The Site 5 building shall incorporate a visually distinctive architectural element at the intersection of Pacific Street and Flatbush Avenue, which element shall have an overall height not less than 70% of the overall height of the Site 5 building as actually built. Such element may include without limitation curvilinear, fragmented, and/or multi-planar forms and shall encompass the entirety of the Flatbush frontage and shall extend along the Pacific Street building base for not less than 30% of the width of such street wall.
- e. Mechanical Equipment and Bulkheads: Rooftop mechanical equipment and elevator and stair bulkheads may exceed the maximum building heights set forth in these Design Guidelines, provided that (x) either (i) the product, in square feet of the width of any portion of the mechanical equipment and bulkheads located within 50 feet of the surrounding street lines and facing each street frontage times

their average height, in feet, shall not exceed a figure equal to eight times the width, in feet, of the street wall of the building facing such frontage or, (ii) the lot coverage of all such equipment does not exceed 20% of the lot coverage of the building, and (y) the height of such equipment and structures shall not exceed a height that is 40 feet above the maximum building height. Any mechanical equipment located above the maximum building height shall be set back not less than ten feet from the building street wall.

- f. Open Space: No open space is required to be located on Site 5.
- g. Curb Cuts/Garages:
 - i. Curb cuts may be located on Pacific Street, provided that no such curb cut shall be located within 50 feet of the intersection of 4th Avenue and Pacific Street. Loading berths and curb cuts serving any permitted use in the building or for parking may occupy up to 40 feet of such street frontage.
 - ii. Parking and service exit/entry points shall include the installation of a flashing light and ringing bell to visually and audibly alert pedestrians of on-coming garage traffic.
 - iii. Garage Signage shall be non-illuminated.
 - iv. Curb Cuts shall be located in the curb cut zones shown on Drawing SK-1994 annexed hereto.
- h. Building Materials - Ground Floor
 - i. The ground floor street frontages of buildings facing Atlantic Avenue, Flatbush Avenue, and 4th Avenue shall incorporate glazed elements, which may include without limitation show windows, glazed transoms or glazed portions of doors. Such glazed areas shall occupy at least 50 percent of the surface area of the portions of such ground floor street wall used for lobby and other principal entrances, measured to a height of 10 feet above the level of the adjoining sidewalk. In addition to the foregoing, for the portions of each ground floor street wall located directly in front of a retail use, a minimum of 70% of the surface area of such street wall portion up to a height of 12 feet shall be glazed.
 - ii. Windows shall have a lower sill height of not more than 2 feet, 6 inches above the ground level immediately adjacent to such show window.
 - iii. Security gates that are swung, drawn or lowered to secure commercial, community facility or open space uses shall, when closed, permit visibility of at least 75 percent of the area covered by such gate when viewed from the street and other public and open spaces.
- i. Buildings Materials – Floors Above Ground
 - i. The Site 5 Building shall utilize not less than two different materials as principal materials. Principal materials shall be glass, pre-cast panel, metal, stone, or masonry.
 - ii. The following materials shall not be used as a principal material at any level of the building:
 - A. EIFS; and

- B. Wood.
- j. Signage:
 - i. Signs, other than advertising signs, shall be permitted subject to the following controls:
 - A. Area. Signage for each ground floor establishment other than establishments fronting solely on Pacific Street shall be limited to the lesser of (x) 500 square feet and (y) 5 times the linear frontage of such retail establishment. Signage located on Pacific Street shall be limited to the lesser of (x) 150 square feet, and (y) 3 times the linear frontage of the street wall for each establishment. Signage for the upper floors of the building shall be limited to 500 square feet of surface area.
 - B. Illumination. Illumination shall be permitted for any sign, provided that illumination for any signage on Pacific Street shall be fixed and limited to 50 square feet per sign.
 - C. Height. Signage shall be limited to a maximum height of 40 feet above grade except that on Pacific Street the maximum height shall be limited to 25 feet above grade.
 - D. No sign shall project more than 12 inches from the face of the building, except as otherwise noted as follows:
 - 1. Banners for theaters may project across a street line for a maximum distance of four feet, provided such banners are separated at least 25 feet apart, and further provided that such banners are located between 12 feet and 40 feet above curb level.
 - 2. For each establishment located on the ground floor, non-illuminated double-faced signs may project perpendicularly across a street line for a maximum distance of 40 inches, provided that no more than two such signs, separated at least 25 feet apart, are permitted along each street or other public and open spaces on which such establishment fronts, and further provided that any such sign shall not exceed a surface area of 24 by 36 inches, and shall not be located above the sill level of the second story windows.
 - ii. No advertising signage shall be allowed.
- k. Lighting
 - i. Supplemental lighting shall be provided as necessary to meet DOT safety standards on surrounding sidewalks. Additional supplemental lighting shall be permitted.
 - ii. Decorative lighting of floors above 150 feet shall not exceed 5FC as measured at 5'-6" above the surrounding sidewalk.

