



CITY PLANNING COMMISSION

July 12, 2006/Calendar No. 17

C 060326 ZSQ

IN THE MATTER OF an application submitted by Terra Cotta LLC pursuant to Sections 197-c and 201 of the New York City Charter for the grant of a special permit pursuant to Section 62-736 of the Zoning Resolution to modify the following Sections of the Zoning Resolution:

1. Section 123-662 and Section 62-341(c)1 to allow the building within an initial setback distance to exceed 65 feet in height for commercial use and to exceed 110 feet in height for residential and community facility use;
2. Section 123-662 and Section 62-341(c)2 to allow the maximum building height to exceed 185 feet in height for commercial use and to exceed 350 feet in height for residential and community facility use;
3. Section 62-341(c)4 to allow the residential story located entirely above the maximum base height to exceed a gross area of 8,100 square feet;
4. Section 62-341(c)5 to allow any story of a building located entirely above a height of 150 feet to exceed 85 percent of the gross area of the highest story of the same building located entirely below a height of 150 feet; and
5. Section 62-341(c)6 to allow the maximum length of a building which faces a shoreline and is entirely above the maximum base height to exceed 100 feet;

in connection with a proposed mixed use development on property generally bounded by Queensboro Bridge, Vernon Boulevard, 43rd Avenue, and the East River (Block 477, Lots 13, 15, 20 and 24), in an M1-5/R10 District, within the Special Mixed Use District (MX-9), Borough of Queens, Community District 2.

The application for the special permit for bulk modifications on waterfront blocks was filed by Terra Cotta LLC on February 9, 2006 to allow for the construction of Silvercup West, an approximately 2.07 million square foot project proposed for a six-acre site on the East River waterfront in Hunter's Point, Queens.

RELATED ACTIONS

In addition to the application for the special permit which is the subject of this report (C 060326 ZSQ), implementation of the proposed development also requires action by the City Planning Commission on the following applications which are being considered concurrently with this application:

C 050375 MMQ: Application for an amendment to the City Map involving a change of legal grades in 43rd Avenue between Vernon Boulevard and the East River.

C 060323 ZMQ: Application for an amendment of the Zoning Map, changing from an M1-4 District to an M1-5/R10 District and establishing a Special Mixed Use District (MX-9).

N 060324 ZRQ: Zoning text amendments relating to Article XII, Chapter 3 (Special Mixed Use District) to establish the Special Mixed Use District MX-9 and establish special permit provisions for signs in the MX-9 District.

C 060325 ZSQ: Special permit pursuant to Section 13-561 (Accessory off-street parking spaces) for a 1,400-space attended accessory parking garage.

C 060327 ZSQ: Special permit pursuant to proposed Section 123-40 (Sign Regulations) to allow for a proposed approximately 9,745.8 square foot accessory, illuminated sign to be affixed to the building 90 feet above curb level.

N 060328 ZAQ: Authorization pursuant to Section 62-722 (Modification of waterfront public access and visual corridor requirements) to allow for modifications to the design requirements for the waterfront area.

N 060330 ZCQ: Certification pursuant to Section 62-711(c) showing compliance with waterfront public access requirements.

BACKGROUND

The Silvercup West site is located between 43rd Avenue on the south, the East River on the west, city-owned property under the Queensboro Bridge on the north, and Vernon Boulevard on the east. The site is zoned M1-4, a light manufacturing district with a maximum Floor Area Ratio (FAR) of 2.0 FAR. M1 districts allow office, some retail, and manufacturing uses subject to strict performance standards. The southern half of the site is occupied by a New York Power Authority (NYPA) temporary generating facility (Lot 24); the northern half of the site (Lots 13 and 15) is generally vacant but for a two-story, approximately 2,800 square foot New York City landmark structure formerly occupied by the New York Architectural Terra-Cotta Works Company (Terra Cotta building, Lot 20). The NYPA facility is expected to cease operations shortly before construction of Silvercup West would begin.

Land uses on Vernon Boulevard across from the site include a 40,000 square foot hotel currently under construction and a former iron foundry occupied by a mix of food production companies, a landscaping firm, a party space, and caretaker's residence. A Con Edison training facility occupies an approximately 10-acre site south of the site, consisting of an office building, a surface accessory parking lot, and an outdoor equipment training area. These blocks are also zoned M1-4. The Queensboro Bridge, a New York City landmark structure, is directly north of the site. Underneath the bridge is an approximately 75,000 square foot city-owned site abutting the Silvercup West site to the north. This site is under the jurisdiction of the New York City Department of Transportation (DOT) and is largely vacant except for a de-icing facility that DOT is planning to relocate. Just to the north of the DOT facility is Queensbridge Park, a 20-acre New York City mapped public park. Queensbridge Houses, the nation's largest public housing development, is located northeast of the site. Land under the bridge between Vernon Boulevard and 21st Street is mapped but unbuilt public parkland referred to as Baby Park.

Transit access is provided by the F (Queensbridge) station at 21st Street and 41st Avenue, approximately a ten-minute walk from the site and the #7, N, W (Queensboro Plaza) station at

Queens Plaza and Crescent Street. The Vernon Boulevard bus (Q 103) stops within a five-minute walk north of the project site along Queensbridge Park.

The Silvercup West site occupies the northern-most block of the 33-acre Northern Hunter's Point Waterfront, which the Department of City Planning (DCP) has previously recommended for zoning changes to residential and commercial use in its *Comprehensive Waterfront Plan* and *Plan for Long Island City: A Framework for Development*. The Department of City Planning along with the New York City Economic Development Corporation (EDC), DOT, and New York City Department of Parks and Recreation (DPR) are collaborating with a team of landscape architects and urban designers led by Wallace Roberts Todd to design streetscape and public park and open space improvements along Queens Plaza, including the DOT property that abuts the proposed Silvercup West site and Baby Park, across Vernon Boulevard from the proposed site.

An Industrial Business Zone (IBZ) was approved on April 6, 2006 for the M1-4-zoned blocks east of the site, except for the block directly across the street from the site between Queens Plaza South, Ninth Street, 43rd Avenue, and Vernon Boulevard. The IBZ program is a city-wide program for most of the city's manufacturing-zoned neighborhoods that is administered by the newly created Mayor's Office of Industrial and Manufacturing Businesses. The program includes a one-time tax benefit of \$1,000/employee for any business moving into the IBZ, a commitment not to rezone blocks with an IBZ to a zoning district that allows housing, and improved management of the areas through local development corporations under contract with the city to manage the IBZs.

Proposed Project

Silvercup Studios is the largest independent full-service film and television production facility in the northeastern United States. Silvercup West would be Silvercup Studios' third production facility. Their main lot is located in the former Silvercup Baking Company building, located at 42-22 22nd Street in Hunter's Point, Queens, approximately one-half mile east of the proposed Silvercup West site. Silvercup East, their second facility, is located at 34-02 Starr Avenue in

Blissville, Queens, approximately one-mile from the proposed Silvercup West site.

Proposed for completion in 2009, Silvercup West would consist of eight new film and television production studios (271,191 square feet); a 589,590 square foot office building, 106,014 square feet of community facility space; 75,815 square feet of ground floor retail space, a 43,583 square foot catering facility, 1,000 apartments, and a 42,422 square foot health club pursuant to Section 73-36 of the Zoning Resolution for a special permit from the Board of Standards and Appeals. An approximately 9,745.8 square foot red neon illuminated accessory sign would be affixed to the studio portion of the proposed building, facing the East River. Fourteen hundred accessory parking spaces would be provided mostly below grade. Fifty-five thousand square feet of publicly accessible open space, mostly in the form of an East River shore public walkway, would be provided through waterfront zoning requirements. The applicant is also proposing to provide approximately 12,500 square feet of public open space at the north and south corners of the site along Vernon Boulevard, an approximately 4,500 square foot public overlook on the roof of the studio portion of the building, and to improve and maintain 43rd Avenue between Vernon Boulevard and the East River. The applicant also intends to provide an approximately 7,120 square foot public open space at the end of 43rd Avenue along the East River, which would connect to the required shore public walkway on Silvercup's property. Forty-third Avenue is currently occupied by a New York City Department of Sanitation salt storage facility that would be relocated.

PROPOSED BUILDING

The Silvercup West building would consist of a Core Complex, North Complex, and South Complex. The western, East River frontage of the site is approximately 14 feet lower than the Vernon Boulevard frontage, thereby allowing for greater flexibility in programming the building.

Core Complex

The Core Complex would occupy the center of the site and house eight production studios and ancillary support space, retail and eating and drinking establishments along the East River frontage, and catering facilities on the roof of the Vernon Boulevard frontage. The studios

would be accessed through a two-story lobby located on Vernon Boulevard. A vehicular drop-off would be provided at the entrance. The four studios on the ground floor would be accessed directly by trucks entering from 43rd Avenue.

The studios, each approximately 18,000 zoning square feet in area, would be stacked on two levels, with each level containing four studios. The floor to ceiling heights of the lower level studios and the two eastern upper level studios would be approximately 40 feet; the floor to ceiling height of the two western upper level studios would be approximately 30 feet. The basic design requirements for a new studio facility are three distinct zones: sound stage, dressing rooms and heavy equipment support spaces. These three main functions must have a linear relationship and the studios must be located between the two support functions. The net result of these requirements yields the approximately 448-foot east-west dimension proposed for Silvercup West at its widest point. The north-south dimension would be approximately 260 feet. The streetwall height of the Core Complex along Vernon Boulevard would be 107 feet, after which the building would set back and rise to a height of approximately 133 feet to house the proposed catering facilities. The streetwall height of the Core Complex along the East River frontage would be approximately 93 feet, after which the building would set back and rise approximately five additional feet. The roof of the Core Complex would be used for public and privately accessible open space as well as space for the proposed catering facility.

A 9,745.8 square foot illuminated red neon accessory sign (194' 11" in width by 50' in height) would be affixed to the western facade of the Core Complex portion of the Silvercup West building. The top of the sign would be 90 feet above the shore public walkway, the bottom of the sign would be approximately 45 feet above the shore public walkway, and approximately 36 feet of building wall would be left on either side of the proposed sign. The sign design and lettering would be nearly identical to Silvercup's existing sign on their main lot, with Silvercup in large letters above the word Studios in smaller letters.

North Complex

The North Complex would contain the proposed office tower, community facility space, and an accessory art theatre as well as retail and eating and drinking establishments along the shore public walkway. The base of the North Complex would contain open atriums faced in glass to the west, north and east. A 120-foot wide stepped commercial tower would rise from the eastern half of the base. The levels within the base structure would be interleaved to provide for a mix of uses and users to animate the lobby throughout the day.

The east-west dimension of the base of the North Complex would be approximately 340 feet; the north-south dimension (facing the shoreline) would be 120 feet. The floorplate of the commercial tower above the base would be 24,215 square feet to a point approximately 418 feet in height, after which the tower would step back, eventually reaching a maximum height of approximately 526 feet. A green roof is proposed for the roof of the lower rise portion of the commercial tower.

The proposed office space, while not restricted, would be specifically marketed to users who are related to the entertainment and media industries. The entrance to the office tower would be at Vernon Boulevard and Queens Plaza South. Security personnel at a central security desk would permit office users to access the elevators that would bring them directly to the skylobby located at a level of approximately 110 feet. The community facility use would be located within the western half of the lower levels of the North Complex to the west of and beneath the office floors. Access to the community facility portion of the building would be through a dedicated escalator located in the western lobby at Vernon Boulevard. The community facility component would be located on five levels, all accessed from the multilevel northern lobby and linked by a series of open escalators providing views of the Queensboro Bridge and Manhattan.

South Complex

The base of the South Complex would be approximately 80 feet (north-south) by 370 feet (east-west), with two residential towers rising above it. The eastern residential tower would be approximately 589 feet in height and the western residential tower would be approximately 506

feet in height. The floorplate of each residential tower above the base would be 10,175 zoning square feet. The South Complex would contain approximately 1,000 residential units.

The lower floors of the South Complex would house the residential lobbies and storage areas, retail and eating and drinking establishments, and a proposed health club. Ground-level retail and cafes and the health club entrance would be located on the shore public walkway and the western portion of 43rd Avenue. The eastern residential tower entrance would be located on Vernon Boulevard and the western residential tower entrance would be located on the improved 43rd Avenue.

ACCESSORY OFF-STREET PARKING AND LOADING BERTHS

A 1,400 space accessory off-street attended parking garage is proposed for the sub-cellar, cellar, mezzanine, and ground floor levels. The accessory off-street parking garage would serve the residents, employees, and visitors to the building. Vehicular access to the accessory off-street parking garage would be provided through two, two-way 24-foot curb cuts, inclusive of splays, on Vernon Boulevard. Pursuant to Section 13-561 (Accessory off-street parking spaces), 50 reservoir spaces would be provided. The accessory off-street parking garage would be open 24 hours a day, seven days a week. Visitors, guests, and staff would walk via a pedestrian walkway directly up ramps to Vernon Boulevard.

Off-street loading berths for 12 trucks would be located under the proposed Silvercup West building. The proposed M1-5 District regulations require six loading berths. Trucks serving the retail and studio uses would enter from 43rd Avenue and either go down a half-level ramp to the retail and studio uses or up a ramp to studio uses. An internal north-south drive would run through Silvercup West at the ground floor level. Ramps would bring the trucks to an at-grade merge within the North Complex before exiting onto a private driveway located with the required upland connection along the northern edge of the North Complex.

WATERFRONT PUBLIC ACCESS

The Silvercup West site is located on a waterfront block as defined by the Zoning Resolution.

Development of the proposed project must therefore provide waterfront access areas in conformance with requirements of Section 62-40 (REQUIREMENTS FOR WATERFRONT PUBLIC ACCESS AND VISUAL CORRIDORS) of the Zoning Resolution, which mandates that a new mixed-use development in an R-10 and equivalent district provide (i) a visual corridor that is the same width as the upland street of which it is a prolongation; (ii) an upland connection at least 30 feet in width connecting the nearest upland street to the waterfront, and (iii) a 40-foot wide shore public walkway. For this project, the shore public walkway must be improved to the level of an esplanade. The site is also subject to Waterfront Access Plan Q-1 (WAP) for Northern Hunter's Point (Section 62-851). The Northern Hunters Point WAP was approved in 2001 and it modified the waterfront yard, visual corridor and public access requirements for waterfront parcels between the Anable Basin and the Queensboro Bridge.

Pursuant to the WAP, the upland connection on the site is required to be located generally as a prolongation of Queens Plaza South at the northern boundary of the site and the visual corridor is required to be the prolongation of Queens Plaza South. The WAP waived the supplemental public access requirement on the site due to the site's proximity to Queensbridge Park, a 22-acre mapped public park. The WAP also provides for a continuous public access area along the shoreline of 43rd Avenue, which the applicant is proposing to develop and maintain.

The required waterfront zoning public access elements for the site result in approximately 55,000 square feet of publicly accessible passive open space on the Silvercup West site and an additional 7,120 square feet at the foot of 43rd Avenue.

Visual Corridor

A visual corridor is defined as a public street or tract of land that provides a clear and unobstructed view to the water from a public street. The Northern Hunter's Point WAP specified the location for the required visual corridor as the westerly prolongation of Queens Plaza South. Queens Plaza South is mapped at a width of 80 feet. Therefore, the required visual corridor would be 80 feet and would be located primarily on the proposed Silvercup West site, although a

portion of the visual corridor would also cover the DOT property to the north of the site. The WAP also designated 43rd Avenue as a required visual corridor.

Upland Connection

The Northern Hunter's Point WAP specified that an upland connection must be provided along the northern boundary of the site, at the prolongation of the southern line of Queens Plaza South and running westerly to the bulkhead. The proposed upland connection would be approximately 25,000 square feet and over 500 feet in length. The width of the upland connection would range from 76 feet at its entrance along Vernon Boulevard to 40 feet at the intersection with the shore public walkway. The narrowest point would be 30 feet at a “notch” in the property’s northern boundary.

A 16-foot wide pedestrian path would extend along the length of the upland connection.

Approximately 234 linear feet of seating would be provided along the pedestrian path in the form of benches. At the western termination of the upland connection, eight chaise lounges and three chess tables with benches would be installed, providing approximately 36 linear feet of seating. The pedestrian circulation zone would be planted with approximately 6,500 square feet of planting beds with decorative grasses. A row of Black Tupelo or similar trees would be planted along the eastern segment of the upland connection to mask a retaining wall that would be required due to the grade change at the DOT property under the Queensboro Bridge. A sculpture, inspired by the many pottery kilns that were used on the site at the turn of the last century, would be located within the northern buffer just west of the driveway.

A private driveway for the internal on-site loading berths would also occupy a portion of the upland connection. The driveway would vary in width from 16- to 28.5-feet and would run along the northern boundary of the eastern half of the upland connection. The driveway would be distinguished from the pedestrian circulation zone by a different pavement treatment and separated by decorative bollards, the design of which would be inspired by terra cotta building elements produced by the New York Terra Architectural Terra Cotta works.

Shore Public Walkway

The proposed project would provide a shore public walkway along the East River that meets or exceeds the requirements of Section 62-61 (Design Options and Methodology). The proposed 500-foot long shore public walkway would connect the upland connection at the site's northern boundary to the proposed publicly accessible open space at the terminus of 43rd Avenue. The total area of the proposed shore public walkway would be approximately 30,000 square feet. The northern terminus of the shore public walkway would be designed to allow a connection with the adjacent DOT site which is proposed to be developed as publicly accessible open space; the southern terminus would flow into the proposed publicly accessible open space at the end of 43rd Avenue.

At its two widest points, the shore public walkway would be 90 feet wide at the northwestern corner of the building and approximately 89 feet wide at the southwestern corner. Two pedestrian circulation zones would parallel the river's edge. The upland or landward pedestrian path would vary in width but would not be any narrower than the required ten feet. The 220-foot central portion of the landward circulation path would lie beneath the overhang of the Core Complex, adjacent to tables and chairs associated with the building's ground floor retail and cultural uses. The width of the lower or seaward circulation path would not be narrower than 12 feet and would be in a more exposed, sunny location, directed more to the north-south flow of pedestrians and to water-viewing. Twenty eight chaise lounge chairs would be located at the northern end of the shore public walkway along the railing.

Shade trees would be planted in clusters, between which would be planted two informal groupings of smaller ornamental trees. There would be one bosque each at the northern and southern corners of the building and a double row of trees at the center of the shore public walkway. The northern bosque would have a depth of approximately 90 feet, with 17 trees, 11 movable tables and 44 movable chairs, and a bench of 55 linear feet. The southern bosque would have a depth of approximately 89 feet, with 12 trees, 11 movable tables and 44 movable

chairs, and a curved bench providing over 40 linear feet of seating. The central area would contain six large shade trees. This area would be flanked to the north and south by plantings each of which would contain five smaller ornamental trees and two curved benches providing over 180 linear feet of seating.

Illuminated bollards, uplights, lighting inserted in railings, and building-mounted fixtures would be used to meet the lighting requirement instead of light poles to provide for a minimum of sufficient illumination without impeding the river or Manhattan skyline views with raised fixtures.

43rd Avenue Street End

Concurrent with this project, and consistent with the Northern Hunter's Point WAP, the applicant intends to develop an 89-foot (east-west) by 80-foot (north-south) public access area (approximately 7,120 square feet) at the western terminus of 43rd Avenue. The public access area would consist of paved circulation space and plantings of native grasses in low planters that would also serve as seating. The design and treatment of this transitional area would be coordinated with the treatment of the upland connection and shore public walkway.

ADDITIONAL PUBLIC OPEN SPACE

Additional publicly accessible passive open space would be provided in three locations. Approximately 12,500 square feet would be provided in at the project's north and south corners along Vernon Boulevard, and an additional 4,500 square feet would be provided in a public overlook on the northwestern corner of the roof terrace of the Core Complex.

Terra Cotta Plaza

The easternmost portion of the upland connection would flow into Terra Cotta Plaza, an 8,200 square foot publicly accessible plaza area that would surround the Terra Cotta building along Vernon Boulevard. Public seating, plantings of native grasses and trees, including a grove of three dawn redwoods, would be provided.

Vernon/43 Avenue Plaza

Approximately 4,300 square feet of publicly accessible open space would be located at the southeastern corner of the Silvercup West site, in front of the entrance to the eastern residential tower at the corner of Vernon Boulevard and 43rd Avenue. This area would be improved with seating, plantings of native grasses in low planters that would also serve as seating, and flowering trees.

Public overlook

A public overlook of approximately 4,500 square feet would be located on the northwest portion of the roof of the Core Complex. The public would be able to access this terrace either from the shore public walkway by means of a dedicated elevator or from an escalator in the community facility portion of the North Complex. The public overlook would include an accessible sitting area with movable tables and chairs.

The attached restrictive declaration (Exhibit A) would ensure development of the proposed additional public open space as part of the proposed project.

Required Actions

The proposed development requires an amendment to the City Map involving a change of legal grades in 43rd Avenue between Vernon Boulevard and the East River (C 050375 MMQ); an amendment of the Zoning Map, changing from an M1-4 District to an M1-5/R10 District and establishing a Special Mixed Use District (MX-9) on property bounded by the southwesterly boundary line of Queensbridge Park, Vernon Boulevard, 43rd Avenue, and the U.S. Pierhead and Bulkhead Line of the East River (C 060323 ZMQ); zoning text amendments relating to Article XII, Chapter 3 (Special Mixed Use District) to establish the Special Mixed Use District MX-9 and establish special permit provisions for signs in the MX-9 District (N 060324 ZRQ); a special permit pursuant to Section 13-561 (Accessory off-street parking spaces) for a 1,400-space attended accessory parking garage (C 060325 ZSQ); a special permit pursuant to proposed Section 123-40 (Sign Regulations) to allow for an approximately 9,745.8 square foot accessory,

illuminated sign (C 060327 ZSQ); an authorization pursuant to Section 62-722 (Modification of waterfront public access and visual corridor requirements) to allow for modifications to the design requirements for visual corridors and the shore public walkway (N 060328 ZAQ); and a Chair's certification pursuant to Section 62-711(c) (Waterfront public access and visual corridors) showing compliance with waterfront public access requirements (N 060330 ZCQ).

PROPOSED AMENDMENT TO THE CITY MAP (C 050375 MMQ)

An application is proposed to modify the elevation of the mapped but unimproved portion of 43rd Avenue between Vernon Boulevard and the East River to raise the street above the flood plane and at the same grade as the adjacent Silvercup West and Con Ed parcels. The mapped elevation at the foot of 43rd Avenue at the water's edge would be raised from 5.5 to 7.5 feet. The existing mapped elevation of 12.33 feet at the intersection of 43rd Avenue and Vernon Boulevard would not be changed.

PROPOSED APPLICATION FOR AN AMENDMENT OF THE ZONING MAP (C 060323 ZMQ)

Existing Zoning

The Project Site is located within an M1-4 District. M1 districts allow as-of-right commercial uses and a wide range of manufacturing and industrial uses that can conform to a high standard of performance as well as commercial uses. As of right community facility uses are limited to open uses listed within Use Group 4 B of the New York City Zoning Resolution. Residential uses are not permitted.