1. Floor Area: The maximum above grade gross floor area in the Site 5 Building shall not exceed 439,050 gross square feet, and together with development on the Arena Block (exclusive of the area) shall not exceed 2,691,000 gross square feet.

VII. Open Space Design Guidelines

1. Size

- a. Overall - Eight acres of publicly accessible open space in the aggregate shall be provided on Blocks 1120, 1121, and 1129 including the bed of Pacific Street between Vanderbilt and Carlton Avenues.
- b. Block 1120 – a minimum of 2.0 and a maximum of 3.25 acres of the required publicly accessible open space shall be located on Block 1120. Additional open space, either private or publicly accessible, may be provided on the Block at the discretion of the developer.
- c. Block 1121/1129 – a minimum of 4.75 and a maximum of 6.00 acres of the required publicly accessible open space shall be located on the block created by Block 1121, Block 1129, and Pacific Street between Vanderbilt Avenue and Carlton Avenue. Additional open space, either private or publicly accessible, may be provided on the combined block at the option of developer.
- d. Minimum Widths – the minimum width of any portion of the publicly accessible open space bounded by two or more buildings shall be sixty feet.

2. Primary Access Points

- a. The publicly accessible open space shall include Primary Access Points located directly adjacent to the surrounding street network as shown in Figure 2.1.
- b. Dimensions: The Primary Access Point shall have a width of sixty feet parallel to the street line and a depth of thirty feet from the adjoining street line, provided that the primary access point to the major East-West walkway at Carlton Avenue shall be 100 feet.
- c. Openings – Each Primary Access Points shall include a clear and unobstructed walkway with a minimum width of 18 feet connecting the adjoining sidewalk and a Major North-South Walkway (described in Section 3 below), or two or more pathways each providing a clear unobstructed width of not less than 12 feet.
- d. Primary Access Points shall meet the adjoining street line at the elevation of the adjoining sidewalk.
- e. Planting Areas shall be incorporated into each Primary Access Point, and shall utilize a combination of trees, shrubs, and other plant materials.
- f. Seating shall be provided in each Primary Access Point as set forth in Section 6(a) below.

- g. Signage shall be located at each Primary Access Point listing the hours the open space is open to the public, the names and addresses of the entity responsible for maintenance, and a contact number for information and complaints.
3. Major North–South Walkways. Major North-South Walkways shall link the Primary Access Points to the Major East-West Walkway described in Section 4 in the locations shown in Figure 2.1. The width of the Major North-South Walkway zones as shown in Figure 2.1 shall be unobstructed by any building or other structure not part of the open space for a minimum width of sixty feet throughout.
 - a. Each Major North-South Walkway shall include a clear unobstructed pedestrian walkway with a minimum width of 16 feet, which path can split into two or more pathways at any point along its length provided that the resulting pathways each provide a clear unobstructed width of not less than 12 feet.
 - b. The minimum width of the required pedestrian walkways shall be of a smooth, durable material, which may include without limitation: Stone, concrete or brick pavers, asphalt unit pavers, decomposed granite paving, and wood decking. Textured walkway materials, such as cobblestones or crushed gravel may be used in pedestrian areas but shall not be considered part of the required pedestrian walkway.
 - c. In no event shall the required pedestrian walkways have a slope of more than 4.9% at any point in the major direction of travel.
 - d. Seating shall be provided along each Major North-South Walkway as set forth in Section 6(a) below.
 4. Major East-West Walkway
 - a. The publicly accessible open space shall include a Major East-West Walkway east of Carlton Avenue within the publicly accessible open space connecting Sixth Avenue and Vanderbilt Avenue.
 - b. The Major East-West Walkway shall be located within fifty-five feet of the mapped width of Pacific Street (as shown on the City Map of the City of New York as of the date of these Design Guidelines) east of Carlton Avenue for its full length, and shall be located adjacent to the northern street line of Pacific Street west of Carlton Avenue.
 - c. The Major East-West Walkway shall meet the adjoining Carlton Avenue and Vanderbilt Avenue street lines at the elevation of the adjoining sidewalks. In no event shall the Major East-West Walkway have a slope of more than 4.9% at any point in the major direction of travel.
 - d. The Major East-West Walkway shall have a minimum clear width of 16 feet, which path can split into two or more pathways at any point along its length provided that the resulting pathways each provide a clear unobstructed width of