The maximum FAR for commercial and industrial uses in an M1-4 District is 2.0 and the maximum FAR for community facility uses is 6.5. Silvercup West would be developed on a waterfront block and is therefore subject to the provisions of Section 62-00 (Special Regulations Applying in the Waterfront Area), generally referred to as waterfront zoning. Waterfront Zoning provisions establish a maximum streetwall height of 60 feet and a maximum building height of 110 feet for buildings in an M1-4 District. A 40-foot wide yard along the waterfront in lieu of a rear yard is required for any new development greater than 1.0 FAR comprised predominantly of commercial uses. Developments comprised predominantly of uses listed in use groups 16

(General Service) and 17 (Manufacturing) must instead provide a 20-foot wide rear yard.

Proposed Zoning

A Special Mixed Use District (MX-9) is proposed for the area bounded by the midblock of Vernon Boulevard to the east, the northern boundary of the existing M1-4 District to the north, the East River bulkhead to the West, and the midpoint of 43rd Avenue to the south. These boundaries include the entire Silvercup West site. The district would pair an M1-5 District with an R10 District. The proposed MX-9 District would allow most residential, community facility, commercial, and manufacturing uses as-of-right.

Use Provisions

Heavy manufacturing uses (Use Group 18 uses) would not be allowed, except for breweries of less than 10,000 square feet. Animal pounds, crematoriums, or public transit yards (Use Group 16 uses) would also not be allowed. The remaining Use Group 16 uses, all of the Use Group 17 uses, and the new small brewery use would be divided into two categories: uses allowed as-of-right (Section 123-221) and uses allowed with certain restrictions (Section 123-222). The basis for determining whether an industrial use would be allowed as-of-right or with restrictions is the extent to which the facility is known to use, store, or emit substances that are identified by city, state, or federal laws and regulations as potentially having adverse environmental health, and/or safety effects on humans, animals, or plants. Industrial uses that are not known to use, store, or emit hazardous substances are those that would be allowed as-of-right.

Residential uses or community facility uses with sleeping accommodations seeking to locate in a building sharing a common wall with or in the same building with an industrial use would similarly be required to demonstrate before locating within the Special Mixed Use District that the industrial use does not emit, store, or use hazardous materials or substances that are identified by city, state, or federal laws and regulations as potentially having adverse environmental health and/or safety effects on humans, animals, or plants.

Information on the level of emission would be based on the permits these uses are currently required to hold under regulations such as Right-to-Know, the New York State Air Guide, or DEP operating certification. The documentation and assessment would be provided by the applicant when filing for a Permit to Construct as part of the submission to the Department of Buildings. A certified engineer or architect or staff from DEP or the New York State Department of Environmental Conservation (DEC) would certify that the material contained in the application is accurate and that the proposed use complies with the requirements of the proposed Special Mixed Use District.

The regulations for home occupations would be more flexible under the proposed special district regulations. Up to 49 percent of the total floor area of a dwelling unit could be used for a home occupation, which could occupy more than 500 square feet of floor area. Businesses operated as home occupations could have up to three non-residential employees.

Uses that would be allowed as-of-right in the designated Residence District but would require a City Planning Commission (CPC) or Board of Standards and Appeals (BSA) Special Permit, Certification, or Authorization in the designated M1 District, such as schools, would be allowed as-of-right in the proposed special district. Conversely, uses that would be allowed as-of-right in the designated M1 District but would require a CPC or BSA Special Permit, Certification, or Authorization in the designated Residence District, such as overnight or outdoor camps, would be allowed as-of-right in the proposed special district. Uses requiring a CPC or BSA Special Permit, Certification, or Authorization in both of the designated districts would continue to require discretionary review.

The sign provisions for C6-1 Districts would replace the sign provision of the designated districts. The sign provisions would also apply to mixed-use buildings. C6-1 provisions allow illuminated signs with a maximum surface area of five times the street frontage of the zoning lot but in no event more than 500 square feet for an interior or through lot or 500 square feet on each frontage for corner lots. The maximum allowed height above curb level for a sign in a C6-1

District is 40 feet.

Bulk Provisions

Although the MX provisions establish a maximum FAR of 5.0 for manufacturing and commercial uses and 10.0 for residential and community facility uses, the applicant is proposing to restrict the maximum FAR on the site to 7.9, consistent with FAR of the proposed development.

The maximum streetwall height for commercial, community facility, and manufacturing buildings would be 65 feet and the maximum building height would be 185 feet. The yard requirements of the M1-5 District of the proposed MX-9 District would be the same as those in the existing M1-4 District. The maximum streetwall height for a residential building in the R10 District of the proposed MX-9 District would be 110 feet and the maximum building height would be 350 feet.

PROPOSED APPLICATION FOR ZONING TEXT AMENDMENTS (N 060324 ZRQ)

Zoning text amendments are proposed for sections 123-40 (SIGN REGULATIONS) and 123-90 (SPECIAL MIXED USE DISTRICTS SPECIFIED) of the Zoning Resolution.

The proposed amendment to Section 123-90 would establish an MX-9 Northern Hunter's Point Special Mixed Use District.

The proposed amendment to Section 123-40 would create a City Planning Commission special permit to modify the sign provision of the proposed MX-9 District. Signs in Special Mixed Use Districts are allowed subject to the provisions of a C6-1 District, which allows illuminated signs with a maximum surface area of five times the street frontage of the zoning lot but in no event more than 500 square feet for an interior or through lot or 500 square feet on each frontage for corner lots. The applicant is proposing a new special permit provision that would allow the City Planning Commission to modify the surface area and illumination provisions and the permitted projection or height of signs provisions provided the Commission finds that such signs are

consistent with the character of the surrounding area.

PROPOSED SPECIAL PERMIT FOR A 1,400 ACCESSORY OFF-STREET PARKING GARAGE (C 060325 ZSQ)

The Silvercup West site is subject to the provisions of Article I, Chapter III of the Zoning Resolution, which restricts the size of accessory parking facilities for mixed use developments to 225 spaces.

The project site fronts on Vernon Boulevard, a 75-foot wide street. The entrance to and egress from the garage would be provided by two 24-foot wide curb cuts inclusive of splays. One garage entrance would be located approximately 100 feet north of the intersection of 43rd Avenue and the other entrance would be located approximately 160 feet south of the intersection of Vernon Boulevard and Queens Plaza South.

The proposed garage would be located on portions of the ground floor, cellar, and sub-cellar of the studio portion of the proposed building and would occupy 280,000 square feet. The portion of the first floor occupied by the garage would be dedicated to entrance and exit ramps, ramps to the cellar and sub-cellar, pedestrian walkway, and the required 50 reservoir spaces. The reservoir spaces would be designed to ensure that vehicles could queue without obstructing vehicular or pedestrian traffic on the street. The garage would be fully attended and would operate 24 hours a day, seven days a week.

PROPOSED SPECIAL PERMIT FOR BULK MODIFICATIONS ON WATERFRONT BLOCKS (C 060326 ZSQ)

An MX-9 (M1-5/R10) District is proposed for the site. Generally in MX districts, one envelope is established for all buildings, regardless of use. As the Silvercup West site is located on a waterfront block, it is also subject to waterfront zoning provisions. Section 62-13 (Applicability of District Regulations) provides that in the case of a conflict between a special district and waterfront zoning, waterfront zoning provisions control. Section 62-13 further states that if the height limit in the special district is higher than what would be allowed by waterfront zoning, the lower height limit shall control. Since the building envelope for the proposed MX-9 District is larger than the envelope for an M1-5 District at the waterfront, waterfront zoning height and

setback provisions would apply to the proposed Silvercup West project.

In the proposed MX-9 district, the residential and community facility portions of the building would be subject to the R10 District waterfront zoning height and setback provisions and the commercial portions of the building would be subject to the M1-5 District waterfront zoning provisions. The maximum base height allowed in an R10 District at the waterfront is 110 feet and the maximum building height is 350 feet. The maximum base height allowed in an M1-5 District at the waterfront is 65 feet and the maximum building height is 185 feet. A ten-foot setback would be required on a wide street above the maximum base height, a 15-foot setback would be required on a narrow street, and a 30-foot setback would be required along a shore public walkway. Additional setbacks would be required for all buildings that exceed a height of 150 feet. The maximum length of a building wall facing the shoreline entirely above the base height is limited to 100 feet. Residential floorplates above 110 feet could not exceed 8,100 square feet.

To facilitate the proposed Silvercup West building, the applicant is seeking a special permit pursuant to Section 62-736 (Bulk modifications on waterfront blocks) to allow the following modifications:

- 1) no building setbacks after the maximum base heights of 65 feet for commercial use and 110 feet for residential and community facility use.
- 2) residential tower heights of approximately 506 feet and 589 feet and commercial tower heights of approximately 418 feet and 526 feet;
- 3) residential floorplates of 10,012 square feet above 110 feet;
- 4) a commercial tower wall of 120 feet facing the shoreline; and

5) for the commercial tower and the two residential towers, the floorplate above 150 feet to exceed 85 percent of the floorplates below 150 feet.

To ensure that Silvercup West is built within the envelope described above, that the public open spaces are developed, and that the mix of uses occupying the building are substantially consistent with the program described above (Preferred Development Program) or one of three variations analyzed in the FEIS, the applicant would, prior to application for a building permit for the project, execute and record against the project site a restrictive declaration that would specify the envelope within which the project's bulk could be arranged and require that Silvercup West be developed substantially in accordance with the Preferred Development Program or one of three variations analyzed in the FEIS. Variation 1 would replace the office space with an equivalent amount of residential space containing no more than 655 apartments. Variation 2 would replace the community facility space with an equivalent amount of studio and studio support space, including two additional studios. Variation 3 would replace the office space with an equivalent amount of residential space containing 655 apartments and the community facility space with an equivalent amount of studio and studio support space, including two additional studios. The restrictive declaration would further provide that if the special permit that is the subject of this report is not used, development of the project site would be limited to a maximum FAR of 7.9.

PROPOSED SPECIAL PERMIT APPLICATION FOR AN ACCESSORY SIGN (C 060327 ZSQ)

Signs are allowed in a Special Mixed Use District subject to the provisions of a C6-1 district, which allows illuminated signs with a maximum surface area of five times the street frontage of the zoning lot but in no event more than 500 square feet for an interior or through lot or 500 square feet on each frontage for corner lots. The maximum allowed height above curb level for a sign in a C6-1 District is 40 feet. The applicant is proposing an approximately 9,745.8 square foot illuminated red neon accessory sign (194' 11" in width by 50' in height) that would be 90 feet above curb level. The sign design and lettering would be nearly identical to Silvercup's existing sign on their main lot, with Silvercup in large letters above the word Studios in smaller

letters. The sign would be affixed to western facade of the Core Complex portion of the Silvercup West building. The top of the sign would be 90 feet above the shore public walkway; the bottom of the sign would be approximately 45 feet above the shore public walkway. Approximately 36 feet of building wall would be left on either side of the proposed sign. The Core Complex would house the proposed film studios, catering facility, ground floor retail uses, and accessory off-site parking garage.

PROPOSED AUTHORIZATION FOR MODIFICATIONS TO WATERFRONT PUBLIC ACCESS AND VISUAL CORRIDOR REQUIREMENTS (N 060328 ZA Q)

The proposed project is also required to comply with the requirements for public access, as modified by the Northern Hunter's Point Waterfront Access Plan. The proposed project is required to provide a shore public walkway of 40 feet with an unobstructed pedestrian circulation zone, an upland connection of at least 30 feet with two continuous buffers of seven feet bordering a required pedestrian circulation zone, and a visual corridor equal to the width of the prolongation of Queens Plaza South (80 feet). In addition to requirements for seating and landscaping in the shore public walkway, a continuous tree pit planted with a single row of shade trees is required, as is illumination in the form of light posts of a minimum of 12 feet spaced at a maximum of 40 feet apart within five feet of a required circulation path. Visual corridors are required to be free of visual obstructions. Permitted obstructions in a shore public walkways or upland connection generally consist of landscaping, kiosks and open-air cafes.

The applicant is proposing to modify these provisions to allow sculptures in the upland connection and shore public walkway, to provide a portion of a required circulation path in the shore public walkway underneath an overhang of the core complex for a distance of 220 feet, to allow tree planting in the shore public walkway in the form of bosques instead of a continuous row of trees and tree planting within the visual corridor, to provide lighting in the railing along the shore public walkway, in benches and bollards, and uplighting in the trees.

PROPOSED CERTIFICATION FOR WATERFRONT PUBLIC ACCESS AND VISUAL CORRIDORS (N 060330 ZC Q)

The applicant is seeking certification pursuant to Section 62-711 (c) (Waterfront public access and visual corridors) that a site plan has been submitted showing compliance with the Northern Hunter's Point Waterfront Access Plan.

ENVIRONMENTAL REVIEW

This application (C 060326 ZSQ), in conjunction with the related actions (C 050375 MMQ, C 060323 ZMQ, N 060324 ZRQ, C 060325 ZSQ, C 060327 ZSQ, N 060328 ZAQ, N 060330 ZCQ), was reviewed pursuant to the New York State Environmental Quality Review Act (SEQRA), and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations, Section 617.00 et seq. and the City Environmental Quality Review (CEQR) Rules of Procedure of 1991 and Executive Order No. 91 of 1977. The designated CEQR number is 05DCP080Q. The lead is the City Planning Commission.

It was determined that the proposed action may have a significant effect on the environment, and that an environmental impact statement would be required. A Positive Declaration was issued on May 20, 2005, and distributed, published and filed, and the applicant was asked to prepare or have prepared a Draft Environmental Impact Statement (DEIS). A public meeting on the Draft Scope of Work for the DEIS was held on June 28, 2005, and the Final Scope of Work for the DEIS was issued on February 14, 2006.

The lead agency prepared a DEIS and a Notice of Completion for the DEIS was issued on February 17, 2006. Pursuant to the SEQRA regulations and the CEQR procedures, a joint public hearing was held on the DEIS on May 24, 2006, in conjunction with the public hearing on this ULURP item (C 060326 ZSQ) and the related items (C 050375 MMQ, C 060323 ZMQ, N 060324 ZRQ, C 060325 ZSQ, C 060327 ZSQ, N 060328 ZAQ, and N 060330 ZCQ).

The Final Environmental Impact Statement (FEIS) was completed, and a Notice of Completion of the FEIS was issued on June 30, 2006. The Notice of Completion for the FEIS identified significant adverse impacts and proposed mitigation measures that are summarized in the FEIS

Executive Summary attached as Exhibit B hereto.

UNIFORM LAND USE REVIEW

This application (C 060326 ZSQ), in conjunction with the applications for the related actions, (C 050375 MMQ, C 060323 ZMQ, C 060325 ZSQ, and C 060327 ZSQ), was certified as complete by the Department of City Planning on February 21, 2006, and was duly referred to Community Board 2 and the Borough President, in accordance with Article 3 of the Uniform Land Use Review Procedure (ULURP) rules, along with the related non-ULURP applications, (N 060324 ZRQ and N 060328 ZAQ), which were sent to the Community Board and Borough President for information and review.

Community Board Public Hearing

Community Board 2 held a public hearing on this application (C 060326 ZSQ) on April 6, 2006 and by a vote of 37 in favor, 1 opposed and 2 abstentions recommended approval of the application with the following conditions:

- 1) Affordable Housing: - The developer will agree to include affordable housing at the project as follows:
 - 10% of the residential units in the approved residential tower will be set at "affordable rent" for residents [at or below 80% of median income],
 - In the event the office building and/or the community facility are not built and additional residential units are constructed, 20% of the units will be set at "affordable rent" for residents [at or below 80% of the median income.]
 - In the event the developer deems it not feasible to include these affordable units in the approved residential tower, the developer will construct no less than 100 affordable housing units at an alternate location, within the Community Board 2 area.

- 2) Limited Approval of the Signage as Integral to the Design to the Specific Set of Facts: Community Board 2 has consistently campaigned against the building, erecting and maintaining of commercial signs and billboards in the community. The Board believes the increase in the number of large billboard signs is destroying the character of the community.

However, we understand and accept the need of commercial enterprises to announce their actual presence in the area, and, therefore, agree to permit signage for this new construction providing that:

- The sign does not extend beyond the exterior walls of the building or the roof line
- The sign must reflect the name of the developer and prime tenant of the building and have a historical or cultural significance
- The sign does not exceed 195' in length or 46' in height, and will not blink, flash, or otherwise move or fluctuate or be multicolored
- The sign can not be more than 100' above the surrounding sidewalks

In view of the fact that the proposed sign meets all of the above noted limitations, Community Board 2 approves the Special Permit to erect this sign.

3) NYC Department of Transportation Site Under the Queensboro Bridge:

The applicant will agree to enter into a maintenance agreement for the land under the Queensboro Bridge at 43rd Avenue, after the site is turned over to the NYC Parks Department. This would be as per the applicant's agreement with NYC Parks Department for the remainder of the site.

4) Programming of Community Facility

That Community Board 2 will have a role in programming of this space. In the event the community facility space is not leased or filled, that the applicant develop and operate either a high school or college related to the film industry.

5) Applicant must make jobs available to CB2 area residents during construction, and permanent employment post construction. These job opportunities must include residents of the Borden Avenue Veteran's Shelter.

Borough President Recommendation

The Borough President held a public hearing on this application (C 060326 ZSQ) on April 27, 2006 and issued a report on May 22, 2006 recommending approval of the application with the following recommendation:

New York City should evaluate the transportation network of the larger Long Island City area (not limited to Queens Plaza, Hunters Point, Queens West and the Jackson Avenue Corridor) for possible infrastructure and service improvements that would support all of the new development that is occurring in the area.

City Planning Commission Public Hearing

On May 10, 2006 (Calendar No. 7), the City Planning Commission scheduled May 24, 2006, for a public hearing on this application (C 060326 ZSQ). The hearing was duly held on May 24,

2006 (Calendar No. 17), in conjunction with the hearing on the related actions (C 060323 ZMQ, N 060324 ZRQ, C 060325 ZSQ, C 060327 ZSQ, and C 050375 MMQ). There were 25 speakers in favor of the application and related applications and four speakers in opposition.

Speakers in favor included the developer, his architect, and attorney, representatives from the local community board, Queens Chamber of Commerce, the Director's Guild of America, The Pratt Center, Earth Pledge, and the Real Estate Board of New York, representatives of local businesses affiliated with the developer, and local residents.

The speakers in favor stressed the economic development benefits of the project, particularly its associated 3,900 permanent jobs and the importance of those jobs to nearby residents of Queensbridge Houses, where the unemployment rate is exceptionally high. Speakers also testified in support of the new waterfront public access opportunities that would be created on the currently inaccessible site. Speakers also noted the environmental benefits associated with the developer's pledge to seek LEED certification for the proposed building. Representatives of affiliated businesses and associations testified about the urgent need for additional studio and production space to keep up with the booming film and television production industry. Of the speakers testifying in favor of the project with modifications, all requested an affordable housing component.

Speakers in opposition included members of the local community board, Habitat for Humanity, Asian Americans for Equality, and local residents. The majority of the speakers testifying in opposition, including the speaker testifying against the project with modifications, did so because the project lacked an affordable housing component. Other speakers expressed opposition because the project would block views of the Queensboro Bridge, a New York City landmark structure, and generally block light and air and views of the waterfront on and from the surrounding blocks.

Waterfront Revitalization Program Consistency Review

This application (C 060326 ZSQ), in conjunction with those for the related actions (C 060323 ZMQ, N 060324 ZRQ, C 060325 ZSQ, C 060327 ZSQ, N 060328 ZAQ, and C 050375 MMQ), was reviewed by the Department of City Planning for consistency with the policies of the New York City Waterfront Revitalization Program (WRP), as amended, approved by the New York City Council on October 13, 1999 and by the New York State Department of State on May 28, 2002, pursuant to the New York State Waterfront Revitalization and Coastal Resources Act of 1981 (New York State Executive Law, Section 910 et seq). The designated WRP number is 05-050.

This action was determined to be consistent with the policies of the New York City Waterfront Revitalization Program.

CONSIDERATION

The Commission believes that the grant of the special permit, along with the related actions, is appropriate.

The Silvercup West project achieves important planning and economic objectives for this unique site by creating new employment opportunities, new housing, and well-designed public access to the East River waterfront. The proposed actions would facilitate the redevelopment of one of the most important remaining undeveloped waterfront sites in New York City, and contribute to a burgeoning economic renaissance in western Queens. At the same time, the Commission is pleased that the applicant is willing to provide affordable housing in conjunction with the project.

The Commission notes that upon completion, Silvercup West would provide 3,900 permanent jobs, the vast majority of which will be in the film and television production industry. New York City's share of this industry is the second largest in the country after Hollywood, and the industry is critical to the city's economy. The eight additional state-of-the-art studios afforded by Silvercup West would allow the city to remain competitive in its efforts to capture an increasing share of the film and television production industry. The Commission acknowledges

the letter dated June 22, 2006 from the applicant that outlines the numerous efforts Silvercup Studios has undertaken to provide employment opportunities to local residents and its pledge to continue working with community based organizations to ensure local residents have access to employment opportunities at Silvercup West. The Commission further notes that to ensure the studios are developed in a timely fashion, the attached restrictive declaration links development of the residential buildings in the South Complex to substantial progress on studio development in the Core Complex. Prior to receiving a building permit for the second residential building, the applicant would need to have a building permit for the Core Complex, and 25 percent of Temporary Certificates of Occupancy (TCOs) for the second residential building in the South Complex would be held until the Core Complex is substantially complete.

The Commission believes the building design, conceived of by Richard Rogers Partnership in collaboration with NBBJ, would establish an essential iconic presence along the Long Island City waterfront. The Commission also believes that the building's unique program, largely defined by the required footprint for the eight, column free studios, and its proximity to the Queensboro Bridge, an intricately designed structural steel bridge, as well as the site's nearly 14 foot grade change and its existing New York City landmark structure, warrant a unique building form.

The Commission acknowledges the design challenges posed by the site's unique location and believes the proposed building relates well to the surrounding context. The Silvercup West site is situated at the northernmost end of the redeveloping Hunter's Point waterfront, the western end of Queens Plaza, and directly adjacent to the Queensboro Bridge and a largely vacant city-owned site. The structural expression of the building reflects both the design of the Queensboro Bridge and the surrounding industrial community. The overall transparent nature of the design and the subtle use of distinctive materials to define the various studio, residential, office, and community facility components of the building, informs the public and helps to activate the street frontage along Vernon Boulevard and at the building's entrance at Queens Plaza South.

Silvercup West consists of two tower elements rising without setback at the northern and southern edges of the site, wrapping a wide, lower-rise element in between. This design and its mix of uses--studios located in the center of the site with offices, community facility uses, housing, and lively restaurants and cafes around its perimeter--reflects the studio's centrality to the project and the unique role each use will play in realizing the project's goals. Each use is situated to best promote the creation of a lively waterfront community. The Commission believes that this combination of building forms, as opposed to the as-of-right condition of several uniformly located towers across the site, provides superior visual access to the waterfront and the Queensboro Bridge and results in a superior site plan.

The Commission understands that it is not approving a specific design with the grant of this special permit. However, the Commission notes the applicant's commitment to design excellence, expressed in a letter dated June 15, 2006 to the Chair, and is confident that the resulting Silvercup West building will adhere to the applicant's design principles outlined in the letter.

The Commission believes that another important element of the Silvercup West project is the provision of public access to the East River waterfront for the first time in the site's history. Creating new waterfront public access has long been a goal of the Commission, particularly along the Queens East River waterfront where historical land use patterns have precluded public access.

Located directly across the East River from the northern boundary of Midtown Manhattan, the waterfront public access areas would provide panoramic views of the Manhattan skyline. The resulting 30,000 square foot public shore public walkway would be another critical link in what will eventually be continual public waterfront access from Newtown Creek, the boundary between Queens and Brooklyn, to Queensbridge Park, the 20-acre park just north of Silvercup West. The Commission notes that access to the waterfront will be further enhanced by the improvement of 43rd Avenue between Vernon Boulevard and the East River, including raising

the mapped grade of the street end to above the flood plain and development of an additional 7,120 square feet of waterfront public access at the street's terminus. The Commission is aware that Department staff is working with the New York City Department of Sanitation to identify an appropriate relocation site for the existing salt pile.

The Commission believes the design of the waterfront public access areas is superior to a design that would strictly adhere to the as-of-right design standards. The bosques of trees and smaller tree groupings would provide for more intimate and shaded seating area and better views of the Manhattan skyline and Queensboro Bridge than would be afforded by a continuous, uniformly planted row of trees. Providing lighting in the railing along the shore public walkway, in benches and bollards, and uplighting in the trees instead of through a continuous row of light poles along the water's edge will similarly provide for enhanced views and reduce nighttime glare. The design of the pedestrian path in the upland connection aggregates the two required paths into a single path in the form of a sweeping arc spanning the approximately 500-foot length of the upland connection. The resulting path is a more meaningful space that will be softened and enhanced with planting beds of natural grasses.

Although trees are not generally provided in visual corridors, which are intended to provide unobstructed views of the water, the Commission understands the need to plant small shade trees in a portion of the required visual corridor at Queens Plaza South to buffer the site from the adjacent DOT de-icing facility. The Commission notes that when the DOT facility is developed as public open space, the remaining portion of the required Queens Plaza South visual corridor will be open and unobstructed. The sculptures in the shore public walkway and upland connection will evoke the site's history as a terra cotta production facility and create a visual marker to draw passersby into the upland connection and eventually to the shore public walkway.

Although pedestrian circulation areas within a shore public walkway are typically open to the sky, the Commission believes that locating a portion of the required pedestrian circulation area underneath the overhang of the Core Complex will provide protection from weather, thereby

increasing the opportunity to use the waterfront public access area. The placement of the circulation path against the Core Complex allows for the placement of social sitting areas comprised of benches with ornamental trees in the center of the shore public walkway.

The Commission concurs with the need to allow for more flexible sign provisions for the Silvercup West project. The approximately 9,745 square foot sign will further establish Silvercup's identity in Queens and enliven the public waterfront access. The Commission believes the red neon sign is consistent with the neighborhood character of Hunter's Point and the greater Long Island City neighborhood, which has been long characterized by roof top illuminated accessory signs on rooftop racks or brightly colored painted signs on building facades. Fifty feet tall and 194' 11" in width, the sign's size and character is similar to that of the illuminated neon Pepsi sign (48 feet tall and 147 feet wide) at Gantry Plaza State Park south of the site and the illuminated red Silvercup Studios sign (32 feet tall and 150 wide) on a rooftop rack of Silvercup's main lot on 21st Street. The Commission concurs with Community Board 2's recommendation that sign proposals for buildings along the East River waterfront should be considered carefully, with special attention given to their proposed design.

Silvercup West's 1,400 space accessory attended parking garage will serve exclusively the project's diverse land uses: residents, studio, office, and other commercial employees and visitors, and community facility employees and visitors. The Commission is aware that there are virtually no sufficiently sized off-street parking facilities in the vicinity of the site, and on-street parking is similarly limited. The accessory parking facility will minimize parking conflicts between existing businesses and the new Silvercup West occupants. The two 24-foot wide entrances and exits, located along Vernon Boulevard 100 feet north of 43rd Avenue and 160 feet south of Queens Plaza South, were designed to prevent traffic congestion. The 50 reservoir spaces provided just inside the entrance to the facility will further reduce the potential for traffic congestion. Pedestrian safety would be assured through the provision of stop signs, a convex mirror, and a specially designated pedestrian walkway. The Commission notes that vehicular traffic associated with the accessory off-street garage will generally use Vernon Boulevard, 43rd

Avenue, and Queens Plaza South, not 41st and 40th avenues, the only nearby residential streets.

The Commission believes an MX-9 District, consisting of M1-5 and R10 districts, is the most appropriate district for the site. While this density is higher than that allowed by the adjacent M1-4 District (2.0 FAR) that surrounds the site, it is consistent with the 8.0 FAR density allowed along Queens Plaza South several blocks east of the site. This density appropriately balances the site's relative distance from mass transit and other support services with the planning objective of establishing a vital anchor to the Queens Plaza corridor and East River waterfront.

The use and locational flexibility afforded by the Special Mixed Use District provisions are consistent with the nature of the Silvercup West project, which consists of a rich mix of apartments, offices, supporting retail, cultural uses, and film and television production studios. The "production" nature of the studios is very similar to the activities of the light industrial businesses occupying the blocks in between Silvercup West and Silvercup's main lot at 21st Street. The Commission understands that the applicant has agreed in an attached restrictive declaration to limit the development possibilities on the site to the preferred program that is the subject of this report, or one of three additional variations described and analyzed in the FEIS, or an as-of-right program, but in no case shall the development exceed 7.9 FAR.

The Commission notes the public testimony from several of the speakers at the Commission's public hearing, including the Chair, First Vice-Chair, Second Vice-Chair, and Secretary of Community Board 2, testified in favor of including an affordable housing component to the Silvercup West project. They expressed concern about the sharp increase in housing production and prices in the Hunter's Point neighborhood in recent years and the inability of many existing residents to afford the new housing. The Commission shares these concerns, but also recognizes that unlike other waterfront projects or recent zoning changes where the Commission has provided for an affordable housing component, Silvercup West is primarily an economic development project and that the FEIS prepared for the project did not identify any secondary displacement impacts. The Commission nevertheless believes that affordable housing would be

desirable and consistent with the city's goal of producing or preserving 165,000 affordable units, and it therefore asked Department staff to discuss with the applicant the potential for affordable housing, taking into account the project's primary function as a television and motion picture production facility.

The Commission is pleased to note that, after working with the New York City Department of Housing Preservation and Development, the New York City Housing Development Corporation, and Department staff, Silvercup has agreed to provide 150 units of affordable housing within Community Board 2 or within one half mile of the project site, as described in a letter to the Chair dated July 7, 2006. The applicant has further agreed to provide a 20 percent affordable housing component should the office component of the project be converted to residential use. The letter further confirms that 50 percent of the affordable housing units will be affordable by families with low and/or moderate incomes to the extent that public subsidies are determined to be available. The letter further provides that TCOs for 50 percent of the affordable housing units shall be obtained prior to applying for TCOs for the market rate units in the South Complex East River tower, and TCOs for all of the affordable housing units associated with the South Complex East River tower shall have been issued prior to applying for TCOs for all of the market rate units in the South Complex East River tower.

Should the office space in the North Complex be converted to residential space, the applicant has agreed that TCOs for at least 50 percent of the affordable housing units shall have been issued prior to its application for TCOs for 50 percent of the additional North Complex apartments, and TCOs for all of the affordable housing units associated with the North Complex shall have been issued prior to its application for TCOs for all of the North Complex apartments.

The Commission recognizes the important step Silvercup West is taking with regard to affordable housing and it applauds the applicant for responding to the community's and Commission's desire for an economically diverse community.

The Commission notes that the applicant has stated that the office component of the project is

critical to the eight new studios, but office market conditions may not support an office use at the site. To ensure that adequate time is given to securing an office tenant prior to exercising their ability to convert the office space to apartments, the attached restrictive declaration provides that the applicant will not seek a residential building permit for this portion of the project until at least two years following the start of work on the foundation structure for the studios.

The Commission believes that with the development commitments and schedules set forth in the attached restrictive declaration, the Silvercup West project will be better positioned to achieve its principal economic development goals. The applicant's commitment to design excellence and undertaking to provide off-site affordable housing, while not conditions of the Commission's approvals, will serve to ensure that the project lives up to its potential to be an iconic presence on the waterfront and that it will respond to community concerns about the provision of affordable housing in or near this newly redeveloped area of Queens. The Commission looks forward to the project's realization.

FINDINGS

The City Planning Commission hereby makes the following findings pursuant to Section 62-736 (Bulk modifications on waterfront blocks) of the Zoning Resolution:

- (a) the zoning lot has unique natural features such as rock outcroppings, significant grade changes or wetlands; or has an irregular shoreline or shape; or contains existing buildings or other structures;
- (b) the site plan of the proposed development would result in better bulk placement and articulation of buildings, and a better arrangement of open space than would be possible by strict adherence to the bulk regulations;
- (c) the proposed development would provide physical or visual public access to the waterfront in a way that is superior to that which would be possible by strict adherence to the bulk regulations; and

- (d) such modifications would significantly enhance the relationship between the proposed development and the surrounding area.

RESOLUTION

RESOLVED, that having considered the Final Environmental Impact Statement (FEIS), for which a Notice of Completion ratified herein was issued on June 30, 2006, with respect to this application, the City Planning Commission finds that the requirements of the New York State Environmental Quality Review Act and Regulations have been met and that, consistent with social, economic, and other essential considerations:

1. From among the reasonable alternatives thereto, the actions to be approved are ones which minimize or avoid adverse environmental impacts to the maximum extent practicable; and
2. The adverse environmental impacts revealed in the FEIS will be minimized or avoided to the maximum extent practicable by incorporating as conditions to the approval those mitigative measures that were identified as practicable.

The report of the City Planning Commission, together with the FEIS, constitute the written statement of facts, and of social, economic and other factors and standards, that form the basis of the decision, pursuant to Section 617.11(d) of the SEQRA regulations; and be it further

RESOLVED, that the City Planning Commission, in its capacity as the City Coastal Commission, has reviewed the waterfront aspects of this application and finds that the proposed action is consistent with WRP policies; and be it further

RESOLVED, by the City Planning Commission, pursuant to Sections 197-c and 200 of the New York City Charter, that based on the environmental determination, and the consideration and findings described in this report, the application submitted by Terra Cotta LLC pursuant to

Sections 197-c and 201 of the New York City Charter for the grant of a special permit pursuant to Section 62-736 of the Zoning Resolution to modify the following Sections of the Zoning Resolution:

1. Section 123-662 and Section 62-341(c)1 to allow the building within an initial setback distance to exceed 65 feet in height for commercial use and to exceed 110 feet in height for residential and community facility use;
2. Section 123-662 and Section 62-341(c)2 to allow the maximum building height to exceed 185 feet in height for commercial use and to exceed 350 feet in height for residential and community facility use;
3. Section 62-341(c)4 to allow the residential story located entirely above the maximum base height to exceed a gross area of 8,100 square feet;
4. Section 62-341(c)5 to allow any story of a building located entirely above a height of 150 feet to exceed 85 percent of the gross area of the highest story of the same building located entirely below a height of 150 feet; and
5. Section 62-341(c)6 to allow the maximum length of a building which faces a shoreline and is entirely above the maximum base height to exceed 100 feet;

in connection with a proposed mixed use development on property generally bounded by Queensboro Bridge, Vernon Boulevard, 43rd Avenue, and the East River (Block 477, Lots 13, 15, 20 and 24), in an M1-5/R10 District, within the Special Mixed Use District (MX-9), Borough of Queens, Community District 2, is approved subject to the following terms and conditions:

1. The property that is the subject of this application (C 060326 ZSQ) shall be developed in size and arrangement substantially in accordance with the dimensions, specifications and zoning computations indicated on the following plan, prepared by NBBJ, filed with this

application and incorporated in this resolution:

<u>Drawing No.</u>	<u>Title</u>	<u>Last Date Revised</u>
Z 2.0	Site Plan/Roof Plan	February 17, 2006
Z 2.1	Zoning Analysis	July 6, 2006
Z 6.0	Requested City Planning Modifications	February 17, 2006
Z 6.1	Height and Setback Section AA	February 17, 2006
Z 6.2	Height and Setback Section BB	February 17, 2006
Z 6.3	Height and Setback Section CC	July 6, 2006
Z 6.4	Height and Setback Section DD	February 17, 2006
Z 6.5	Height and Setback Section EE	February 17, 2006
Z. 8.0	Building Signage	July 6, 2006
P 1.0	Parking Plan Ground Floor and Parking Mezzanine	February 10, 2006
P 1.1	Parking Plan Cellar and Sub-cellar	February 10, 2006
L 2.01	Site Plan	February 10, 2006
L 2.02	Other Open Space Categories and Dimensions	July 6, 2006
L 2.03	Waterfront Zoning Requirements	July 6, 2006
L 2.04	Zoning Requirement Chart	July 6, 2006
L. 2.05	Zoning Requirements	July 6, 2006
L 7.06	Details: Benches	July 6, 2006
L 7.07	Details: Chaise and Site Furnishings	July 6, 2006
L 7.12	Details: Moveable Tables and Chairs and Chess Tables and Chairs	July 6, 2006
L 7.13	Details: Raised Planters w/Seatwalls	July 6, 2006
L10.01	43rd Avenue: Public Access Area Plan	July 6, 2006
E 1.0	Illuminance Study	July 6, 2006
E 2.0	Lighting Fixtures	July 6, 2006

2. Such development shall conform to all applicable provisions of the Zoning Resolution, except for the modifications specifically granted in this resolution and shown on the plans listed above which have been filed with this application. All zoning computations are subject to verification and approval by the New York City Department of Buildings.
3. Such development shall conform to all applicable laws and regulations relating to its construction, operation and maintenance.
4. All leases, subleases, or other agreements for use or occupancy of space at the subject property shall give actual notice of this special permit to the lessee, sublessee or occupant.

5. Development pursuant to this resolution shall be allowed only after the attached Restrictive Declaration marked as Exhibit A hereto, as modified with any necessary administrative and technical changes acceptable to counsel to the Department, is executed by Terra Cotta LLC or its successor, and such declaration shall have been recorded and filed in the Office of the Register of the City of New York, County of New York.

6. Any ground disturbance of the project site in connection with this resolution shall be allowed only after a restrictive declaration in form and substance acceptable to the New York City Department of Environmental Protection, in relation to the identification of potential hazardous materials and remediation, is executed by Terra Cotta LLC or its successor, and such declaration shall have been recorded and filed in the Office of the Register of the City of New York, County of New York.

7. Upon the failure of any party having any right, title or interest in the property that is the subject of this application, or the failure of any heir, successor, assign, or legal representative of such party, to observe any of the covenants, restrictions, agreements, terms or conditions of this resolution and the attached restrictive declaration whose provisions shall constitute conditions of the special permit hereby granted, the City Planning Commission may, without the consent of any other party, revoke any portion of or all of said special permit. Such power of revocation shall be in addition to and not limited to any other powers of the City Planning Commission, or of any other agency of government, or any private person or entity. Any such failure as stated above, or any alteration in the development that is the subject of this application that departs from any of the conditions listed above, is grounds for the City Planning Commission or the City Council, as applicable, to disapprove any application for modification, cancellation or amendment of the special permit hereby granted or of the attached restrictive declarations.

8. Neither the City of New York nor its employees or agents shall have any liability for money damages by reason of the city's or such employee's or agent's failure to act in accordance with the provisions of this special permit.

The above resolution (C 060326 ZSQ), duly adopted by the City Planning Commission on July 12, 2006 (Calendar No. 17), is filed with the Office of the Speaker, City Council, and the Borough President together with a copy of the plans of the development, in accordance with the requirements of Section 197-d of the New York City Charter.

AMANDA M. BURDEN, AICP, Chair
KENNETH J. KNUCKLES, ESQ., Vice Chairman
ANGELA M. BATTAGLIA, IRWIN G. CANTOR, P.E., ANGELA R. CAVALUZZI, R.A.,
ALFRED C. CERULLO, III, JANE D. GOL, LISA A. GOMEZ, CHRISTOPHER KUI,
JOHN MEROLO, DOLLY WILLIAMS Commissioners

APPENDIX A

RESTRICTIVE DECLARATION

THIS RESTRICTIVE DECLARATION made as of the ___ day of _____, 200_, by TERRA COTTA, LLC (“Declarant”), a New York limited liability company having an address at c/o Silvercup Studios, 42-22 22nd Street, Long Island City, New York 11101, for the benefit of The City of New York, a municipal corporation of the State of New York (the “City”) having an address at City Hall, New York, New York 10007.

RECITALS

A. Declarant is the fee owner of certain real property identified as Block 477, Lots 13, 15, 20 and 24, on the Tax Map of the City of New York, Borough of Queens, County of Queens, City and State of New York, as more particularly described on **Exhibit “A”** annexed hereto (the “Subject Property”). [Tax Lot 24 of Block 477 to be acquired by Terra Cotta LLC or its successor prior to execution of this Declaration].

B. Declarant intends to develop the Subject Property with a mixed use development which may include residential, community facility, commercial, and/or film and television production studio uses (the “Proposed Development”).

C. The Subject Property is located within the area designated as the Northern Hunters Point Waterfront Access Plan Q-1 (the “WAP”) in the Zoning Resolution of the City of New York, as amended from time to time (the “Zoning Resolution”), and is designated as Parcels 2 and 3 in the WAP.

D. Development on the Subject Property is subject to the requirements of Article 6, Chapter 2, “Special Regulations Applying in Waterfront Area”, of the Zoning Resolution, and all or a portion of the Subject Property is located on a waterfront block, as defined in section 62-11 of the Zoning Resolution.

E. Pursuant to Section 62-851 of the Zoning Resolution, Declarant is required to provide a visual corridor (the “Visual Corridor”), an upland connection (the “Upland Connection”), and a shore public walkway (the “Esplanade”; all of the foregoing, the “PAAAs”).

F. At the request of the City, in connection with development of the Subject Property, Declarant will also provide improvements to the portion of 43rd Avenue in Queens designated as Parcel 4 in the WAP (“Parcel 4”). Parcel 4 is owned by the City, but the City shall permit access to Parcel 4 as necessary to permit Declarant to undertake its obligations under this Declaration with respect to Parcel 4.

G. In connection with the Proposed Development, Declarant has submitted applications to the New York City Department of City Planning /New York City Planning Commission for:

(1) an amendment of the Zoning Resolution, Application No. N 060324 ZRQ, to create a new Special Mixed Use District for Northern Hunters Point;

(2) an amendment of the Zoning Map to rezone the Subject Property from M1-4 to M1-5/R10 Special Mixed Use District, Application No. C 060323 ZMQ (the “Rezoning”);

(3) a special permit, pursuant to Section 62-736 of the Zoning Resolution, to modify the bulk requirements of the Zoning Resolution on waterfront blocks, Application No. C 060326 ZSQ (the “Bulk Special Permit”);

(4) a special permit, pursuant to Section 123-40 of the Zoning Resolution, to modify certain applicable sign regulations, Application No. C 060327 ZSQ (the “Sign Special Permit”);

(5) a special permit, pursuant to Section 13-561 of the Zoning Resolution, for an accessory off-street parking garage, Application No. C 060325 ZSQ (the “Garage Special Permit”);

(6) an authorization, pursuant to Section 62-722 of the Zoning Resolution, to modify the requirements for waterfront public access and visual corridor design, Application No. N 060328 ZAQ (the “PAA Authorization”);

(7) a change to the city map to modify the grade of 43rd Avenue in Queens, between Vernon Boulevard and the East River, Application No. C 050375 MMQ; and

(8) certification of the Chairperson of the CPC, pursuant to Section 62-711(c), that a site plan has been submitted showing compliance with the provisions of Section 62-80 of the Zoning Resolution, Application No. N 060330 ZCQ (the “Certification”).

All of the above applications may be referred to, together, as the “Applications”.

H. As a condition of issuance of the Certification, Declarant is required, pursuant to Sections 62-14 and 62-711 of the Zoning Resolution, to execute and file this Declaration confirming that the Declarant shall improve, maintain and operate the PAAs in accordance with the provisions of the Zoning Resolution, as modified by the PAA Authorization.

I. Simultaneously with the execution of this Declaration, Declarant has executed a Maintenance and Operation Agreement (the “M&O Agreement”) with the Department of Parks and Recreation (“DPR”), a copy of which M&O Agreement is attached hereto as **Exhibit “B”**, which M&O Agreement shall be incorporated by reference into this Declaration and made an enforceable part hereof.

J. As a condition to development of the Subject Property, Declarant shall execute and file this Declaration to confirm that any development of the Subject Property shall be either within the envelope defined by the Bulk Special Permit or as-of-right subject to the requirements of Section 2.5 herein; that the Proposed Development shall comprise any one of four (4) different programs with varying amounts of residential, studio, commercial, community facility and other uses; provide for the development of open spaces in accordance with the provisions of this Declaration; provide timing provisions with respect to residential development of the Proposed Development; and ensure that any necessary traffic improvements identified in the FEIS (as hereinafter defined) as a result of the Proposed Development are implemented.

K. First American Title Insurance Company (the “Title Company”) has certified in a certification attached hereto as **Exhibit C** and made a part hereof, that Declarant and [Wells Fargo Equipment Finance, Inc. Successor By Merger to Charter Financial, Inc.] (“Lender”) are the only

parties-in-interest (as defined in the definition of “zoning lot” set forth in section 12-10 of the Zoning Resolution) in the Subject Property.

L. Lender has waived its right to execute this Declaration and has subordinated its interest in the Subject Property to this Declaration by a written instrument attached hereto as **Exhibit D**.

M. Each of the Applications has been approved by the person or entity of the City of New York (the “City”) responsible under the provisions of the Zoning Resolution and the New York City Charter for review and approval of each such Application.

N. The City, in its capacity as a municipality having concerns for the use and development of land within its boundaries and for the promoting of the economic vitality of the City, and in its capacity as the owner of all sidewalks and streets adjoining or abutting upon the Subject Property, desires to restrict the manner in which the land may be developed and maintained in the future, as set forth in this agreement, and to enjoy all the rights and benefits set forth in this Declaration.

O. Declarant, for itself and its successors, assigns and legal representatives desires to restrict the manner in which the land may be developed, maintained and operated as set forth in this Declaration and to burden the Subject Property with the undertaking, covenants, agreements and restrictions set forth herein and further intends these restrictions and obligations to benefit the City in its governmental capacity and as owner of the City-owned real property lying within a one-half mile radius of the Subject Property, including, without limitation, abutting the Subject Property.

P. Declarant represents and warrants with respect to the Subject Property that there are no restrictions, liens, obligations, covenants, easements, limitations or encumbrances of any kind the requirements of which have not been waived or subordinated, which would prevent or preclude, presently or in the future, the imposition of the restrictions, covenants, obligations, easements and agreements of this Declaration.

NOW, THEREFORE, Declarant, in consideration of the foregoing and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby covenants that

the Subject Property shall be held, sold, conveyed, transferred, developed, maintained and occupied subject to the following undertakings, covenants, agreements and restrictions, which shall run with and burden the Subject Property and be binding upon Declarant and its successors, assigns and legal representatives (the word “Declarant” being deemed to include Declarant and all of the foregoing).

ARTICLE I.

DEFINITIONS

1.1. “Buildings Department” shall mean the New York City Department of Buildings or any successor to the jurisdiction thereof.