not less than 12 feet, and shall be of a smooth, durable material, which may include without limitation stone, concrete or brick pavers, asphalt unit pavers, decomposed granite paving, and wood decking. Notwithstanding the foregoing, not more than two feet of the required width may be comprised of textured paving such as cobblestone or crushed gravel. In addition, the width of the walkway may be reduced on Parcel 5 to accommodate Building 5 provided that in such event the landscaping of the walkway adjacent to Building 5 shall, to maximum extent possible maintain visibility in an east-west direction. Design features, including steps, and additional textured paving may be used in the Major East-West Walkway, but shall not be considered part of the minimum required clear width.

- e. An additional zone shall be provided on each side of the Major East-West Walkway to accommodate trees and seating as set forth in Section 6(a) below.
- f. The Pacific Street sidewalk shall be widened by not less than 4 feet for its entire length between 6th Avenue and Carlton Avenue. The materials for the widened sidewalk may be from the same pallet as used for the Major East-West Walkway.

5. Uses

a. Active Space

- i. A minimum of 0.80 acres of active space (including 50% of area of the Main Lawn described in Section 5(c) below) shall be located within the publicly accessible open space, with a minimum of 0.1 acres of such space to be located on Block 1120 and a minimum of 0.3 acres to be located on Block 1121/1129.
- ii. Active spaces shall include a combination of playgrounds, open lawns, and defined recreational areas for games such as volleyball, basketball, bocce ball, and similar activities.
- iii. A designated bicycle path may be located within the publicly accessible open space. No portion of such bike path shall count towards the minimum active open space requirement.

b. Water Feature

- i. The Block 1121/1129 open space shall include a water feature with a minimum surface area of 0.30 acres, such feature to be located within the area identified on Figure 2.2 attached to these Open Space Design Guidelines. A boardwalk, which shall also serve as a Primary Access Point and Major North-South Walkway, shall be integrated with the Water Feature.

c. Main Lawn

- i. The Block 1121/1129 open space shall include a sloped lawn area with a minimum size of 0.25 acres, such space to be located within the area identified on Figure 2.2 attached to these Open Space Design Guidelines. The lawn shall be sited to optimize solar exposure and may include one row of trees along its perimeter within the Main Lawn area.

6. Amenities

a. Seating

- i. A minimum of 2,400 linear feet of seating shall be provided in the publicly accessible open space, which seating shall include not less than 100 moveable chairs. Each moveable chair shall be considered 1-1/2 linear feet of seating.
- ii. A portion of the required seating shall be located along pedestrian walkways in the Major Access Points and along the Major East-West Pathway as follows:
 1. A minimum of 300 linear feet of benches shall be located along the Major East-West Pathway
 2. Seating shall be provided along the Major North-South Walkways at a rate of not less than 1 linear feet of seating for every six linear feet of required pedestrian walkway, except in areas where the change in grade of the walkway exceeds 3%.
- iii. A minimum of 30 linear feet of seating shall be located in each Primary Access Area.
- iv. The remainder of the required seating may be located anywhere within the publicly accessible open space at developer's option.
- v. The required seating may be comprised of one or a combination of benches, seating walls, amphitheater seating and moveable chairs.
- vi. A maximum of 25% of the required seating may be backless.
- vii. Seating shall comply with the following requirements:
 1. Minimum Seat Height: 16"
 2. Maximum Seat Height: 21"
 3. Minimum Width: 18"
 4. Minimum Depth: 18"