1.2. “Circumstances Beyond the Control of Declarant” shall mean: (a) strike, lockout or labor dispute(s); (b) failure of a contractor to deliver labor or materials on schedule or inability to obtain labor or materials or reasonable substitutes therefor unless due to any act or failure to act by Declarant; (c) acts of God; (d) laws (as defined in Paragraph 1.10) that prevent the parties from carrying out their obligations as set forth herein; (e) enemy or hostile government actions; (f) civil commotion, insurrection, terrorism, revolution or sabotage; (g) fire or other casualty; (h) inclement weather of such a nature as to make construction, maintenance, and repair of the Required PAA or a material portion thereof temporarily impractical or not feasible; (i) unsuitability of any soil conditions not known or in existence at the time of the signing of this agreement making construction, maintenance, or repair of the Required PAA or any material portions thereof temporarily impractical or not feasible; (j) a taking of the Subject Property, or a portion thereof, by condemnation or eminent domain; (k) failure of a public utility to provide power, heat or light; (l) unusual delay in transportation; (m) unreasonable delay by the City, State of New York or United States government or any agency or instrumentality of any of the foregoing in the processing or approval of any application or agreements required in order to permit Declarant to carry out its obligations under this Declaration; (n) the pendency of a litigation or similar proceeding relating to the Certification, the M&O Agreement or this Declaration brought by a person or entity not a party hereto; or (o) other conditions not reasonably avoidable by Declarant and which are beyond the reasonable control of Declarant. No event shall constitute a Circumstance Beyond the Control of Declarant unless Declarant

complies with the procedures set forth in Sections 2.02.e and f of the M&O Agreement, except as set forth in Section 2.6 hereof. Circumstances Beyond the Control of Declarant may occur in connection with any obligations of Declarant under this Declaration or of Owner under the M&O Agreement.

1.3. “City” shall mean the City of New York.

1.4. “City Charter” shall mean the Charter of the City of New York.

1.5. “Commissioner of DPR” or “Commissioner” shall mean the Commissioner of the New York City Department of Parks & Recreation or any successor to the jurisdiction thereof.

1.6. “Core Complex” shall mean all portions of the Proposed Development other than the portions of the Proposed Development labeled “Residential Tower,” “Commercial Tower” and “Community Facility”, as shown on the Site Plan/Roof Plan, Drawing Z2.0 in the Special Permit Drawings, and including the portion of the Proposed Development to be developed for studios and studio support space.

1.7. “CPC” shall mean the New York City Planning Commission or any successor to the jurisdiction thereof.

1.8. “CPC Chair” shall mean the Chairperson of the New York City Planning Commission or any successor to the jurisdiction thereof.

1.9. “DCP” shall mean the New York City Department of City Planning or any successor to the jurisdiction thereof.

1.10. “Department of Buildings” shall mean the New York City Department of Buildings or any successor to the jurisdiction thereof

1.11. “Final Completion” or “Finally Complete” shall mean that the Required PAA has been completed substantially in conformance with the PAA Drawings, to such an extent that the Commissioner of Parks certifies that the Required PAA is finally complete and no further work is required by Declarant except such work as is required by a Completion Certificate issued pursuant to Section 2.02 (f) of the M&O Agreement. Notwithstanding the issuance of any such certification, Declarant shall be liable as provided by Law for any claims related to such construction and shall be responsible for any other responsibilities of Declarant (including maintenance, repair and indemnification) set forth in the M&O Agreement.

1.12. “Law” or “Laws” shall mean, but not be limited to, the New York City Charter, the New York City Administrative Code, any law of the State or City of New York, any federal law, and any ordinance, rule government restriction or regulation having the force of law, which is applicable to the Required PAA or development on the Subject Property.

1.13. “M&O Agreement” shall have the meaning set forth in the Recitals.

1.14. “Mortgagee” shall mean any person or entity to whom the Subject Property is mortgaged and who has given written notice of its name and address to the CPC and DPR.

1.15. “Northern Tower” shall mean the portion of the Proposed Development labeled “Commercial Tower,” as shown on the Site Plan/Roof Plan, Drawing Z2.0 in the Special Permit Drawings.

1.16. “Parcel 4 PAA” shall mean the public access area described in Section 62-851(d)(4) of the Zoning Resolution and shown on **Exhibit J**.

1.17. “PCO” shall mean a permanent certificate of occupancy.

1.18. “Required PAA” shall have the meaning set forth in Section 3.1 hereof.

1.19. “Southern Towers” shall mean the portions of the Proposed Development labeled “Residential Tower,” as shown on the Site Plan/Roof Plan, Drawing Z2.0 in the Special Permit Drawings.

1.20. “Special Permit Drawings” shall have the meaning set forth in Section 2.1.

1.21. “Special Permits” shall mean the applications filed by the Declarant for the Bulk Special Permit, the Sign Special Permit and the Garage Special Permit.

1.22. “Studio Complex” means those portions of the Core Complex that are to be used for studios or studio support space.

1.23. “Substantial Completion” or “Substantially Complete” shall mean that that the Required PAA has been completed substantially in conformance with the PAA Drawings, and to such an extent that the Commissioner of Parks certifies that the Required PAA can be utilized by the public, notwithstanding that minor or inconsequential work is required to be done by Declarant pursuant to the M&O Agreement before a certification of Final Completion can be issued, and except such work as is required by a Completion Certificate issued pursuant to Section 2.02(f) of the M&O Agreement.

1.24. “TCO” shall mean a temporary certificate of occupancy.

ARTICLE II.

DEVELOPMENT OF SUBJECT PROPERTY

2.1. Development of Subject Property. Any demolition, development, alteration, renovation, construction or improvement of the Subject Property shall comply with the provisions of this Declaration. With the exception of an as-of-right development pursuant to Section 2.5 hereof, Declarant covenants that the exterior of the Proposed Development shall not exceed the building envelope defined by the Bulk Special Permit and shown on the following drawings prepared by Richard Rogers Partnership and NBBJ and attached hereto as **Exhibit E** (the “Special Permit Drawings”):

Drawing Number Title Date

6. Z2.0	7. Site Plan/Roof Plan	8. 2/17/06
9. Z2.1	10. Zoning Analysis	11. 7/06/06
12. Z6.0	13. Required CP Modification	14. 2/17/06
15. Z6.1	16. Height and Setback Waiver Section AA	17. 2/17/06
18. Z6.2	19. Height and Setback Waiver Section BB	20. 2/17/06
21. Z6.3	22. Height and Setback Waiver Section CC	23. 7/06/06
24. Z6.4	25. Height and Setback Waiver Section DD	26. 2/17/06
27. Z6.5	28. Height and Setback Waiver Section EE	29. 2/17/06

2.2. Use and Bulk Composition of Proposed Development. Attached hereto as **Exhibit F** is a Preferred Development Program and Variations (the “Development Alternatives”). If the Subject Property is developed pursuant to the Bulk Special Permit, Declarant covenants to develop the Proposed Development in accordance with any one of the development programs or variations set forth in the Development Alternatives, with the selection among the Development Alternatives to be at Declarant’s sole option.

2.3. No Development in PAAs. The Buildings Department shall not issue and owner shall not apply for or accept any building permit, a TCO or PCO for any development on land within the Visual Corridor, the Upland Connection or the Esplanade other than the Required PAA pursuant to the provisions of this Declaration.

2.4. Open Spaces Other Than Required PAAs.

2.4.1 The Proposed Development shall include (i) additional at-grade open spaces in substantial conformity with the areas identified as “Vernon Blvd-43rd Plaza” and “Terra Cotta Plaza” and shown on Drawing L2.02, prepared by Olin Partners, dated July 6, 2006, a copy of which is attached hereto as **Exhibit H** (the “Additional Open Space”), and (ii) a public overlook on the rooftop of the Proposed Development in substantial conformity with the area labeled “Public Overlook,” as shown on Drawing Z2.0 attached hereto as **Exhibit E** (the “Public Overlook”).

2.4.2 The Additional Open Space and the Public Overlook shall be open and accessible to the public at all times between the hours of dawn and dusk, except as hereinafter provided. The Additional Open Space and the Public Overlook may be closed to the public (a) to the extent necessary in the event of an emergency or hazardous condition or in order to accomplish the repair and/or renovation of the Additional Open Space or the Public Overlook, and (b) not more than one day per month in each calendar year and Developer may use the Additional Open Space and/or the Public Overlook on such days for private functions, provided that Developer shall have given to DPR not less than three (3) days prior notice of each such closing, and shall have posted a sign on the Additional Open Space and/or the Public Overlook, as the case may be, for a period of not less than three (3) days immediately prior to such closing to notify the public of such closing.

2.5. As-of-Right Development. If the Subject Property is not developed pursuant to the Bulk Special Permit and is developed pursuant to the Rezoning, (a) such development shall not exceed a floor area ratio of 7.9, and (b) Declarant shall not be required to provide the Additional Open Space or the Public Overlook.

2.6. Timing Provisions.

2.6.1 Prior to the acceptance by Declarant of a work permit from the Department of Buildings authorizing construction of such portion of the Southern Towers that, when taken together with all other prior work permits authorizing construction of a portion of the Southern Towers, would result in the construction of any dwelling units in more than one of the Southern Towers, the Department of Buildings shall have issued a work permit authorizing construction of the Studio Complex (the provisions of this Section 2.6.1, the "Work Permit Requirement").

2.6.2 Prior to the issuance of a TCO for more than seventy-five percent (75%) of the dwelling units in the second of the Southern Towers constructed, either (i) the Department of Buildings shall have issued a TCO for the Studio Complex; or (ii) the architect responsible for supervising construction of the Proposed Development shall have issued a "Certificate of Substantial Completion" in the form approved by the American Institute of Architects, a copy of which is attached hereto as **Exhibit G**, for the Studio Complex (either one of the foregoing being referred to as a "Substantial Completion Event"; the provisions of this Section 2.6.2, the "TCO Requirement").

2.6.3 Notwithstanding the provisions of Sections 2.6.1 and 2.6.2, Declarant may obtain a work permit for construction of the Southern Towers that would result in the construction of any dwelling unit in more than one of the Southern Towers prior to the issuance of a work permit for the Studio Complex and may accept a TCO or PCO for more than seventy-five percent (75%) of the dwelling units in the second of the Southern Towers constructed prior to a Substantial Completion Event if the CPC Chair determines that there are Circumstances Beyond the Control of Declarant (as defined in Section 1.03 above, except that all references to "Required PAA" in section 1.03 shall be replaced by the "Proposed Development") which prevent or delay the Work Permit Requirement or the TCO Requirement. The determination of

Circumstances Beyond the Control of Declarant with respect to the provisions of this Section 2.6.3 shall be made by the CPC Chair in accordance with the following procedure:

(a) Declarant shall notify the CPC Chair as soon as Declarant learns of Circumstances Beyond the Control of Declarant which would prevent compliance with the Work Permit Requirement or the TCO Requirement, with such notice to include a description of the condition or event, its cause and probable duration (if known to Declarant), and, in Declarant's reasonable judgment, the impact it is reasonably anticipated to have on the Work Permit Requirement or the TCO Requirement. The CPC Chair shall, within fifteen (15) business days of its receipt of Declarant's written notice, certify in writing using his or her reasonable judgment that either (i) Circumstances Beyond the Control of Declarant have occurred and specify the number of days the CPC Chair reasonably anticipates that Circumstances Beyond the Control of Declarant shall delay obtaining the work permit, TCO or PCO, as the case may be; or (ii) Circumstances Beyond the Control of Declarant have not occurred. Upon certification by the CPC Chair that Circumstances Beyond the Control of Declarant have occurred, Declarant may obtain the work permit, the TCO or the PCO, as the case may be, for such number of units as authorized by the CPC Chair.

(b) Any delay caused as a result of the Circumstances Beyond the Control of Declarant shall be deemed to continue only as long as the Circumstances Beyond the Control of Declarant are continuing. Upon cessation of the causes for such delay, Declarant shall promptly recommence the activities necessary to comply with the Work Permit Requirement or the TCO Requirement, as the case may be.

2.6.4 Declarant shall not, without the consent of the CPC Chair, accept a work permit that would allow residential use in any portion of the Northern Tower prior to the date which is two (2) years after the start of work on the foundation structure for the Studio Complex. The foundation structure shall include, without limitation, footings, foundation walls, slab on grade and other, similar components of a building's foundation. The date on which work on the foundation structure has started shall be set forth in a letter from a Registered Architect or Professional Engineer working on such foundation or the Studio Complex.

2.7. FEIS Requirements.

2.7.1 At the request of the New York City Department of Transportation (“DOT”), Declarant will fund and conduct a traffic monitoring program that will provide data on actual traffic conditions at the study area locations included in the Final Environmental Impact Statement for the Proposed Development (the “FEIS”) when the Proposed Development is constructed and occupied, in order to determine the timing and adjustment of the proposed signal timing changes as well as other measures proposed in the FEIS. Declarant shall submit a Scope of Work for DOT approval before commencing the monitoring program, which shall not be unreasonably withheld or delayed. Declarant shall also submit all required drawings/designs associated with implementation of the measures proposed in the FEIS as per DOT specifications for DOT review and approval (which shall not be unreasonably withheld or delayed) and shall be responsible for any cost associated with the design, installation, construction and maintenance of all such improvements, consistent with customary and standard DOT practice.

2.7.2 Declarant agrees that in connection with the Proposed Development it will implement the mitigation measures identified in the FEIS for the Preferred Development Program as set forth in the Development Alternatives, and, if one of the Variations set forth on the Development Alternatives is constructed instead of the Preferred Development Program, Declarant will implement any additional mitigation measures identified in the FEIS for that Variation.

ARTICLE III.

CONSTRUCTION OF REQUIRED PUBLIC ACCESS AMENITIES

3.1. Obligation to Develop the Required PAA and Parcel 4 PAA.

3.1.1 In the event that Declarant develops the Subject Property, Declarant agrees to develop the PAAs in accordance with the applicable provisions of the Zoning Resolution, as modified by the PAA Authorization (the PAAs, as so modified, the “Required PAA”). The Required PAA shall be developed by Declarant in substantial conformity with the following drawings, reduced size copies of which are attached hereto as **Exhibit I** (the “PAA Drawings”):

Drawings prepared by Olin Partners:

30. DRAWING NUMBER	31. TITLE	32. DATE
33. L2.01	34. Site Plan	35. 2/10/06
36. L2.03	37. WF Zoning Requirements	38. 2/10/06
39. L7.06	40. Details: Benches	41. 7/06/06
42. L7.07	43. Details: Chaise and Site Furnishings	44. 7/06/06
45. L7.12	46. Details: Moveable Tables and Chairs; Chess Tables and Chairs	47. 7/06/06
48. L7.13	49. Details: Raised Planters with Seatwalls	50. 7/06/06

Drawings prepared by Luce Group:

51. E2.1	52. Illuminance Study	53. 7/06/06
54. E2.0	55. Lighting Fixtures	56. 7/06/06

3.1.2 In the event that Declarant develops the Subject Property, the Parcel 4 PAA shall be developed by Declarant in substantial conformity with Drawing L10.01, entitled “43rd Avenue: Public Access Area Plan” and last revised on July 6, 2006, and attached hereto as **Exhibit J** (the “Parcel 4 Drawing”), subject to Declarant obtaining all required DOT Approvals and Federal/State Approvals, as defined in Section 3.4.2 herein.

3.2. M&O Agreement. Declarant shall at all times comply with the provisions of the M&O Agreement, including but not limited to securing Declarant's obligation to construct the Required PAA pursuant to Section 2.01 of the M&O Agreement. In the event of a conflict between the provisions of this Declaration and the M&O Agreement, the provisions of this Declaration shall apply.

3.3. No Certificate of Occupancy. The Buildings Department shall not issue a TCO for all or any portion of the Proposed Development until a certification of Substantial Completion shall have been issued for the Required PAA in accordance with the provisions of Section 2.02 of the M&O Agreement and, if relevant, a Completion Certificate from the Commissioner of DPR, in accordance with Sections 2.02(e) and (f) of the M&O Agreement. The Buildings Department shall not issue a PCO for all or any portion of the Proposed Development until Declarant shall have received a certification of Final Completion and, if relevant, a Completion Certificate, from the Commissioner of DPR, in accordance with Sections 2.02(e) and (f) of the M&O Agreement

3.4. Circumstances Beyond the Control.

3.4.1 Notwithstanding the provisions of **Paragraph 3.3** hereof, in the event that Declarant reasonably believes that the full performance of its obligations to construct the Required PAA or the Parcel 4 PAA (exclusive of the planting of vegetation) have been delayed or prevented as a result of "Circumstances Beyond the Control of the Declarant", the Commissioner of DPR may, pursuant to Sections 2.02(e) and (f) of the M&O Agreement, approve the substantial or final completion of the Required PAA and issue a Completion Certificate and allow the Buildings Department to issue a TCO or PCO, as appropriate, for the Proposed Development. Where a TCO is issued after a finding by the Commissioner of DPR of Circumstances Beyond the Control of Declarant and the issuance of a Completion Certificate, such TCO may be renewed only upon approval of the Commissioner of DPR, unless the Required PAA or the Parcel 4 PAA, as applicable, is Substantially Complete.

3.4.2 The City acknowledges that (a)(i) construction of the Esplanade and the Parcel 4 PAA will require certain permits and approvals from the State and Federal governments (the "**Federal/State Approvals**"), and (ii) construction of the Parcel 4 PAA will require Federal/State Approvals and certain approvals by the City Department of Transportation,

including but not limited to a license or other authorization from the City to enter onto Parcel 4 to undertake the Parcel 4 PAA (the “DOT Approvals”), and that (b) applications for the Federal/State Approvals have been submitted in connection with the construction of the Esplanade and, provided that the City or an agency thereof executes the required application, will be submitted for the Parcel 4 PAA, and Declarant has submitted requests to the City Department of Transportation for approval of the Parcel 4 PAA. If Declarant is unable, despite its good faith efforts, to obtain the Federal/State Approvals for any portion of the Required PAA or the Parcel 4 PAA or the DOT Approvals for the Parcel 4 PAA by the dates by which such approval is necessary in order for Declarant to obtain a TCO for the Proposed Development when required in connection with Declarant’s construction schedule, Declarant shall so notify DPR. Provided that, exercising its reasonable judgment, DPR concurs that Declarant has exercised good faith in seeking to obtain the permit or other approval and Declarant is unlikely to obtain such permit or other approval by such dates, such failure shall be deemed to be a Circumstance Beyond the Control of Declarant.

3.5. Insurance. Pursuant to Section 9.01 of the M&O Agreement, Declarant shall carry paid up insurance in the sum of not less than One Million Dollars (\$1,000,000) per occurrence and Three Million Dollars (\$3,000,000) in the aggregate to protect Declarant, the CPC, DPR and the City against all claims for injuries arising on the Required PAAs and Parcel 4, as provided in Article IX of the M&O Agreement. Such policy of insurance shall be primary to the City’s obligation to indemnify and hold harmless Declarant, its successors or assigns pursuant to **Section 62-624** of the Zoning Resolution.

3.6. Indemnification

3.6.1 The City shall indemnify and hold harmless Declarant, its successors and assigns in accordance with Section 9.06 of the M&O Agreement with respect to the Required PAA.

3.6.2 With respect to the Parcel 4 PAA, the City shall indemnify, defend and hold harmless Declarant, its officers, partners, agents, employees, successors and assigns (all of the foregoing, the “**Indemnified Parties**”) from and against any and all claims, suits, causes of action, losses, damages, costs and expenses (any of the foregoing, a “**Claim**”) arising out of a claim for injury to persons or property as a result of any defect or otherwise dangerous condition

in, or on the Parcel 4 PAA to the extent such judgment or settlement exceeds the amount of three million dollars (\$3,000,000), provided that the City's obligation to indemnify and hold harmless hereunder shall not arise: (i) if Declarant has not fully complied with the design and maintenance obligations set forth in Section 62-624 of the Zoning Resolution and this Declaration; or (ii) if the injury is determined to have resulted from intentional wrongdoing or recklessness on the part of Declarant or its employees. The City's obligation to indemnify and hold harmless under this Declaration shall be conditioned upon: (1) Declarant's maintenance of insurance in accordance with the provisions of the M&O Agreement or other agreement with the City relating to the maintenance of the Parcel 4 PAA; (2) delivery to the Chief of the Torts Division of the Law Department of the City of New York at 100 Church Street, New York, New York 10007 of a copy of any summons, complaint, process, notice, demand or other pleading initiating an action or proceeding, within ten (10) business days after Declarant's receipt thereof (or such longer period acceptable to the Chief, Torts Division); (3) the full reasonable cooperation of Declarant in providing the Parks Department with such information as the Parks Department may reasonably require in order to determine whether the Declarant has fully complied with its design and maintenance obligations set forth in Sections 62-415(b) and 62-624 of the Zoning Resolution and this Declaration; and (4) prompt notification to the Chief, Torts Division of the New York City Law Department of any settlement demand. Upon compliance with the above requirements, the City shall assume Declarant's defense. Thereafter, Declarant shall not make or communicate to the claimant an offer of settlement for an amount in excess of one million dollars nor shall Declarant or his or her counsel admit liability or waive any material right, including the right to appeal, without first obtaining the consent of the City.

ARTICLE IV.

MAINTENANCE AND OPERATION OF REQUIRED PUBLIC ACCESS AMENITIES

4.1. Maintenance and Operation. The Required PAA and the Parcel 4 PAA (provided that Declarant shall have obtained the DOT Approvals) shall be maintained and operated in

conformance with the provisions of this Article IV, the M&O Agreement, and the Zoning Resolution.

4.1.1 All portions of the Required PAA and the Parcel 4 PAA shall be open and accessible to the public at all times between the hours of dawn and dusk, except as hereinafter provided. The Required PAA and the Parcel 4 PAA shall be illuminated in accordance with the provisions of Section 62-673 of the Zoning Resolution as modified by the PAA Authorization. Notwithstanding the preceding sentences, the Required PAA and the Parcel 4 PAA may be closed to the public to the extent necessary in the event of an emergency or hazardous condition or in order to accomplish the repair and/or renovation of the Required PAA or the Parcel 4 PAA. Any closing of the Required PAA and the Parcel 4 PAA shall comply with the requirements of Section 5.03 of the M&O Agreement. The Required PAA may also be closed to the public for one day in each calendar year pursuant to Section 5.01 (c) of the M&O Agreement to preserve Declarant's ownership interest in the Required PAA. In no event may Declarant allow the Required PAA to be used for a private function during such closing.

4.1.2 The Required PAA and the Parcel 4 PAA shall be maintained in good condition and repair at all times during the existence of the Proposed Development, pursuant to the terms and conditions of the M&O Agreement, including but not limited to the confinement of obstructions to the permitted area designated on the PAA Drawings, snow removal, litter control, and the care and replacement of vegetation, subject to Circumstances Beyond the Control of Declarant.

4.1.3 The Required PAA and the Parcel 4 PAA shall be landscaped substantially in accordance with the PAA Drawings and the Parcel 4 Drawing, respectively.

4.1.4 Declarant shall provide and maintain a public space signage system on the Required PAA and the Parcel 4 PAA, including an entry plaque and an information plaque as set forth in **Section 62-674** of the Zoning Resolution.

4.2. Security for Obligations.

4.2.1 To secure Declarant's obligations to maintain the Required PAA, upon Substantial Completion of the Required PAA and prior to issuance by the Buildings Department of a TCO for the Proposed Development, Declarant shall post security with DPR in a form reasonably acceptable to DPR in an amount sufficient to cover 125% of the then cost of

maintaining the Required PAA for the twelve-month period following issuance of the certification of Final Completion in accordance with the requirements of **Section 62-624** of the Zoning Resolution as of the date hereof and Section 4.06 of the M&O Agreement, plus \$10,000 to cover damages in the event that civil penalties are imposed by the Environmental Control Board upon a finding by the Commissioner of DPR that access to the Required PAA has been denied pursuant to Section 6.05 of the M & O Agreement (the “**Security**”). The Security shall be replaced every five years with a new Security in such amount as is required pursuant to the provisions of the M&O Agreement. Failure to replace such Security after notice in accordance with the M&O Agreement shall constitute a default under this Declaration, the M&O Agreement and the Security.

4.2.2 Within a reasonable time after receiving the DOT Approvals for the Parcel 4 PAA, and provided that Declarant is undertaking development of the Subject Property, Declarant shall consult with the Commissioner of DPR with respect to securing Declarant’s obligation to construct and maintain the Parcel 4 PAA.

4.3. **Planting.** Notwithstanding the provisions of **Paragraph 3.3** of this Declaration, and pursuant to **Section 2.02(c)** of the M&O Agreement, Declarant may defer, until the appropriate season, the planting of vegetation (which planting Declarant agrees to complete within the next available and appropriate planting season).

ARTICLE V.

EFFECT AND ENFORCEMENT

5.1. **Effective Date.**

5.1.1 This Declaration shall become effective upon the execution of this Declaration. Upon such effective date, Declarant shall promptly deliver to the Department of City Planning duplicate originals of the executed Declaration. Declarant shall then promptly file and record this Declaration in the Office of the County Register, Queens County, indexing it against the Subject Property, and deliver to the Department of City Planning a duplicate original of this Declaration as recorded, certified by the Register. The filing of this Declaration in the Office of the County Register shall be a precondition for the issuance of a building permit.

5.1.2 If, prior to construction of the Proposed Development, the approval or issuance, as the case may be, of any of the Applications is declared invalid or is otherwise voided by final judgment of any court of competent jurisdiction from which no appeal can be taken or for which no appeal has been taken for the statutory period, which judgment has the effect of preventing development of the Subject Property substantially in accordance with the Special Permit Drawings or the PAA Drawings, then, upon entry of judgment or upon the expiration of the applicable statutory period, as the case may be, this Declaration shall be automatically cancelled without any further action by Declarant and be of no further force or effect, and the CPC shall, if requested by Declarant, provide Declarant with a letter or instrument in recordable form stating that this Declaration has been cancelled and is of no further force or effect.

5.2. No Other Restrictions of Record. Declarant represents and warrants with respect to the Subject Property that there are no restrictions of record, nor any present or presently existing liens, obligations, estates interests, covenants, easements, limitations or encumbrances of any kind which preclude, presently or potentially, the imposition on the Subject Property of the restrictions, covenants, obligations, liens and agreements set forth in this Declaration.

5.3. Enforcement by City.

5.3.1 Declarant acknowledges that the City is an interested party to this Declaration and consents to the enforcement by the City, administratively or at law or at equity, of the covenants, conditions, restrictions and agreements contained herein.

5.3.2 In the event Declarant fails to perform any part of its obligation to maintain the Required PAA or the Parcel 4 PAA, or is in default under any provision contained in the M&O Agreement or in this Declaration relating to the Required PAA or the Parcel 4 PAA, and such failure or default is not cured or Declarant or Mortgagee has not commenced and diligently prosecuted efforts to effect such cure within thirty (30) business days after the Commissioner of DPR has notified Declarant in writing of such failure, subject to a finding of Circumstances Beyond the Control of Declarant, and if Declarant or Mortgagee has not commenced and diligently prosecuted efforts to effect such cure pursuant to the terms and conditions in **Section 6.02** of the M&O Agreement, Declarant (i) consents to the enforcement by the City of such obligation by any means reasonably deemed appropriate by the City, including

but not limited to drawing down on the Security and applying such monies to the performance of such obligation and (ii) agrees that, subject to the provisions of this **Paragraph 5.3.2**, the City and DPR and the CPC shall have the right to exercise any and all of their administrative, legal and equitable remedies including, but not limited to, a mandatory injunction compelling the defaulting owner to comply with its obligations under this Declaration. Declarant hereby grants to the City, and the City's agents and employees, a right to enter upon the Required PAA for the purpose of enforcing any of the Declarant's obligations under this Declaration following Declarant's failure to commence and diligently prosecute efforts to effect a cure, after notice and opportunity to cure in accordance with the provisions of this Declaration and the M&O Agreement. If the City has drawn down on the Security for the purposes of enforcing any of such obligations, Declarant shall, within five (5) business days of such enforcement by the City, deposit with the DPR additional Security in an amount equal to the amount expended by the City in enforcing Declarant's obligation. The provisions herein relating to Declarant's opportunity to cure shall not apply to any default constituting a denial of access to the Required PAA or Parcel 4 PAA, which shall be governed by Section 6.05 of the M&O Agreement.

5.4. **Binding Effect**. The provisions of this Declaration shall inure to the benefit of and be binding upon the respective heirs, successors, legal representatives and assigns of Declarant, and references to Declarant shall be deemed to include such heirs, successors, legal representatives and assigns as well as the successors to their interests in the Subject Property. Reference in this Declaration to agencies or instrumentalities of the City shall be deemed to include agencies or instrumentalities succeeding to jurisdiction thereof pursuant to the laws of the State of New York and the New York City Charter.

5.5. **Limitation of Liability**.

5.5.1 The restrictions, covenants and agreements set forth in this Declaration shall be binding upon the Declarant and any successor-in-interest only for the period during which Declarant and any successor-in-interest is the holder of a fee interest in or is a party-in-interest of the Subject Property and only to the extent of such fee interest or the interest rendering Declarant a party-in-interest. At such time as a Declarant has no further fee interest in the Subject Property and is no longer a party-in-interest to the Subject Property, Declarant's obligations and liability with respect to this Declaration shall wholly cease and terminate from

and after the conveyance of Declarant's interest and Declarant's successors-in-interest in the Subject Property by acceptance of such conveyance automatically shall be deemed to assume Declarant's obligations and liabilities here-under to the extent of such successor-in-interest's interest.

5.5.2 Notwithstanding anything to the contrary contained in this Declaration, the City and any other party or person relying on this Declaration, shall look solely to the fee estate and interest of the then existing Declarant in the Subject Property, on an in rem basis only, for the collection of any judgment recovered against the Declarant or the enforcement of any remedy based upon any breach by Declarant under this Declaration, and no other property of Declarant or its principals, disclosed or undisclosed, partners, shareholders, directors, officers, members or employees shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City under or with respect to this Declaration, and no such party shall have any personal liability under this Declaration. In the event all or any portion of the Subject Property is submitted to a condominium form of ownership, a unit owner shall be liable under this Declaration only to the amount of such unit owner's prorated share, based on such unit owner's percentage interest in such condominium.

5.5.3 The City shall look solely to the interest of any party-in-interest in the Subject Property for the collection of any deficiency not collected from Declarant or any judgment recovered against Declarant or the enforcement of any remedy based upon any breach by Declarant under this Declaration, but only after the City has exhausted all legal and equitable remedies against Declarant. No other property of any party-in-interest or its principals, disclosed or undisclosed, partners, shareholders, directors, officers, members or employees shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City under or with respect to this Declaration and any party-in-interest, disclosed or undisclosed, shall have no personal liability under this Declaration.

5.5.4 Notwithstanding anything to the contrary contained herein, the obligation to construct the Required PAA and the Parcel 4 PAA in accordance with the provisions of this Declaration and the M&O Agreement shall be binding only upon the Declarant or any successor entity that develops the Subject Property.

5.6. Property Owners' Association

5.6.1 In order to guarantee Declarant's continuing obligations under this Declaration and under the M&O Agreement, Declarant shall cause to be organized a property owner's association (the "Association") if any of the following changes are made in the ownership of the Proposed Development: (i) less than all of the Proposed Development is submitted to a condominium regime under the provisions of Article 9-B of the New York Real Property Law, (ii) a cooperative corporation acquires title to less than all of the Proposed Development, or (iii) the Proposed Development is held in any other form of multiple ownership of fee title and/or leasehold of all or substantially all of the Proposed Development. If an Association is required to be formed as set forth above, the provisions of this Section 5.6 shall be operative.

5.6.2 (a) If an Association is required to be organized pursuant to this Section 5.6, such Association shall be organized in accordance with the terms of this Declaration and in accordance with the New York State Not-for-Profit Corporation Law. The members of the Association shall be the Board of Managers of any condominium, the Board of Directors of any co-op corporation, any ground lessee(s) of all or any portion of the Subject Property, and the fee owner(s) of any portion of the Subject Property other than owners of individual condominium units.

(b) The Association shall be established for the purposes of assuming the Declarant's obligations with respect to the maintenance and operation of the Required PAA and the Parcel 4 PAA as set forth in this Declaration and the M&O Agreement.

(c) Declarant shall certify in writing to the CPC Chair and the Commissioner that the certificate of incorporation for the Association has been filed with the Secretary of State and that the certificate of incorporation and all other governing documents of the Association are in full compliance with the requirements of this Declaration.

5.6.3 If a cooperative apartment corporation is formed with respect to any building in the Proposed Development or if any building in the Proposed Development is held in condominium ownership, the Board of Directors or the Board of Managers, as the case may be, shall be deemed to be the sole Party-in-Interest with respect to the premises owned by the cooperative apartment corporation or held in condominium ownership, and the owners of the shares of stock of the cooperative apartment corporation, the holder of a lien encumbering any

such shares, the holder of any other occupancy or other interest in such cooperative apartment, the holder of any unit in the condominium, the holder of a lien encumbering any such condominium unit and the holder of any other occupancy or other interest in such condominium unit shall not be deemed to be a Party-in-Interest.

5.6.4 From and after the date the Association is formed, the Association shall be deemed a successor and assign of the Declarant pursuant to this Declaration, and shall be responsible for costs associated with owning, maintaining, operating, and repairing the Required PAA and the Parcel 4 PAA as required by this Declaration and the M&O Agreement. In connection with an application to amend, modify or cancel this Declaration, the Association shall be authorized to act on behalf of its members, who shall not be individually required to execute or waive the right to execute the application or the amended, modified, or cancelled Declaration.

5.6.5 Any offering plan or “red herring” issued in connection with the sale of any units in or to a condominium regime formed with respect to any portion of the Proposed Development and any offering plan issued in connection with the ownership of any portion of the Proposed Development by a cooperative cooperation shall include a summary of the terms of this Declaration, and shall clearly identify the rights and obligations of the Association and the unit owners or the owners of shares of stock in the cooperative cooperation, as the case may be.

5.6.6 Powers. To the extent permitted by law, Declarant shall cause the Association to be established with the power and authority to:

- (a) impose fees or assessments against the members of the Association, for the purpose of collecting funds to satisfy the obligations of the Association pursuant to this Declaration;
- (b) collect, receive, administer, protect, invest and dispose of funds;
- (c) bring and defend actions and negotiate and settle claims to recover fees or assessments owned to the Association pursuant to this Section 5.6; and
- (d) exercise any and all of such powers as may be necessary or appropriate for purposes of this Declaration and as may be granted to the Association in furtherance of the Association’s purposes pursuant to the New York Not-for-Profit Corporation Law.

ARTICLE VI.

AMENDMENTS, MODIFICATIONS AND CANCELLATIONS

6.1. Amendments.

6.1.1 The provisions of Articles III and IV of this Declaration, and any other provisions relating to the Required PAA, the Parcel 4 PAA, or the M&O Agreement, may be modified, amended or canceled upon the approval of the CPC Chair after application by Declarant. All other provisions of this Declaration may be modified, amended or canceled only upon approval of the CPC, and, with respect to the Special Permits, the City Council, but only if the City Council reviewed the Special Permits pursuant to Section 197-d of the City Charter. Except as set forth above, no other approval or consent by any other public body or private body shall be required for such modification, amendment or cancellation.

6.1.2 Declarant acknowledges and agrees that if it is in default in the performance of any of its obligations under this Declaration and such default shall not have been corrected after notice of such default prior to an application for amendment or modification of this Declaration, such default shall itself be sufficient grounds for the applicable person or entity as set forth above to disapprove any proposed amendment or modification of this Declaration.

6.2. Minor Modification. The CPC Chair may, by express written consent, administratively approve modifications to this Declaration that the CPC or the CPC Chair has determined to be minor, provided such modifications do not conflict with the M&O Agreement. Such minor modifications shall not be deemed amendments requiring the approval of the CPC, the City Council, or any other agency or department of the City.

6.3. Modification of M&O Agreement. Notwithstanding anything to the contrary contained in this Declaration, the M&O Agreement may be amended by Declarant and the DPR, which shall consult with the CPC Chair, in accordance with the provisions of the M&O Agreement.

ARTICLE VII.

MISCELLANEOUS

7.1. Notices. All waivers, elections, demands and notices or other communications relating tot his Declaration shall be effective only if in writing and mailed to the party for which it is intended by certified or registered mail, return receipt requested, postage prepaid, or personally delivered, or by overnight express courier, addressed as follows, or to such other address as the parties hereto may from time to time designate by notice given as aforesaid:

If to the Declarant: Terra Cotta LLC
c/o Silvercup Studios
42-22 22nd Street
Long Island City, N.Y.
Attention: Gary Kesner

With a copy to: Kramer Levin Naftalis & Frankel LLP
1177 6th Avenue
New York, New York
Attention: Paul D. Selver
Telephone: 212- 715-9199

If to the City: New York City Planning Commission
22 Reade St.
New York, NY 10007
Attn: Chairperson

All notices shall be deemed given upon hand delivery, three (3) days after mailing, if sent by United States mail, or one (1) day after mailing if sent by overnight express courier.

7.2. Severability. In the event that any provision of this Declaration shall be deemed, decreed, adjudged or determined to be invalid or unlawful by a court of competent jurisdiction after all appeals are exhausted or the time for appeal has expired, such provision shall be severable, and the remainder of this Declaration shall continue to be in full force and effect.

7.3. Declaration to be Included. Declarant shall include a copy of this Declaration as part of any application to any governmental agency or department having jurisdiction over the

Subject Property or the Proposed Development including, without limitation, the New York City Department of Buildings, the New York City Board of Standards and Appeals and the CPC.

7.4. Default and Attorneys' Fees. If Declarant is found by a court of competent jurisdiction to have been in default in the performance of its obligations under this Declaration, and such finding is upheld on final appeal or the time for further review of such finding or appeal by a court or by other proceedings has lapsed, Declarant shall indemnify and hold harmless the City and the CPC from and against all reasonable legal and administrative expenses arising out of or in connection with the enforcement of Declarant's obligations under this Declaration.

7.5. No Third Party Enforcement.

7.5.1 No person or entity other than Declarant (including Mortgagee) or the City shall have any right to enforce the provisions of this Declaration. This Declaration shall not create any enforceable interest or right in any person or entity other than Declarant and the City, who shall be deemed to be the proper entities to enforce the provisions of this Declaration, and nothing contained herein shall be deemed to allow any other person or entity, public or private, any interest or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Applications.

IN WITNESS WHEREOF, this Declaration has been executed as of the day and year first above written.

TERRA COTTA LLC

By: _____

The City hereby joins in the execution of this Declaration solely for the purpose of confirming its obligations hereunder.

By: _____

APPENDIX B EXECUTIVE SUMMARY

Project Description

Purpose & Need

- The purpose and need for the Project include:
- The need to meet current and anticipated demand for film and television production facilities that conform to industry standards;
- The need to compete against other venues offering film and television production facilities;
- The need to support the redevelopment of Long Island City as a “24-hour” neighborhood containing a mix of industrial, commercial, residential, retail, cultural and open space uses contributing to the vitality of Queens as a whole; and
- The need to provide improved access to the East River waterfront from locations in Queens.

Project Description

Terra Cotta, LLC (the Applicant) seeks approval by the CPC of an amendment to the zoning map for the area bounded by the northern boundary of the existing M1-4 district to the north at the northern limit of the Queensboro Bridge, the midpoint of Vernon Boulevard to the east, the midpoint of 43rd Avenue to the south, and the East River to the west (the Rezoning Area). The Rezoning Area comprises Block 477, Lots 7, 13, 15, 20 and 24. In addition, the Applicant is seeking related CPC and Board of Standards and Appeals (BSA) approvals to enable development of an approximately 2.77 million gsf mixed-use development (Silvercup West) on Block 477, Lots 13, 15, 20, and 24 (the Project Site). The Project Site is bounded by the Queensboro Bridge on the north, Vernon Boulevard on the east, 43rd Avenue on the south, and the East River on the west. The approximately 6.0-acre Project Site, which is located within an M1-4 district and in an area covered by the Waterfront Access Plan Q-1 (WAP) for Northern Hunters Point, is currently occupied, in part, by a temporary New York Power Authority (NYPA) facility on Lot 24, the former New York Architectural Terra Cotta Company building on Lot 20, and a New York City Department of Sanitation (DSNY) open storage pile of sand and salt located within the mapped but unopened segment of 43rd Avenue on the southern edge of the Project Site. Both the NYPA facility and DSNY storage pile would be moved prior to construction.

Vacant land on the Project Site (following the removal of the NYPA facility) would be replaced by approximately 2.77 million gsf (approximately 2.10 million zoning square feet [zsf]) of new mixed use development containing a broad range of uses, including television and film production studios, residential, office, retail, museum and/or other cultural or community facilities, a health club, and a catering facility. Development of Silvercup West would conform to either a Preferred Development Program or one of three variations. The Preferred Development Program and its three variations are summarized in Table 1.

TABLE 1: PREFERRED DEVELOPMENT PROGRAM AND POTENTIAL VARIATIONS

Use	Preferred Development Program (gsf)	Variation 1 (Residential) (gsf)	Variation 2 (Studio) (gsf)	Variation 3 (Residential and Studio) (gsf)
Residential	1,044,970	1,700,018	1,044,970	1,700,018
Commercial	816,538	161,490	816,538	161,490
Office	655,048	0	655,048	0
Retail	76,581	76,581	76,581	76,581
Health Club	40,013	40,013	40,013	40,013
Catering	44,896	44,896	44,896	44,896
Cultural/Community Facility	126,401	126,401	0	0
Studio/Studio Support	346,574	346,574	473,282	473,282
Loading/Parking	433,761	433,761	433,761	433,761
TOTAL Floor Area	2,768,551	2,768,551	2,768,551	2,768,551
Public Open Space (Upland Connection and Esplanade)	55,000	55,000	55,000	55,000

- As indicated in Table 1, some aspects of the development program would be the same in all the Variations. These include the retail and restaurant space, the catering facility and the health club. However, the Variations differ from the Preferred Development Program in terms of the amounts of residential space, office and support space, and the cultural facility space. Specifically:
 - One variation (Variation 1: Residential) would replace the 655,048 gsf of office space with an equivalent amount of residential space containing 655 apartments.
 - A second variation (Variation 2: Studio) would replace the 126,401 gsf cultural facility with an equivalent amount of studio and studio support space, including two additional studios.
 - A third variation (Variation 3: Residential and Studio) would replace the 655,048 gsf of office space with an equivalent amount of residential space containing 655 apartments and would replace the 126,401 gsf cultural facility with an equivalent amount of studio and studio support space, including two additional studios.

Total floor area would be the same with the Preferred Development Program and each of its three variations. The floor-area ratio (FAR) of the proposed project would be approximately 7.9 with the Preferred Development Program or any of the three variations. Final

selection of the program to be developed would depend on market conditions at the time of development.

In all cases, the development would be subject to a Restrictive Declaration, which would result in the same bulk and building envelope in the Preferred Development Program and the three variations. The Preferred Development Program and each of the three variations would provide approximately 1,400 accessory parking spaces, and new publicly accessible open space.

Restoration of the New York Architectural Terra Cotta Company building will take place simultaneous with, but as a separate action from, the proposed Project. Required permits for the restoration of the New York Architectural Terra Cotta Company building have been received from the New York City Landmarks Preservation Commission (LPC).

The Project would be privately financed by the Applicant, and require a number of City, State and federal approvals, as detailed in Section C of this document. The Build Year for the Proposed Action is 2009.

The Applicant intends to obtain Leadership in Energy and Environmental Design (LEED) certification for the Project. Several aspects of the Project would be important to achieving certification. These include the location of the Project Site in the vicinity of extensive public transit and existing utilities infrastructure, a carefully managed construction process, water and energy efficiency in building operations, the selected building materials, and efforts to achieve good indoor environmental quality.

Proposed Building Program

The central component of the proposed building program would consist of a 114-foot-high central core structure (Core Complex) that would cover approximately 40 percent of the Project Site (approximately 95,000 sf of surface area). The Core Complex would include television and film production studio space and a catering facility. To the north of the Core Complex, a mixed commercial office tower (North Complex) would be constructed, with portions of the lower levels reserved for cultural/community space and a restaurant. To the south of the Core Complex, two residential towers above retail space and a health club are planned (South Complex). The uses contained within the three Complexes have been selected to complement each other and create a 24/7 environment.

Access to each Complex has been designed to encourage the mixing of uses and to animate the street along the perimeter of the building. Each of the three Complexes would include direct access to both Vernon Boulevard and the East River Esplanade (Esplanade). The North Complex would also be accessed from the Upland Connection along the northern border of the Project Site. The South Complex would also be accessed from 43rd Avenue.

From north to south, the following summarizes the major elements of each Complex.

North Complex

The commercial and community facility uses of the Project would be located in the North Complex, the intended design for which would consist of a base structure that would contain glass atriums to the west, north and east. A stepped commercial tower would rise from the eastern half of the base. The multiple levels within the base structure would be interleaved to provide for a mix of uses and users to animate the lobby throughout the day and week.

The base of the North Complex would be approximately 340 feet by 120 feet in dimension and would have a maximum elevation of approximately 129 feet. The roof surface of the tower at an elevation of 429 feet is intended to be treated as a green roof. The maximum elevation of the commercial tower would be 537.6 feet.

The building would contain approximately 655,000 gsf of office space. This office space, while not restricted, would be marketed to the entertainment and media industries. Entrance to the commercial tower would be at Vernon Boulevard and Queens Plaza South, at the western end of Terra Cotta Plaza. The North Complex would also be accessed from the Upland Connection along the northern border of the Project Site.

Community facility space (Community Facility) would be located within the western half of the lower levels of the North Complex to the west of and beneath the office tower. It would contain approximately 126,401 gsf of area (0.41 FAR), a portion of which would be used as screening rooms. The Community Facility would be located on five levels, all accessed from the multilevel northern lobby and linked by a series of open escalators. There is no currently identified tenant for this space. However, the Applicant is speaking to a number of Queens and Citywide cultural institutions, many of which have expressed interest in the space. The building design provides for maximum flexibility in fitting out the Community Facility to meet the needs of one or multiple tenants.

Core Complex

The operational and physical center of Silvercup West would be the Core Complex, which would contain the expanded production studio facilities, including eight motion picture and television studios. The studios would be accessed by a two-story lobby located on Vernon Boulevard. A vehicular drop-off would be provided at the entrance. The studios would be directly accessed by trucks entering from 43rd Avenue. The studios would each be approximately 18,000 zsf in area, and approximately 30–40 feet in height, and stacked on two levels. Each level would contain four studios. The studios and their accessory space would comprise approximately 347,000 gsf of area. Accessory studio support uses, such as carpentry shops, production offices, dressing rooms, and storage space, would be located on the studio levels and on intermediate levels between the studios to the east and west, fronting on Vernon Boulevard and the East River.

An approximately 45,000 gsf catering facility would be located above the studios in the Core Complex. The catering facility is intended to meet the need for event venues in western Queens.