- b. A minimum of one cubic feet of waste receptacle shall be provided for every 2,000 sf of publicly accessible open space.
- c. Lighting
 - i. Lighting within the publicly accessible open space shall be located so as to provide minimum illumination of 1.0 FC along pedestrian walkways and active areas, 2.0 FC at Primary Access Points and 0.5 FC in other locations.
 - ii. Light standards located along pedestrian walkways shall be no higher than 15 feet.
- d. Planted Areas
 - i. A minimum of 2.0 and a maximum of 2.6 acres of the required publicly accessible open space acres shall be planted areas.
 - ii. Between 0.6 and 0.75 acres of the required Planted Areas shall be located on Block 1120.
 - iii. Between 1.25 and 1.85 acres of the required Planted Areas shall be located on Block 1121/1129, such amount to be inclusive of the Main Lawn.
 - iv. Planted Areas shall include a combination of one or more of the following: canopy trees, understory trees, shrubs, perennials, groundcovers, ornamental grasses, aquatic plants (other than aquatic plants located within the required Water Feature), and lawn.
 - v. Canopy Trees shall be located on either side of the required pedestrian walkways within the Primary Access Points, the Major North-South Walkways, and along the Major East-West Walkway and shall be spaced a minimum of 25 feet and maximum of 40 feet on center. Spacing of canopy trees shall depend on the species being planted and their anticipated canopy and form.
 - vi. Not less than 1 Canopy Tree shall be provided within the publicly accessible open space for each 1,200 square feet of open space area.
 - vii. Canopy Trees shall be not less than 4 inches caliper at the time of their initial planting and shall be selected from the list of trees annexed to these Open Space Design Guidelines.
 - viii. Other plantings may be located throughout the publicly accessible open space at developer's discretion.

e. Other features

- i. Features typically allowed in plazas and park areas shall be permitted developer's discretion, subject to the other requirements of these Open Space Design Guidelines, including without limitation: outdoor furniture, artwork and statuary, water fountains, arbors, trellises, and pavilions.
- ii. Developer shall be entitled to locate a maintenance enclosure of not more than 150 square feet within the publicly accessible open space to accommodate equipment and materials required for or used in maintaining the publicly accessible open space and shall be entitled to locate one food concession of not more than 150 square feet within the publicly accessible open space.
- iii. Developer shall be entitled to permit vendors within the public open space, provided that any such vendor shall operate from a cart or similar moveable structure having a footprint of not more than 25 sf, and provided that no more than 6 such vendors shall be permitted to operate in the open space at any time.

7. Adjoining Property.

- a. Private open space contiguous with the exterior wall of any building, with a depth of not more than 20 feet, as measured from such exterior wall, shall be permitted where associated with individual at-grade residential units. No communal private open space shall be permitted at grade for occupants of the residential buildings.
- b. The publicly accessible open space shall be physically separated from any private open space that may be located on the project site by either (i) a fence with a minimum height of six feet and a maximum height of 7'-6", or (ii) a densely planted buffer of a minimum of 4 feet in depth and which, when fully grown, is anticipated to be at least six feet in height. If such separation is by a fence, landscaping shall be located between the fence and any public walkway.
- c. Any fence separating publicly accessible and private spaces shall be primarily opaque and shall not include chain link material.
- d. Any private open space shall not be located in a Primary Access Point, a Major North-South Walkway, or Major East-West Walkway, and shall not be located between any building and the Main Lawn or between any building and the Water Feature.
- e. Except as set forth in Sections 7(a), (b), (c), and (d) above, these Open Space Guidelines shall not be applicable to any private open space located on the Project Site.

8. Operations

- a. The publicly accessible open space shall be open and available to the public seven days a week, 365 days a year between the hours of 7:00 a.m. and the later of 8:00 p.m. and sunset from October 1st through April 30th and 7:00 a.m. to 10:30 p.m. from May 1st through September 30th, subject to Paragraph 8(c) below.
Developer shall be entitled to hold public events within the open space at Developer's option, provided that such events shall not occur on average more than once a week. For purposes of this Section 8(a), "public events" shall mean events to which the general public is invited.
 - b. Notwithstanding the provisions of Paragraph 8(a) hereof, Developer shall have the right to temporarily close the open space, or any part thereof, to the extent necessary to address a safety concern, and shall have the further right to close a portion of the open space not exceeding 50% of the open space area, on not more than twelve non-consecutive days or evenings per year for private events, provided that any such private closings shall not take place on public holidays. Developer shall post notice of any such closing within the open space in or near each Primary Access Area for the week immediately prior to such closing and shall maintain access to the portions of the publicly accessible open space not used for such event to the extent practicable.
9. Phasing. Subject to site logistic and safety concerns, the publicly accessible open space shall be developed in phases so that for each building constructed on the Residential Parcels, as delineated in the Residential Block Design Guidelines, publicly accessible open space containing the minimum open space required for the associated building parcel shall be constructed and opened for public use. The open space may be either a permanent or temporary improvement as necessary to respond to site and construction logistics and shall further to the extent practicable the general goal of creating a cohesive design. Development of the open space may commence at any Residential Parcel and may proceed in any order. A conceptual and illustrative phasing sequence is shown in Appendix 2b.