The roof of the Core Complex would be stepped down from east to west providing views of the East River, the Manhattan skyline and the Queensboro Bridge. The elevation of the eastern street wall fronting on Vernon Boulevard would be 114.5 feet, and would step down to a roof terrace at 109 feet in the western half of the roof and then further step down to a public terrace at 104.5 feet overlooking the East River. The public terrace would be accessible to the public via an elevator from the Esplanade. The western roof of the Core Complex would be improved with a series of private open spaces, designed for passive recreational use by residents, visitors to the cultural institutions, and customers of the catering facility. It is anticipated that the design of the rooftop gardens would include lawns, trees, and a reflecting pool. The eastern portion of the roof is intended to be a green roof in its anticipated design, and would not provide for resident or visitor access.

A large illuminated accessory sign (“Sign”) would be installed on the western façade of the Core Complex above the Esplanade. The Sign would not flash. The Sign, which would consist of letters made of a perforated metal screen outlined in red lights, would depict the familiar “Silvercup Studios” logo. The Sign would be approximately 195 feet in length and 46 feet in height; the largest letters - the initial “S” and terminal “P” - would be approximately 46 feet in height and the smallest would be approximately 25 feet in height. The surface area of the Sign would be approximately 3,422 square feet. The lowest point of the Sign would be almost 45 feet above the Esplanade. It would not project above the Building but would be contained within the western façade of the Core Complex. The letters for “Studios” beneath “Silvercup” would be 8 feet 3 inches in height.

The proposed Sign would be consistent with the historic visual character of the Long Island City waterfront, which is characterized by the existing Silvercup sign on the Main Lot and the Pepsi Cola sign at Queens West.

South Complex

The residential component of the building would be located to the south of the Core Complex (South Complex). Its treatment would be in keeping with high-density residential waterfront developments, with ground floor lobbies, retail uses and other service uses (including a health club) along the Esplanade and 43rd Avenue.

Two residential towers would rise above the South Complex base. They would be located at the southernmost portion of the Project Site, to provide for maximum visibility of the Queensboro Bridge from the surrounding community. The eastern residential tower would be 600 feet in elevation and the western residential tower would be 517.5 feet in elevation. The South Complex would contain approximately 1,045,000 gsf of residential floor area, with approximately 1,000 residential units.

Open Space

The Proposed Action would provide approximately 80,000 sf (1.83 acres) of publicly accessible at-grade open space. Over two-thirds (approximately 55,000 sf) of this open space would be provided in the Upland Connection and waterfront Esplanade that would be

provided in accordance with Article VI Chapter 2 of the Zoning Resolution (Special Regulations Applying in the Waterfront Area, or “Waterfront Zoning”) as modified by the WAP for Northern Hunters Point (Sect. 62-851 ZR). In addition to the Esplanade and Upland Connection, the Proposed Action would provide an additional 25,000 sf of publicly accessible open space, consisting of two plazas on Vernon Boulevard, at Queens Plaza South and at 43rd Avenue, and a landscaped extension of the Esplanade off-site at the end of 43rd Avenue.

TABLE 2: OPEN SPACE

57. Facility	58. Square Footage
59. Waterfront Public Open Space	60. 55,285 sf
61. Terra Cotta Plaza	62. 8,230 sf
63. Vernon/43 Plaza	64. 4,286 sf
65. 43 rd Avenue Esplanade extension	66. 7,392 sf
67. Rooftop Terrace	68. 4,500 sf
69. TOTAL	70. 79,693 sf

In addition, 4,500 square feet of publicly accessible outdoor open space would be provided in a public overlook on the northwestern area of the roof terrace of the Core Complex. The Project would also provide over 10,000 square feet of private roof terrace open space for residents, workers, and museum and catering facility visitors. Private open space would be located on the roof of the Core Complex.

Public Open Space (Waterfront Zoning Requirements)

Upland Connection

An Upland Connection to the waterfront would be provided along the northern boundary of the property, at the prolongation of the southern line of Queens Plaza South and running to the bulkhead. The Upland Connection would provide almost 25,000 sf of landscaped open space between the North Complex and the property’s northern boundary. A private drive servicing the internal on-site loading berths would run along the northern boundary of the eastern half of the Upland Connection and would be delineated from the pedestrian circulation zone by bollards and a different pavement treatment.

The Upland Connection would be over 500 feet in length with a width ranging between 30 and 90 feet. The Upland Connection would preserve a wide view corridor and provide a physical link to the East River.

A curved 16-foot-wide pedestrian path would extend along the length of the Upland Connection and would be lined with benches. At the western portion of the Upland Connection, chaise lounges, chess tables and benches would be arranged along the northern property line. A sculpture located just west of the driveway at the northern property line would serve to link the new open space to Long Island City's industrial past while providing visual interest to the Upland Connection.

The pedestrian circulation zone would be flanked by over 6,500 sf of low beds planted with native decorative grasses. The eastern segment of the northern boundary of the Upland Corridor would be planted with a single row of 6 black tupelo or similar trees, which would mask a retaining wall that would be required due to the grade change at the City-owned property under the Queensboro Bridge.

Esplanade

The proposed Project would provide a shore public walkway that meets all of the dimensional requirements for an esplanade (Section 62-61 and 62-631 ZR) along the property's entire riverfront. This 500-foot-long Esplanade would connect the Upland Connection at the Project Site's northern boundary to the City-owned property at the foot of 43rd Avenue to the south. The total area of the Esplanade would be approximately 30,000 sf (two-thirds of an acre). Consistent with the WAP, the northern end of the Esplanade is designed to permit the continuation of the public walkway in the future to City-owned property under the Queensboro Bridge.

At its widest two points, the Esplanade would be approximately 90 feet in width at the northwestern and southwestern corners of the Building. The width of the Esplanade would meet or exceed the minimum requirement of 40 feet.

The Esplanade would provide two pedestrian circulation zones parallel to the river's edge, which would encourage a variety of passive recreational experiences along the waterfront: the upland path would be more shaded, adjacent to tables and chairs, and related to the building's ground floor and cultural uses, while the seaward path would be in a more exposed, sunny location, directed more to the north-south flow of pedestrians and to water-viewing.

In order to provide for a visually uncluttered view of the East River and Manhattan skyline beyond, the Applicant proposes to restrict the use of lighting fixtures on poles along the Esplanade, as required. Instead, illuminated bollards, uplights and lights integrated into benches and railings would provide for sufficient illumination without impeding views with raised fixtures.

Vehicular Access

Multiple access points would be provided to minimize vehicular and pedestrian conflicts, and to accommodate the vehicular demands of separate uses. Vehicular access to the Project Site would be provided via Vernon Boulevard and a newly opened 43rd Avenue, offering

access from Queens Plaza, the Queensboro Bridge, Long Island City to the north and east, and Hunters Point to the south.

Loading berths would be located within the structure of the Core Complex, and would not be visible from the street and would be accessed via 43rd Avenue. All studio, office, retail, catering, community facility and health club uses would be directly served by these interval berths.

Shoreline Restoration

The Applicant has obtained the necessary permits to replace a deteriorating bulkhead along the northern portion of the Project Site. This permit process involved a separate environmental review. The Applicant will apply for permits from the New York State Department of Environmental Conservation (NYSDEC) and the U.S. Army Corps of Engineers (USACE) to replace the bulkhead along the southern portion of the Project Site, including the shoreline at the end of 43rd Avenue. While the replacement of the northern portion of the bulkhead is considered to be a separate and independent action from the Proposed Action, the potential impacts of the replacement of the southern portion are analyzed in this FEIS.

Required Actions and Approvals

- The following discretionary approvals are required to implement the Proposed Action:
- **Zoning text amendments to (i) Section 123-90 to create a special mixed-use district and (ii) to Section 123-40 to permit an accessory sign.** The Applicant is requesting an amendment to Section 123-90 of the Zoning Resolution to create a new Special Mixed Use District for Northern Hunters Point (“Mixed Use” or “MX-9” District). The boundaries of the proposed Mixed Use District would be coterminous with the existing M1-4 District’s northern boundaries, the midpoint of Vernon Boulevard and the midpoint of 43rd Avenue and the pierhead line of the East River. The Applicant is also requesting an amendment to Section 123-40 of the Zoning Resolution to create, in the MX-9 District, a special permit to modify the applicable provisions of Sections 32-64 (Surface area and illumination) and 32-65 (Height of Signs). These modifications would facilitate the proposed illuminated “Silvercup Studios” sign as designed, to be incorporated into the western façade of the Core Complex.
- **Amendment to the Zoning Map changing from an M1-4 district to an MX-9 (M1-5/R10) special mixed-use district.** The Site’s current zoning designation is an M1-4 District (2.0 FAR); this is proposed to be changed to an MX-9 (M1-5/R10) Special Mixed Use District. Zoning Map 9b would be amended for the area generally bounded by the northern boundary of the existing M1-4 district to the north, the midpoint of Vernon Boulevard to the east, the midpoint of 43rd Avenue to the south and the bulkhead line of the East River to the west. The Applicant requests a change in zoning to an M1-5/R10 Special Mixed Use District in order to enable the development of a mixed-use development containing production studios and support space and residential, retail, office and cultural uses, many of which are not now permitted as a matter of right. The maximum FAR allowed in an M1-5 district is 5.0 FAR; the maximum FAR allowed in an R10 district is 10 FAR. The Zoning Map amendment also includes an (E) Designation for noise on the Project Site.
- **Special Permit pursuant to Section 13-561 for an accessory off street parking garage.** Article I, Chapter 3 of the Zoning Resolution regulates the development and operation of parking facilities in certain high density areas, including Long Island City. Within Long Island City, accessory parking for a mixed-use development is limited to 225 parking spaces. Parking facilities that exceed that number are

permitted by special permit pursuant to Section 13-561 of the Zoning Resolution. A special permit is needed for the Project's proposed parking garage, which would contain 1,400 parking spaces on four levels within the building.

- **Special permit pursuant to Section 123-40 to modify sign regulations of Sections 32-64 and 32-65.** This permit is needed to construct a sign of the proposed dimensions in a Special Mixed Use District, in derogation from the size limitations set forth in Sections 32-64 and 32-65.
- **Special permit pursuant to Section 62-736 to modify Section 62-341 (a) (2) and (c) 1, 2, 4, 5 and 6 on waterfront blocks.** A special permit is needed to facilitate construction of the proposed Building that does not strictly comply with the height and setback regulations contained within Article VI, Chapter 2 (Special Regulations Applying in the Waterfront Area) of the Zoning Resolution. The Project as designed would not strictly conform to certain of the height and setback requirements contained within Section 62-341 ZR. Accordingly, the following waivers or modifications of provisions of Section 62-341 are requested:
 - *The Building's base does not provide the required setbacks on its four sides (Section 62-341 (a) (2).* The Building's northern and southern faces would not provide all of the required setbacks (10 feet on 43rd Avenue, 30 feet on the Esplanade, or 15 feet on the Upland Connection). The Building would not provide the required 30-foot setback at three points along its western façade fronting on the Esplanade: (i) the west face of the North Complex, which will be 117.64 feet in height; (ii) the public access elevator in the Core Complex, which will be 118.64 feet in height; and (iii) west façade of the South Complex, rise up from the ground without setback. There would be two points on the eastern façade where the 10-foot setback would not be provided. The southern façade of the South Complex would rise straight up without providing the required 10-foot setback. The northern façade of the North Complex would rise straight up without providing the required 15-foot setback.
 - *The Building's base exceeds the maximum base height of 110 feet and 65 feet for residential use and commercial use, respectively, (Section 62-341(c)(1)).* The Building's northern and southern faces, which would not have any setbacks (10 feet on 43rd Avenue or 15 feet on the Upland Connection) but would instead rise directly up from the ground, would exceed the maximum base height of 110 feet and 65 feet, respectively. The western face of the Building would exceed the 65-foot maximum base height at three points without the 30 foot setback: (i) the west face of the North Complex, which would be 117.64 feet in height; (ii) the public access elevator in the Core Complex, which would be 118.64 feet in height; and (iii) the west face of the South Complex, which would rise without the 30-foot setback at 110 feet in height.
 - *The Building exceeds the maximum building height of 350 feet and 185 feet for residential use and commercial use, respectively (Section 62-341 (c)(2)).* The Building will contain three towers, all of which will exceed the maximum building heights. The residential towers on the South Complex will exceed 350 feet in height to 506.14 and 588.64 feet in height; the commercial tower on North Complex will be stepped at 417.64 and 526.24 feet in height, which will exceed the maximum building height of 185 feet.
 - *The residential floor sizes above the maximum base height to exceed 8,100 zoning square feet (Section 62-341(c)(4)).* The residential floor plates of both towers above the maximum base height would each be 10,012 zoning square feet in area.
 - *The floorplates above 150 feet are greater than 85 percent of the floorplates below 150 feet. (Section 62-34 (c)(5)).* The Building would not provide setbacks at 150 feet in any of the three towers. Floors above 150 feet in both the residential towers would be of the same area and configuration as that of the floors directly below 150 feet. The commercial tower would have a

floor plate of 24,150 zoning square feet from a height of 117.64 feet to 417.64 feet. At that level, the tower floor plate would be reduced in area to 11,550 zoning square feet and would rise to 526.24 feet.

- *The length of the building wall facing the shore line exceeds 100 feet (Section 62-341 (c)(6)).* The length of the western building wall (facing the East River) of the commercial tower would be 120 feet.

Development of the Project Site (as defined herein) pursuant to this Special Permit would be subject to a Restrictive Declaration, which would, among other things, require a development that would result in the same bulk and building envelope in the Preferred Development Program and the three Variations. Without this Special Permit, development under the proposed zoning would be restricted by the Restrictive Declaration to an FAR of 7.9.

- **Authorization pursuant to Section 62-722 (b) to modify waterfront public access and visual corridor design requirements of Section 62-60.** In order to facilitate development of a shore public walkway and upland connection, substantially in conformance with the landscape plan, an authorization pursuant to Section 62-722 for waivers from the locational requirements for lights, buffers and trees is requested. The requested waivers are:
 - *Section 62-622: Upland Connections.* Two continuous buffers of 7 feet each bordering the single pedestrian circulation zone along both sides are required, but only one would be provided. The pedestrian circulation path within the Upland Connection is designed to be a wide sweeping arc that spans the approximately 500-foot length of the Upland Connection. Due to the curve of the proposed pedestrian path, the depth of planted buffers between the Building's external support pillars and the path would vary with over 12 feet in depth at the widest, central point. In addition, no buffer would be provided at the northwest edge of the Upland Connection. This would permit, in the future, a connection to any waterfront public walkway that may be provided under the Bridge, thus linking the Project Site to the Queensbridge Park to the north.
 - *Section 62-626 (2): Permitted obstructions.* Sculptures are not listed as permitted obstructions in waterfront public open space. The open space design for the Upland Connection calls for a sculptural form, as yet undesignated, to be placed at the "notch" in the northeastern property line. The design of the sculpture would be inspired by the kilns that previously were located on the site.
 - *Section 62-631(a): Special design requirements for public access prototypes: Shore Public Walkway Prototype 1: Esplanade: Circulation and access.* A continuous landward circulation path of a minimum of ten feet is proposed as part of the Esplanade plan. However, approximately 220 feet of the circulation path would be located under the overhang of the Core Complex in the central portion of the Esplanade. This portion of the circulation path would not lie within open space as defined by the Zoning Resolution and, therefore, would not be in strict conformance with the requirements of Section 62-631.
 - *Section 62-631(c)(2)(i): Special design requirements for public access prototypes: Shore Public Walkway Prototype 1: Esplanade: Trees.* A continuous tree pit planted with a single row of shade trees is required within the pedestrian circulation zone of an esplanade but would not be provided. The proposed Esplanade would be over 500 feet in length. In order to avoid a monotonous or rigid plan, to create a variety of experiences and to enhance the design of the Building, two massings of large shade trees (bosques) would be placed at the north and south with a grove of six trees in the center. Between the bosques and the central grove would be softly curving benches set off by lower flowering ornamental trees. In place of the 18 large shade trees that would be planted in a single continuous row, the proposed site plan contains 35 large trees and 10 ornamental trees.

- *Section 62-642(b): Design requirements for visual corridors: permitted obstructions: sculpture.* Sculptures are not listed as permitted obstructions in visual corridors. As described above, the proposed site plan includes a sculpture within the northern buffer area in the “notch” created by the irregular property line between the Project Site and the city-owned land to the north.
- *Section 62-642 (d): Design requirements for visual corridors: permitted obstructions: trees in visual corridors.* Pursuant to the WAP, a visual corridor is required that is the prolongation of Queens Plaza South. This creates a view corridor that falls partially within the Project Site and partially on the city-owned property to the north. A row of 6 shade trees is proposed to be located within the 15-foot-wide area along both sides of the centerline of the visual corridor, within which trees are not permitted.
- *Section 62-673: Lighting – All waterfront public access areas shall provide lighting in accordance with the following requirements.* Section 62-673 requires that all waterfront public access areas provide illumination in light posts of a minimum of 12 feet that are spaced at a maximum of 40 feet apart. The lighting must be located within 5 feet of a circulation path (Section 62-673 (a) ZR).

The proposed lighting plan, would provide light poles along the circulation path of the Upland Connection. However, the Esplanade would be illuminated by a combination of lighting fixtures instead of 12-foot high light poles. The lights would be integrated into the railing at the water’s edge and in bollards and benches. Uplights would be placed beneath the trees in the north and south bosques. The result of the proposed Esplanade lighting plan would conform to the appropriate illumination standards contained within Section 62-673 (b).

- **Certification pursuant to Section 62-711(c) that a site plan conforming to Section 62-80 has been submitted.** Publicly accessible open space would be provided in accordance with Article VI Chapter 2 (“Waterfront Zoning”) as modified by the Waterfront Access Plan Q-1, for Northern Hunters Point (Section 62-851 ZR). The WAP designates the Project Site as Parcels 2, 3 and 4. The proposed Visual Corridor, Upland Connection and Esplanade would conform to all requirements within Section 62-80 ZR.
- **Amendment to the City Map for 43rd Avenue between Vernon Boulevard and the East River.** The Applicant proposes to modify the elevation of this mapped but unimproved portion of 43rd Avenue so as to provide for better site design and drainage. The existing mapped elevation at the intersection of Vernon Boulevard and 43rd Avenue would remain unchanged at 12.33 feet. However, the mapped elevation at the foot of 43rd Avenue at the water’s edge would be raised from 5.5 feet to 7.5 feet. The modification in elevation will more accurately reflect the actual topography of the street bed, adjacent properties and existing bulkhead.
- **Special Permit by the Board of Standards and Appeals for a Physical Culture or Health Establishment:** A public health club is defined by the Zoning Resolution as a "physical culture or health establishment" and requires a Board of Standards and Appeals special permit pursuant to Section 73-36. There is no operator identified at this time for the health club.
- **New York State Department of Environmental Conservation (NYSDEC): Tidal Wetlands Permit (6NYCRR Part 661):** This permit is needed for construction of a portion of the Esplanade within the regulated tidal wetlands Adjacent Area.

- **NYSDEC Tidal Wetlands Permit, Protection of Waters Permit (6NYCRR Part 608) and US Army Corps of Engineers permits pursuant to Section 10 (Rivers and Harbors Act of 1899) and Section 404 of the Clean Water Act:** These permits are needed to replace the bulkhead along the Project Site's western boundary where the temporary NYPA power generating facility is located and at the end of 43rd Avenue. The permits are required for filling and other work within state regulated tidal wetlands and navigable waters of the United States. It is anticipated that the work will proceed under ACOE Nationwide Permits 3 (Maintenance) and/or 13 (Bank Stabilization).
- **NYSDEC (6NYCRR 602) Long Island Well Permit:** This permit would be needed for dewatering during construction in excess of permit threshold withdrawal rates specified in the regulations.

Land Use, Zoning, and Public Policy

Land Use

The Proposed Action would not result in any significant adverse impacts on land use. Instead, the Proposed Action would support the City's efforts to redevelop the Long Island City waterfront, would provide additional housing, open space and public access to the East River, and would support State and City efforts to encourage the growth of the film and television production industry in New York. The proposed mixed-use development would be consistent with the trend toward development of a mix of uses on the Hunters Point waterfront and in the Long Island City area and would help meet the demands for additional housing to serve the growing population in Queens and for Class A office space outside Manhattan.

The Proposed Action would integrate an underutilized portion of the waterfront into the surrounding areas by enlivening the Project Site with a mix of uses consistent with the retail and residential uses being developed along the waterfront south of the Project Site at Queens West and River East. The Esplanade and open space elements included in the Proposed Action would supplement existing open space and park uses found in Queensbridge Park and along the waterfront to the south of the Project Site. New residents and employees introduced by the Proposed Action would have convenient access to nearby public open space, Queens Plaza and inland businesses. Moreover, the open space, commercial and cultural/community facility uses included in the Proposed Action would be accessible to visitors from Queens Plaza, inland areas, and residents of Queensbridge Houses, Queens West and River East.

No significant adverse impacts on the development of industrial uses would result from the Proposed Action since there are numerous industrially zoned parcels available for development in the vicinity of the Project Site. The proposed Long Island City Industrial Business Zone (IBZ) would further protect existing manufacturing and industrial uses located therein from outside development pressures.

Zoning

The proposed zoning map amendment would replace the existing M1-4 Light Industrial District on the Project Site with an M1-5/R10 Special Mixed Use District. The proposed special mixed use zoning district would allow uses that are not currently permitted as-of-right. Specifically, the proposed zoning would permit a maximum FAR of 5.0 for commercial

and manufacturing uses, and 10.0 for community facility and residential uses compared to the current maximum FARs within the existing M1-4 zoning of 2.0 for manufacturing uses, 6.5 for community facilities, and 2.0 for commercial buildings. The maximum density of the Proposed Action would be capped at 7.9 FAR, approximately 2,100,000 zsf, pursuant to the Restrictive Declaration that would be executed and recorded in connection with the Special Permit pursuant to Section 63-736 ZR, as described above, and as required by Waterfront Zoning. Overall FAR for the Project Site under the proposed rezoning would be 7.9. The proposed rezoning would allow for as-of-right buildings of a maximum height of 350 feet compared to the maximum height of 110 feet allowed under the current M1-4 zoning designation.

The proposed rezoning would not adversely affect the availability of land in Long Island City appropriately zoned for manufacturing uses, since sufficient land would continue to be zoned for manufacturing uses in the Secondary Study Area to meet foreseeable needs. The remaining land in the Study Area and elsewhere in Long Island City will be within the new Long Island City IBZ. The City has established a new Office of Industrial and Manufacturing Businesses dedicated to supporting and stimulating the industrial and manufacturing job base within this IBZ. This new designation will guide development of the approximately 900-acre area within the IBZ unaffected by the Proposed Action.

The proposed zoning changes would recognize the ongoing shift away from the industrial and manufacturing uses that once dominated the area to a broader range of uses. Overall, the proposed zoning would complement the existing mixed use districts mapped in Queens Plaza and Hunters Point and support the City's long-term goals to encourage high-density mixed development on the waterfront as reflected by the Queens West and River East projects south of the Project Site.

Public Policy

The Proposed Action would be consistent with City policies regarding waterfront uses, housing, industrial retention, and the development and strengthening of the City's film and television industry.

Silvercup West would redevelop an underutilized section of the Northern Hunters Point waterfront, consistent with the policies included in the *Citywide Comprehensive Waterfront Plan: Reclaiming the City's Edge* (1992), the *Northern Hunters Point Study* (1991), and the *Plan for the Queens Waterfront: A Framework for Development* (1993), and the NYCDCP *City of New York Strategic Plan* (Summer 2004), particularly those related to waterfront access. The *Plan for the Queens Waterfront* specifically calls for redevelopment of the northern Hunters Point Waterfront with non-industrial uses, and identifies the Project Site as a location for open space and residential uses. View corridors would be realized by the Proposed Action, consistent with plans and policies included in the *Citywide Comprehensive Waterfront Plan*.

The Proposed Project would provide new housing to meet the needs of New York City's growing population, consistent with the NYCDCP *Strategic Plan* (2005) and complementary to other City actions intended to increase the housing supply at all price levels,

including at locations well-served by public transit and other existing infrastructure. In so doing, the Proposed Action would be consistent with City actions that allowed for the construction of high-density development along the East River waterfront in Queens, including Queens West and River East.

The Proposed Action would result in a substantial amount of new cultural/community facility space, and support the City's goal of enhancing the arts and cultural community in Queens. The new film and television production facilities would be consistent with the City's efforts to preserve and expand this key sector of the local economy. By so doing, it would preserve and grow thousands of skilled technical and related blue collar support jobs, both on-site and in the immediate area, particularly in the new Long Island City IBZ.

Variations

The Variations to the Preferred Development Program would include a similar range of uses, would be constructed within the same building envelope and would require the same rezoning actions as the Preferred Development Program. Like the Preferred Development Program, the Variations would, therefore, result in no significant adverse impacts to land use or zoning and would be consistent with public policies.

Socioeconomic Conditions

The Proposed Action would not result in any significant adverse socioeconomic impacts as defined in the *CEQR Technical Manual*. Instead, it would result in economic benefits to the Borough of Queens and to New York City as a whole, by introducing new residents, new commercial and retail space, new film and television production space, and other uses to the Project Site. Without the Proposed Action, changes to socioeconomic conditions in Hunters Point would occur as the result of other residential, office/commercial and mixed use projects currently approved for this area. The Proposed Action would contribute to this ongoing trend toward mixed-use development in Hunters Point.

Direct Residential, Business and Institutional Displacement

There are no permanent residential, business or institutional uses on the Project Site nor are any anticipated by 2009. Therefore, no direct displacement of residents, businesses or institutions would result from the Proposed Action. Based on these findings, the Proposed Action would not result in significant adverse direct residential, business or institutional displacement impacts.

Indirect Residential Displacement

As described in the *CEQR Technical Manual*, households that are most vulnerable to indirect displacement include low-income households (i.e., households with a median income below the median income of the Borough of Queens as a whole) who live in dwellings not afforded the protections of rent control or rent stabilization. Within the Socioeconomics Study Area, the census tracts containing the most low-income residents are not

the ones with the majority of unprotected rental housing, largely because many of the Study Area's low income residents live in the Queensbridge Houses, where rent levels are protected by programs administered by the New York City Housing Authority (NYCHA). It is projected that the socioeconomic profile of the new residents introduced as a result of the Proposed Action would not be substantially different from that of River East, Queens West, and other major market-rate residential development projects along the Long Island City waterfront. Likewise, the cost of the new market-rate housing that would be introduced with the Proposed Action would be comparable to the cost of other market-rate housing in the area, including the cost of new housing to be developed as part of the River East development project. Overall, the population vulnerable to displacement currently residing in the Study Area would be no more at risk for indirect displacement with the Proposed Action than without the Proposed Action, given observed trends in the increase in property values and rents in the area compared to the total inventory of dwelling units in the area, in which low-income population currently reside. Moreover, the most costly units being developed in the area would be along the waterfront, not in the census tracts inhabited by residents potentially vulnerable to displacement.

Adverse Effects on Specific Industries

The Proposed Action would significantly benefit the television and movie production industry. Film and television production studios are located in Long Island City and nearby Astoria, Queens. These studios have made Long Island City a center for this industry and related support industries, including specialty contractors, set construction trades, carpenters, electricians, and other trades. By adding approximately 350,000 gsf of film and television production studio space, the Proposed Action would attract more business to New York City and enhance the competitiveness of the industry.

The number of manufacturing uses in New York City has declined as part of a broad trend since the 1950s, with no noticeable effect attributable to such localized actions as the Hunters Point and Long Island City rezonings, or the presence of new residential and mixed-use waterfront development. Industrial space in a variety of sizes continues to be available in Long Island City. The area contains a wide variety of businesses, and is not the primary home of any singularly important industry or category of businesses, with the possible exception of film and TV production, which would be benefited by the Proposed Action. In addition, the imminent designation of the Long Island City IBZ will further protect the area's manufacturing businesses from displacement. The rezoning of approximately 6.0 acres of the over 1,200 acres of land currently zoned in the general area for manufacturing uses in the Long Island City area (Zip Code Areas 11101 and 11106) would leave a substantial amount of land in the Study Area zoned for manufacturing uses and, thus, would have no significant adverse impacts resulting from the displacement of any specific business.

Indirect Business or Institutional Displacement

Development of the Proposed Action, in which underutilized property would be revitalized, would not constitute displace a use or property that "blights" the area. Instead, the numerous and varied businesses in the Study Area constitute an active and robust commercial center, which has no appearance of being vulnerable to displacement resulting from the new

residential, commercial and retail uses that would be part of the Proposed Action. Introducing new residential and commercial uses, along with additional film industry uses characteristic of the area, would not significantly affect neighboring uses already in place. Likewise, development of the Project Site would not displace any uses that support area businesses or institutions in any way.

Precedent within the Long Island City area, particularly development and operation of the Citibank building at Court Square, demonstrates that a single large development does not have far-reaching adverse effects on businesses or institutions over a wide area of Long Island City or Queens. The vicinity of the project Site exhibits a vibrant business sector, which appears in no danger of suffering significant displacement as the result of new residential and commercial development on the Project Site. Moreover, businesses within the most likely pedestrian corridor to the Project Site from the Queens Plaza subway station are, for the most part, housed in spaces unsuited for conversion to retail uses. Thus, while the Proposed Action, represents a substantial change in land use and activity at the Project Site, secondary effects on other businesses and industries would be limited. The Proposed Action, which would add a substantial amount of available office space to the area, would not increase property values to such an extent that existing businesses would be priced out of the area to a degree beyond that anticipated without the Proposed Action, given the large amount of space in Long Island City appropriately zoned for manufacturing uses.

The Proposed Action would include development of retail uses and uses supportive of the film and television production industry. New production studios would result in increases in employment in skilled trades and in light industrial-type support businesses (e.g., materials vendors, catering, and other services) in the Long Island City industrial area, although the increase in the number of film production industry workers would not be so large as to alter the character of this already strong business sector. Further, the policies and programs anticipated for the proposed Long Island City IBZ will encourage retention of viable industrial uses in the area.

The Proposed Action would not indirectly affect the socioeconomic conditions of the surrounding industrial community south and east of the Project Site. Therefore, it would not result in indirect displacement of any existing customer base that supports surrounding businesses. It is equally unlikely that the Proposed Action would result in a change in socioeconomic conditions in the area north of the Queensboro Bridge, which is dominated by public recreation facilities controlled by the New York City Department of Parks and Recreation (NYCDPR) and a public housing complex controlled by the NYCHA.

Variations

As with the Preferred Development Program, none of the Variations would directly displace any existing or planned residential, commercial, or institutional uses on the Project Site or elsewhere in Long Island City. Also, none of the Variations would be anticipated to result in the indirect displacement of a residential population vulnerable to displacement, since the overwhelming portion of households with a median income less than that of the Borough of Queens as a whole are living in buildings protected by rent control or rent stabilization,

including the low-income households residing in the Queensbridge Houses. In addition, none of the Variations would result in significant adverse effects on any singularly important industry or category of businesses in the Study Area, since the proposed uses would not be in competition with any particular industry or category of businesses by the Variations. Instead, it is anticipated that the Variations would help strengthen overall business conditions in the Study Area. Similarly, like with the Preferred Development Program, none of the Variations would have the potential to result in significant level of indirect displacement of existing businesses in the Study Area.

Neighborhood Character

The Proposed Action would not result in any significant adverse impacts to neighborhood character. Identified traffic, transit, and pedestrian impacts would be fully mitigated through standard engineering practices and would not result in any significant adverse impacts to neighborhood character. Likewise, other analyses indicate that no significant adverse impacts would result to attributes that define neighborhood character, including land use, socioeconomic conditions, historic resources, urban design, visual resources, or noise. Instead, as summarized below, the Proposed Action would result in benefits to most of these attributes.

The Proposed Action would eliminate the DSNY salt storage pile, would introduce new elements to improve the composition of land uses and built forms south of the Queensboro Bridge, and would provide new employment and recreational opportunities for area residents. The Project would improve access to the waterfront and support efforts to provide a continuous promenade along the East River. There would be an increase in workers and residents that would enliven the area. Its new public open spaces, public waterfront access, and potential for accessibility to Queensbridge Park would further serve to increase activity levels. Silvercup West would also introduce new space for cultural facilities and new retail shops to be enjoyed by the new and existing residents of Long Island City.

The mix of residential, commercial, studio, and cultural/community facility uses, and new public open space that would be introduced by the Proposed Action, would help to integrate the Project Site into the surrounding Long Island City community. Consistent with recent development trends in the area, the Proposed Action would improve underutilized, formerly industrial property along the waterfront and not result in any significant adverse land use or zoning impacts. A zoning change and other related actions, included as part of the Proposed Action, would allow for the redevelopment of this dormant and underutilized waterfront location, and would be supportive of the City's long-term vision for the East River waterfront as a vital mixed use community.

Each of the three variations, like the Preferred Development Program, would provide for the expansion of Silvercup Studios, part of the economic base of the Study Area. Each would enliven the waterfront site with new uses and open space. Though different from the Preferred Development Program in the number of residents and the programming of commercial and studio space, the Variations would result in similarly positive improvements to the

neighborhood character of the area. As with the Preferred Development Program, the Variations would not result in any significant adverse impacts to neighborhood character.

Community Facilities and Services

The Proposed Action would not physically alter or displace any community facility, and, as a consequence, would not result in any direct significant adverse impacts to community facilities. As described below, the Proposed Action would also not result in any significant adverse indirect impacts on community facilities and services.

Public Schools

The Proposed Action is not expected to cause significant adverse impacts for CSD 30 School Planning Zone 3. The Proposed Action would introduce approximately 1,000 market-rate residential units, in which would reside approximately 178 elementary school pupils, 94 middle school students, and 42 high school students. These 272 additional middle and elementary school students would represent an approximately one percent increase in the student population in Community School District (CSD) 30 over Future Conditions without the Proposed Action. The capacity of 290 elementary school seats available in the one-mile Study Area under Future Conditions without the Proposed Action comfortably exceeds the Project-generated demand for 178 elementary school seats. Similarly, at the school planning zone level projected enrollment would be met by existing capacity.

Intermediate schools within the one-mile study area would be over capacity by 77 seats. However, the deficit of 77 seats for the Study Area would be offset by the excess capacity in the school planning zone level or “region” within CSD 30 in which it is located. At the School Planning Zone level, projected enrollment would be met by the existing capacity.

Libraries

According to the *CEQR Technical Manual*, potential impacts on libraries may result if a project introduces a large resident population (i.e., greater than a five percent increase in the housing units served, or 621 housing units per branch). Although the number of housing units will increase more than five percent, under the proposed action, catchment area (within $\frac{3}{4}$ mile of a library) population will increase by only 3 percent. Also, while the number of libraries within $\frac{3}{4}$ mile of the Project Site will have been reduced prior to the Proposed Action, the service will have been improved with a new library providing a larger collection and superior services. Therefore, the Proposed Action would not result in any significant adverse impacts on libraries.

Day Care Facilities and Fire and Police Services

No significant adverse impacts on hospitals or day care centers would result from the Proposed Action, since the Proposed Action would not introduce a large low-income population or a substantial number of subsidized units. Because there would be no direct

displacement of fire or police facilities, there would be no significant adverse impacts on these services as a result of the Proposed Action.

Variations

Variation 2, which would introduce the same number of residential units as the Preferred Development Program, would likewise result in no significant adverse impacts to public schools, libraries, or community facilities in general. Variations 1 and 3, which would introduce more residential units and school age children than the Preferred Development Program, would also be accommodated by future public school capacity and library circulation, and like the Preferred Development Program, would not result in any significant adverse impacts to community facilities.

Open Space

Preferred Development Program

The Proposed Action would not result in a significant adverse impact to open space resources. The action would result in a decrease in the open space ratio of 2.38 per 1,000 residents in the future conditions without the Proposed Action to 2.08 with the Proposed Action, a 13 percent reduction. The active open space ratio would decrease by approximately 17 percent from 1.30 in the future without the Proposed Action to 1.08. The passive open space ration would decrease by approximately 6 percent from 1.08 to 1.01 in the future with the Proposed Action. Also, the Proposed Action would decrease the active to passive open space ratio from 55 percent active and 45 percent passive open space to 52 percent active and 48 percent passive. This proportion would continue not to meet the optimal proportion of 80 percent active to 20 percent passive open space. However, the open space ratios for both the Residential and Employment Study Areas with the Proposed Action would remain above the citywide median community district open space ratio of 1.5 acres per 1,000 residents, though, like the Future without the Proposed Action, the amount of open space would not meet the City's planning goal of 2.5 acres per 1,000 residents. The residential population of the Residential Study Area would increase by 2,700 to 15,560 residents, while the worker population would increase to 6,638 employees. The total amount of open space in the Residential Study Area would increase by approximately 0.94 acres to 32.42 acres, resulting in an open space ratio of 2.38 for the Residential Study Area, including 1.30 acres of active open space per 1,000 residents and 1.08 acres of passive open space per 1,000 residents. Like the future conditions without the Proposed Action, these ratios would not meet the City's goal of a proportion of 80 percent active open space to 20 percent passive open space.

The total amount of passive open space within the Employment Study Area would also increase by approximately 0.94 acres to approximately 13.62 acres in the Employment Study Area. The resultant open space ratio for the Employment Study Area would be 2.05 acres per 1,000 workers. This ratio would be significantly higher than the 0.15 acres per 1,000 workers which typically satisfies worker demand.

Silvercup West and the opening of 43rd Avenue west of Vernon Boulevard would provide waterfront access that would otherwise be unavailable at the Project Site. Thus, Silvercup West would continue patterns of open space development and waterfront access provision, in keeping with other recent developments along the water to the south. As such, the Proposed Action would improve the network of open space resources in Long Island City overall.

Variations

Because Variation 2 would introduce the same number of residents as the Preferred Development Program, it likewise would result in no significant adverse impacts to open space in the Residential Study Area. Variations 1 and 3 also would not result in any significant adverse open space impacts. However, these Variations would introduce 1,769 more residents than the Preferred Development Program, thus creating a residential population of 17,329. The resultant open space ratio would decrease from 2.38 in the future without the Proposed Action to 1.87 acres per 1,000 residents, a 21 percent decrease. These Variations would result in a reduction of the ratio of active open space acreage per 1,000 residents from 1.30 in the future without the Proposed Action to 0.97, a 25 percent decrease, and would decrease the passive open space ratio from 1.08 to 0.75, a 31 percent decrease. These decreases would be greater than those resulting from the Preferred Development Program and would be nearer the City-wide mean open space ratio of 1.50. However, the Variations, like the Preferred Development Program, would add new high-quality open space to supplement the existing resources in the Residential and Employment Study areas which are currently, for the most part, only moderately used. Therefore, Variations 1 and 3 would result in no significant adverse impacts to open space resources in the Residential Study Area. Overall, no significant adverse impacts to open space resources in the Residential Study Area would result from the Preferred Development Program or the Variations.

Shadows

Under CEQR, a significant adverse shadow impact is considered to occur when the shadow from a proposed project falls on an important natural resource that would be significantly adversely affected by increased shading, or when the shadow falls on publicly accessible open space, a historic landscape or other historic resource, the significance of which is dependent on sunlight. Although shadows from the Project would fall on limited portions of the East River and Roosevelt Island during part of the morning during most of the year, this would not result in a significant adverse impact on the East River or any sun-dependent significant resource on the island. Even in winter, when shadows are longest, the area of the river in the shadow path would remain in sunlight most of the day. Sunlight-dependent organisms moving through the water would be unaffected by the shadow, since the East River flows swiftly, and the shadow cast by the Proposed Action moves and would not be long lasting in its effect at any one location. Accordingly, the Proposed Action would not have significant adverse impacts on aquatic resources.

Potential impacts of new shadows cast by the Proposed Action on public open spaces in Queens are limited to Project-related shadows on Queensbridge Park (including Vernon Playground) and Queensbridge Baby Park, and open space with Queensbridge Houses which are located north of the Queensboro Bridge. These areas are currently partially in shadow from the Queensboro Bridge and other adjacent structures. The incremental increases in shading from the Proposed Action would be limited in time and extent and would not affect the usability or quality of these resources.

A small portion of Roosevelt Island's southeastern and southwestern waterfront promenade (estimated at less than 1 percent of the entire pedestrian pathway system) would receive morning shadows from the Proposed Action. The small southeastern portion of the promenade would receive morning shadows for less than two hours during the winter, spring, and fall, and the small southwestern portion of the promenade would receive morning shadows for less than 15 minutes during the winter, only. The four outdoor half basketball courts at the Sportspark would be in and out of shadow cast by the Proposed Action for less than 1½ hours in the morning during the winter only, when the courts would be least utilized. Because visitors to the promenade usually walk along it rather than staying in one place, and the vast majority of its length would remain unaffected, and because the basketball courts would be affected only in cold winter months, shadows cast by the Proposed Action on these open spaces would not affect the usability or quality of the resources. Therefore, the Proposed Action would result in no significant adverse impacts on these Roosevelt Island open space resources as a result of new shadows.

The Proposed Action would also cast shadows on the Queensboro Bridge and the New York Architectural Company Terra Cotta Company building, both of which are significant historic resources. However, the historic significance of these resources is not dependent on sunlight. Therefore, the Proposed Action would not result in any significant adverse impacts due to shadows. The Variations, which would be constructed in the same building envelope as the Preferred Development Program, and cast the same shadows, would likewise not result in any significant adverse shadow impacts.

Historic Resources

The largely vacant Project Site houses the two and one-half story former New York Architectural Terra Cotta Company office building, and is immediately adjacent to the Queensboro Bridge. Both are historic resources listed on the National Register of Historic Buildings. There are also several other historic properties (designated and eligible for designation on the National and State Registers of Historic Buildings) within ½ mile of the Project Site. Since the Project would require in-ground construction, there is the potential that it would disturb on-site archaeological resources. However, as summarized below, the results of the analysis indicate that the Proposed Action would not result in any significant adverse impacts on any important historic or archaeological resource.

New York Architectural Terra Cotta Company Building

The introduction of the Project would change the existing physical and visual context of the New York Architectural Terra Cotta Company building, which is currently located on the otherwise vacant and unimproved northern portion of the Project Site. The Project would introduce a complex structure of varying heights, the tallest elements of which would be set the furthest away from the New York Architectural Terra Cotta Company building. The New York Architectural Terra Cotta Company building would be buffered from the full height of the Project towers by an L-shaped mid-rise studio complex 114 to 140 feet tall on the west and south of the building. The proposed mid-rise building set closest to the New York Architectural Terra Cotta Company building would be reminiscent of the large (85 feet tall) main factory building that originally dominated the factory complex, and would accentuate the historic building within the new development.

As a result of the Project's high-rise elements, shadows would be cast on the west façade of the New York Architectural Terra Cotta Company building during the afternoon time periods. However, the historical significance of the New York Architectural Terra Cotta Company building is not dependent on sunlight. Consequently, these incremental shadows would not result in any significant adverse impacts. Landscaping on the Project Site would include terra cotta-inspired paving designed to enhance visitors' experience and heighten their appreciation of the design details of the historic building.

Queensboro Bridge

As with the New York Architectural Terra Cotta Company building, there would be no significant adverse impacts to the historic Queensboro Bridge as a result of new shadows cast by the Proposed Action, because the historic significance and integrity of the Queensboro Bridge is not sunlight dependent.

Like the Manhattan side of the East River, which features high-rise structures on all sides of the Queensboro Bridge, the Proposed Action would introduce tall towers near the eastern end of the 354-foot-tall Queensboro Bridge in Queens. The nearest Project tower would be located about 100 feet south of the Queensboro Bridge, a distance comparable to the distance between the western end of the Queensboro Bridge and the high-rise structures in Manhattan.

Echoing the arching profile of the bridge itself, the proposed tower heights would rise in a graduated fashion: the tallest elements would be sited further east (away from the waterfront) and at the southern end of the site, to minimize encroachment on views of the Queensboro Bridge and to maximize visibility of its easternmost tower from the river and vantage points on the waterfront. The lowest tower (stepping up from 429 feet tall on the western edge to 537.6 feet tall on the eastern edge) would be located 100 feet away from the bridge, while the tallest tower (600 feet tall) would be located 500 feet away from the bridge on the southern portion of the Project Site. The proposed open spaces, including plazas, the waterfront Esplanade, and the roof-top terrace, would all provide unique views of the bridge that do not exist today. Views of the bridge from Queensbridge Park would remain unobstructed. However, the new glass towers of the Proposed Action would be visible in the background,

behind the bridge. Additionally, the Applicant intends to include visible x-bracing in the design of the proposed towers to complement the structural components of the bridge.

Construction Protection

Given the proximity of the Project to the New York Architectural Terra Cotta Company building and the Queensboro Bridge, a construction protection plan will be devised to minimize potential damage from falling objects, ground vibration, changes in the water table, and other construction activities that could adversely affect these two historic resources. Construction of the Project would be required to meet New York City Department of Buildings requirements. The construction protection plan would describe in detail the site preparation procedures that would occur on the Project Site, provide documentation on the existing foundations and structural conditions of the two historic resources, and identify maximum vibration tolerances. Slurry or secant wall construction would be used to construct foundations. Pile driving, if necessary, would be accompanied by vibration monitoring in the New York Architectural Terra Cotta Company building as a means of preventing impacts to this structure. The lifting of construction materials by cranes over the New York Architectural Terra Cotta Company building would be prohibited, eliminating the possibility of dropping heavy construction material onto the structure.

Other Historic Properties

All other historic resources inventoried in the Historic Resources Study Area are more than ¼ mile away (including several on Roosevelt Island). At most, the Proposed Action would be visible in the background of views in their vicinity. In no case would the Project cast new shadows on any important historic resource other than the New York Architectural Terra Cotta Company building and the Queensboro Bridge.

Archaeological Resources

Initial documentary research has revealed that there is potential that archaeological deposits related to the New York Architectural Terra Cotta Company operations remain on the Project Site. Consequently, the New York State Historic Preservation Officer (SHPO) has determined that “Stage 1B” archaeological testing is warranted on lots 13, 15, and 20, comprising the northern portion of the Project Site. The Stage 1B testing program will be conducted following completion of the EIS. The results of the Stage 1B testing will dictate whether further archaeological investigations will be necessary. Ongoing consultation with the SHPO regarding any evidence of potentially significant resources will ensure that appropriate mitigation procedures, if necessary, would be implemented prior to construction. Stage 1B investigation of the southern portion of the Project Site determined there was no likelihood of archaeological artifacts remaining there. Therefore, the Proposed Action would result in no significant adverse impacts to archaeological resources.

Variations

The three variations would be constructed within the same footprint and building envelope and use the same construction techniques as the Preferred Development Program and,

therefore, would likewise not result in significant adverse impacts to historic (architectural) or archaeological resources. As with the Preferred Development Program, a construction plan would be developed to avoid potential damage to the New York Architectural Terra Cotta Company building and the Queensboro Bridge.

Traffic and Parking

Traffic

The project vicinity experiences heavy travel demands by daily commuters working and residing in Long Island City and commuters traveling to Manhattan. However, many sections of the local street network that serve the Project Site have substantial amounts of unused capacity. These streets include Vernon Boulevard, Queens Plaza South and 43rd Avenue, all of which lead directly to the Project Site. The traffic and parking analyses cover a large study area encompassing 30 existing intersections and two new intersections created for access to and from the project’s parking garage.

- A summary of the projected levels of service (LOS) and significant adverse impacts appears in Table 3 (the overall intersection LOS is a weighted average of all of the individual traffic movements):

TABLE 3: 2009 NO BUILD VERSUS BUILD WEEKDAY TRAFFIC LOS SUMMARY

Signalized Intersections	No Build			Build		
	AM	MD	PM	AM	MD	PM
Overall LOS A/B	6	9	8	4	8	5
Overall LOS C	5	7	4	6	7	7
Overall LOS D	6	2	8	6	3	8
Overall LOS E/F	7	6	4	8	6	4
Number of Movements at LOS E or F	17	9	16	19	10	18
Number of Significantly Impacted Intersections	-	-	-	8	6	12
Unsignalized Intersections	AM	MD	PM	AM	MD	PM
Overall LOS A/B	4	5	2	3	2	1
Overall LOS C	1	0	3	1	2	1
Overall LOS D	0	0	0	0	0	1
Overall LOS E/F	1	1	1	4	4	5
Number of Movements at LOS E or F	2	2	2	6	5	9
Number of Significantly Impacted Intersections	-	-	-	5	4	6

- In the weekday AM peak hour, eight signalized intersections would operate at overall unacceptable LOS E or F in the Build condition as opposed to seven in the No Build condition. “Overall” LOS E or F means that serious congestion exists—either one specific traffic movement has severe delays, or two or more of the specific traffic movements at the intersection are at LOS E or F with very significant delays. Nineteen specific traffic movements (e.g., left turns from one street to another, through traffic on one street passing through the intersection, etc.) out of approximately 101 total traffic movements analyzed would operate at LOS E or F conditions, and eight intersections would be significantly impacted.
- In the weekday Midday peak hour, six signalized intersections would operate at overall LOS E or F, while three would operate at overall LOS D in the Build condition as compared to six LOS E/F conditions

and two LOS D conditions in the No Build scenario. Ten traffic movements would operate at LOS E or F, and six intersections would be significantly impacted.

- In the weekday PM peak hour, four signalized intersections would operate at overall LOS E or F in the Build condition as opposed to four in the No Build condition. Eight signalized intersections would operate at overall LOS D and 18 traffic movements would operate at LOS E or F. Twelve intersections would be significantly impacted.
- In the Saturday Midday peak hour, three signalized intersections would operate at overall LOS E or F, and two would continue to operate at overall LOS D in the Build condition. Four traffic movements would operate at LOS E or F and four intersections would be significantly impacted.
- Five of the eight unsignalized intersections analyzed (including the two “new” intersections at the Project Site’s access driveways along Vernon Boulevard) would operate at overall LOS E or F during at least one of the peak hours analyzed. Significant impacts would occur at five, four, six and two intersections during the weekday AM, Midday, PM, and Saturday Midday peak hours, respectively.

TABLE 4: 2009 NO BUILD VERSUS BUILD SATURDAY MIDDAY TRAFFIC LOS SUMMARY

Signalized Intersections	No Build	Build
	Saturday MD	Saturday MD
Overall LOS A/B	8	8
Overall LOS C	1	1
Overall LOS D	2	2
Overall LOS E/F	3	3
Number of Movements at LOS E or F	4	4
Number of Significantly Impacted Intersections	-	4
Unsignalized Intersections	Saturday MD	Saturday MD
Overall LOS A/B	5	4
Overall LOS C	0	1
Overall LOS D	0	0
Overall LOS E/F	0	2
Number of Movements at LOS E or F	0	4
Number of Significantly Impacted Intersections	-	2

Detailed evaluation of mitigation measures indicates that all significant adverse traffic impacts would be fully mitigated by standard traffic engineering improvements such as installation of traffic signals, signal timing and phasing modifications, parking prohibitions, and lane restriping. These measures represent the standard range of traffic capacity improvements that have been proposed and implemented to mitigate anticipated traffic impacts for numerous projects in the City. Of the 32 locations analyzed during the weekday peak hours (signalized and unsignalized), significant adverse impacts would occur at 13 intersections during the AM peak hour, 10 intersections during the Midday peak hour, and 18 intersections during the PM peak hour. Of the 21 intersections analyzed during the Saturday Midday peak hour, significant adverse impacts would occur at 6 intersections (Table 5).

TABLE 5: SIGNIFICANT TRAFFIC IMPACT MITIGATION SUMMARY

Intersections	AM	Midday	PM	Saturday Midday
Number of Intersections Not Significantly Impacted	19	21	14	15
Number of Significantly Impacted Intersections	13	11	18	6

Parking

The analysis of parking conditions indicates that sufficient parking would be provided to accommodate the proposed project’s expected parking demands, and that the Proposed Action would not result in any significant adverse parking impacts.

Variations

Each of the Variations would generate approximately the same number of vehicle trips or less, compared to the Preferred Development Program, during all peak travel periods. One of the Variations would result in an additional significant adverse traffic impact during the weekday AM peak hour at the location of 21st Street and 40th Avenue, which would be mitigated with the application of signal timing modifications.

Transit and Pedestrians

Preferred Development Program

The Proposed Action would generate a large volume of public transit and pedestrian trips. The DEIS examines the potential impact of these trips on pedestrian and public transit services and facilities in the study area. The results of these analyses indicate that the Proposed Action would result in one significant adverse impact on the Q103 bus during the AM and PM peak hours. This impact would be mitigated by the addition of two northbound buses during the AM peak hour and one southbound bus during the PM peak hour. It is the general policy of MTA Bus to provide additional bus service where demand warrants.

The results of the analyses also indicate that the Proposed Action would result in a significant adverse pedestrian impact at the pedestrian crossing locations across Vernon Boulevard at Queens Plaza South and 43rd Avenue, both of which are proximate to the Project Site. Installing traffic signals at both intersections would mitigate both significant adverse traffic and pedestrian impacts at this location.

Variations

Each of the Variations would generate approximately the same number of pedestrian and transit trips or less compared to the Preferred Development Program during all peak travel periods. Consequently, like the Preferred Development Program, none of the Variations should result in any significant adverse transit or pedestrian impacts after application of the same mitigation measures as with the Preferred Development Program.

Air Quality

Preferred Development Program

This DEIS analyzes the potential for the Proposed Action to result in significant adverse air quality impacts due to emissions from traffic generated by the Proposed Action; emissions related to heating, ventilation and air conditioning (HVAC) created by the Proposed Action; emissions from the proposed parking facility; and impacts of existing mobile and stationary sources on proposed residences. The cumulative impacts of all of these sources are also analyzed.

These air quality analyses were conducted in accordance with the procedures outlined in the *CEQR Technical Manual* to determine whether the Proposed Action would result in violations of the National Ambient Air Quality Standards (NAAQS) or health-related guideline values. Concerning mobile source-related emissions, the results of these analyses indicate that the Proposed Action would not cause any exceedance of the NAAQS for carbon monoxide (CO) or the New York City Department of Environmental Protection (NYCDEP) “de minimis” criteria for CO, nor would it cause any increase in fine particulate matter (PM_{2.5}) greater than the NYCDEP 24-hour or annual interim “Significant Threshold Values” (STVs) for PM_{2.5}. Accordingly, the Proposed Action would not have any significant adverse air quality impacts associated with mobile source emissions.

A summary of the results of the CO analysis for the Future with the Proposed Action in 2009 is provided in Table 6. The values shown are the maximum CO concentration increments predicted near each analysis site with the Proposed Action.

TABLE 6: FUTURE WITH THE PROPOSED ACTION (2009) – MAXIMUM 8-HOUR CO LEVELS

Site #	Analysis Site	No Build 8-hr CO Level (ppm)	Build 8-hr CO Level (ppm)	Maximum Time Period
1	Vernon Blvd/43 rd Ave	2.91	2.91	PM
2	Vernon Blvd/44 th Drive	2.81	2.81	PM
3	Queens Blvd/Northern Blvd/Jackson Ave	3.77	3.77	PM
4	Queens Blvd/Thomson Ave/Van Dam Street	3.97	4.30	MD
		4.19	4.19	PM
5	Van Dam Street/Borden Ave/Queens Midtown Expwy Service Rd	4.42	4.42	PM
6	Jackson Ave/49 th Ave/11 th Street	3.46	3.49	AM
7	Vernon Boulevard and 41 st Avenue	3.14	3.20	AM
		3.07	3.31	PM

Notes:

1. Maximum results of all time periods analyzed.
2. All values include appropriate background concentration.
3. 8-hour CO background concentration = 2.3 ppm

Time Periods:

AM – AM peak traffic period (8-9 AM)
 MD – Midday peak traffic period (12-1 PM)
 PM – PM peak traffic period (5-6 PM)

According to this analysis, CO levels would not exceed the NAAQS or the NYCDEP CO “de minimis” values at any analysis site, indicating that the Proposed Action would not cause any significant adverse CO emissions impacts.

In addition, in accordance with NYCDEP interim guidance procedures, a PM_{2.5} analysis was conducted. The intersection with the highest estimated number of project-generated vehicles during any peak traffic hour, Vernon Boulevard and 43rd Avenue (Analysis Site #1), was selected as the “worst-case” location to determine incremental PM_{2.5} 24-hour and annual impacts. The maximum predicted annual and 24-hour concentrations, shown in Table 7, predicted near this intersection are below NYCDEP’s annual and 24-hour STVs of 0.1 and 5 µg/m³, respectively. The results of this analysis indicate that the Proposed Action would not cause increases in concentrations above the 24-hour and annual PM_{2.5} STVs at any of the analysis sites.

TABLE 7: FUTURE WITH THE PROPOSED ACTION (2009) – MAXIMUM PM_{2.5} INCREMENTAL IMPACTS (µg/M³)

Site #	Analysis Site	24-hour Increment	Annual Increment	Significant Threshold Value
1	Vernon Blvd/43 rd Ave	3.2	--	5
		--	0.022	0.1

Based on the results of the mobile source analysis, emissions associated with increased traffic and changes in traffic patterns as a result of the Proposed Action would not cause any significant adverse air quality impacts.

Concerning stationary source-related emissions, the results of the analyses indicate that the Proposed Action would not result in significant adverse air quality impacts at residential uses associated with the Proposed Action due to emissions from the Project’s HVAC system, or from emissions from heating systems from nearby existing and planned developments.

The analyses also demonstrate that receptors at the proposed Project would not experience any significant adverse impacts from nearby industrial sources, or from emissions from the Ravenswood power plant or Queensboro Bridge, both of which are located north of the Project Site. Additional detailed assessments indicate that emissions associated with the proposed parking garage included as part of the Proposed Action would not cause any exceedance of the NAAQS at either an adjacent sidewalk receptor or at receptors located at operable windows of the proposed residential towers, and therefore, there would be no significant adverse impacts to air quality levels at these locations.

A cumulative analysis, incorporating emissions from the garage exhaust, mobile source emissions generated by the traffic at the nearby intersection, mobile source emissions

from the Queensboro Bridge, emissions from the HVAC system, and emissions from the Ravenswood power plant, indicates that these cumulative emissions would not result in any exceedances of the NAAQS and, therefore, would not result in a significant adverse impact on air quality.

Variations

Analyses also indicate that emissions associated with project-related mobile source and HVAC emissions, air toxic releases from nearby industrial facilities, the proposed parking garage, and the Queensboro Bridge traffic, either separately or cumulatively, under the three variations would not cause any significant adverse air quality impacts, since the impacts associated with these emissions sources would be essentially the same as those identified for the Preferred Development Program.

Noise

Preferred Development Program

This FEIS assesses the potential for the Proposed Action to significantly increase noise levels in the vicinity of the Project Site by introducing new stationary noise sources and by changing existing traffic characteristics. In addition, the evaluation considers the potential effect of introducing new noise-sensitive land uses into an area potentially affected by noise from nearby manufacturing uses and associated truck traffic. Since the Proposed Action would include the establishment of high rise residential and office towers near the Queensboro Bridge, the potential for traffic noise from bridge decks to significantly affect interior noise levels at elevated exposed areas of the towers was also evaluated.

The potential for the project to result in significant adverse noise impacts is assessed based on changes in noise levels and on noise exposure levels outlined in the *CEQR Technical Manual*. The effects of the proposed HVAC system are evaluated based on New York City building and noise code requirements that would apply to the Project.

Noise levels at residential land uses that would be introduced as part of the Proposed Project would be in the “Marginally Acceptable” category, and would not require more than standard window/wall attenuation to achieve acceptable interior noise levels of 45 dBA. The maximum future noise level at the proposed commercial development (which would be residential in Variation 1) would be 76.7 dBA (L_{10}), which falls into a “Marginally Unacceptable” noise exposure category. Since Special Mixed Use Districts require 35 dBA window/wall attenuation for dwelling units (123-32 ZRNYC), no additional window/wall attenuation would need to be provided to achieve acceptable noise levels of less than 45 dBA for the residential portions of the project. Because the Special Mix-Use District noise attenuation requirements apply only to residential uses, as a supplement to the regulations, an (E) Designation for noise will be mapped on the Project Site (Block 477, Lots, 13, 15, 20, and 24) to ensure that adequate noise attenuation would be provided for the commercial uses introduced as part of the Proposed Action. The text of the (E) Designation is as follows:

In order to ensure an acceptable interior noise environment, future commercial uses must provide a closed window condition with a minimum of 35 dB(A) window/wall attenuation in order to maintain an interior noise level of 45 dB(A). In order to maintain a closed-window condition, an alternate means of ventilation would also have to be provided. Alternative means of ventilation would include, but would not be limited to, central air conditioning or air conditioning sleeves containing air conditioners or HUD-approved fans.

The residential noise attenuation requirements of the Special Mixed-Use District in conjunction with the (E) Designation for future commercial uses on the site would ensure that no significant adverse noise impacts would occur as a result of the Proposed Action.

Stationary noise sources, including HVAC and associated mechanical equipment, would be designed and operated to satisfy Section 24-227 of the New York City Noise Control Code. This would assure that noise levels within the proposed structures would be less than the acceptable interior noise level of 45 dBA as required by the New York City Department of Environmental Protection, that noise levels at the boundaries of the Project Site would not exceed the City of New York Ambient Noise Quality Zone Criteria, and that operation of the HVAC systems would not result in an increase of 3 dBA compared to noise levels in the Future without the Proposed Action. As a consequence, there would be no significant adverse noise impact due to new stationary sources of noise.

Variations

Each of the Variations would generate the same number of vehicle trips or less compared to the Preferred Development Program during all peak travel periods. Consequently, as with the Preferred Development Program, none of the Variations would increase noise levels by 3 dBA or more at any location due to project generated traffic. Also like the Preferred Development Program, New York City Noise Code requirements would ensure that noise levels from HVAC equipment would not contravene CEQR impact thresholds. The assessment also indicates that noise levels along the faces of the residential tower close to the Queensboro Bridge included in Variations 1 and 3 would not result in a significant noise impacts, as sufficient attenuation would be provided as a stipulation of the zoning code and as a requirement of the (E) Designation.

Infrastructure

Using the CEQR methodology for calculating demand, there would be sufficient water supply capacity and pressure with the Proposed Action. Similarly, based on the estimated sanitary sewage generation, the Proposed Action would not result in any significant adverse impact on the Bowery Bay Water Pollution Control Plant (WPCP), which serves the Project Site, nor would it significantly contribute to combined sewer overflow (CSO) events.

Though differing from the Preferred Development Program in terms of water and sanitary sewer demands, the three variations, like the Preferred Development Program, would

not result in any significant adverse impacts to the City's water supply or wastewater treatment capabilities.

Solid Waste

The Proposed Action would result in no significant adverse impacts to solid waste services due to the additional amount of solid waste generated by the residential uses or the solid waste produced by other Project uses.

Though differing from the Preferred Development Program in terms of solid waste generation water, the three variations, like the Preferred Development Program, would not result in any significant adverse impacts to the City's municipal solid waste management programs.

Energy

The marginal increase in City-wide energy demand attributable to the Project would result in no significant adverse impact.

Though differing from the Preferred Development Program in terms of energy demands, the three variations, like the Preferred Development Program, would not result in any significant adverse impacts to the availability of energy to serve the City's needs.

Natural Resources

The *CEQR Technical Manual* defines a natural resource as a plant or animal species and any area that is "capable of providing habitat for plant and animal species or capable of functioning to support environmental systems and maintain the City's environmental balance." Included in these resources are surface and groundwaters, soils, wetlands, and the City's landscaped areas, gardens, parks, and built structures that are used by wildlife. This FEIS includes a detailed analysis of the potential impact of the Proposed Action on these resources. This analysis concludes that neither the Preferred Development Program nor the Variations would result in any significant adverse impacts on natural resources. The Proposed Action would improve water quality by directing stormwater runoff through an existing stormwater outfall to the East River located beneath 43rd Avenue, and avoiding combined sewers, in accordance with the NYSDEC preferred approach for separating storm and sanitary flows in areas served by combined sewers. This would reduce the potential for combined sewer overflows from the Bowery Bay WPCP.

Also as a result of the Proposed Action, the DSNY salt and sand storage pile would be relocated elsewhere in the DSNY service area, in accordance with DSNY siting criteria. Removal of the salt and sand pile would eliminate a source of potential surface water degradation. This would represent a net benefit for water quality regardless of where the new shed would be located. Reestablishment of the bulkhead on the southern portion of the Project Site and along the end of 43rd Avenue where it meets the river would require the placement of

approximately 2,768 cubic yards of fill along the 366-foot stretch of shoreline landward of the bulkhead line, of which approximately 552 cubic yards would be below the mean high water line and therefore within regulated tidal wetlands and navigable waters of the United States. This fill would displace surface waters and areas defined as tidal wetlands that have encroached into the Project Site in recent years. The total surface area displacement would be approximately 5,597.5 square feet. Field studies indicate that these areas are only minimally, if at all, used as habitat by aquatic wildlife. These activities would reestablish conditions that existed prior to the deterioration of the bulkhead, would not displace any valuable habitat, and therefore would not result in significant impacts on natural resources.

Newly created impermeable surfaces would reduce the infiltration of precipitation to the water table. However, this would not adversely affect a significant resource since site groundwater at the water's edge is brackish, tidally influenced, and not a source of drinking water.

The Proposed Action would be developed east of the new bulkhead and, consequently, would not have a direct impact on tidal wetlands. Indeed, after the installation of the new bulkhead is complete, immediately west of the bulkhead the lands underwater will be submerged under more than six feet of water, as they were historically. Such open water areas are not considered to have wetland properties and are not regulated as tidal wetlands. However, on the southern portion of the site, the regulated tidal wetland "Adjacent Area" would extend inland from the shoreline to the 10-foot topographic elevation. NYSDEC permitting requirements limit the introduction of impervious surface in this Adjacent Area to no more than 20 percent of its surface area without a variance. A portion of the Esplanade component of the Proposed Action would be constructed within this Adjacent Area, and would introduce impervious surface beyond this 20 percent coverage limitation. The placement of the Esplanade within the Adjacent Area is necessary to provide enough space within the Project Site for construction of studio spaces meeting industry requirements. This impervious coverage would not affect tidal wetlands, because, as discussed above, the areas west of the bulkhead would not function as wetlands.

As stated previously, because there would be no significant changes to the East River water quality or habitat of the Project Site under the Proposed Action, no significant adverse impacts to terrestrial or aquatic wildlife would result.

The western portion of the Project Area is situated in the 100-year floodplain. However, it is not within an area classified as a floodway. Structures planned for this area would not result in any increases in flood levels in surrounding areas or represent a significant floodplain encroachment. Most of the urbanized waterfront area along the East River is occupied by impervious development; therefore, the Proposed Action would not significantly alter existing primary floodplain characteristics.

Therefore, the Proposed Action would not result in any significant adverse impact to natural resources.

Hazardous Materials

Preferred Development Program

This FEIS assesses the potential for the Proposed Action to result in short-term exposure to hazardous materials during construction and long-term exposure during operation of the Proposed Action. The descriptions and analyses are based on previously conducted hazardous material investigations prepared to identify conditions at the Project Site. Review of these investigations indicates that previous remedial efforts at the Project Site have resulted in the removal of petroleum product and petroleum- and lead-contaminated soil and groundwater, but that the Project Site continues to contain residual soil and groundwater contaminated with volatile organic compounds (VOCs), semi-volatile organic compounds (SVOCs), metals and petroleum hydrocarbons, as a consequence of past uses of the Project Site. Consequently, there is a potential for significant impacts related to exposure to contaminated soils. These potential impacts would be mitigated by the Applicant through the completion of site investigations and remediation of on-site contamination, if necessary. The Applicant will file a Restrictive Declaration to ensure this occurs. The Restrictive Declaration would require that the fee owner of the Project Site conduct a testing and sampling protocol, and remediate where appropriate, to the satisfaction of NYCDEP before issuance of a building permit by the Department of Buildings. The Restrictive Declaration would also require the development of a construction health and safety plan (HASP).

The replacement of the bulkhead along the southern portion of the site would also be covered in the HASP, and would not involve use of any hazardous materials. Therefore there would be no significant adverse impacts related to hazardous materials resulting from reconstruction of the southern portion bulkhead.

Variations

There would be no difference between the Preferred Development Program and the three variations in terms of hazardous materials. The Variations would be constructed within the same footprint and using the same construction techniques as the Preferred Development Program. As with the Preferred Development Program, a Restrictive Declaration would be filed, construction activities would occur in accordance with a HASP and all soils and groundwater would be managed in accordance with applicable laws and regulations. As a consequence, like the Preferred Development Program, the Variations would not result in any unmitigated significant adverse impacts related to hazardous materials.

Urban Design and Visual Resources

Urban Design

The Proposed Action would improve urban design conditions in the Study Area by establishing a greater formal connection between the inland areas and the waterfront. It would also continue the type of waterfront development initiated by Queens West and furthered by River East. Thus, the Proposed Action would be consistent with the building bulk, type, and

arrangement of similar recent development along the Long Island City waterfront. The Proposed Action would also introduce new opportunities for the public to appreciate many attractive features of the Project Site environs, both by providing public open space that takes advantage of the Project Site's location on the East River and proximity to the Queensboro Bridge and New York Architectural Terra Cotta Company building and also by providing a mix of uses that would maintain a 24-hour community of residents, workers, and visitors. Seating, landscaping, and attractive uses of materials and objects inspired by the industrial history of the Project Site would enhance the network of public spaces surrounding Silvercup West.

The new Esplanade at the water's edge would provide new opportunities to view the Manhattan skyline and the Queensboro Bridge and provide attractive waterfront access where none currently exists. This development of waterfront public open space is integral to City plans to provide a series of linked greenways along the East River. The Esplanade, the opening and development of 43rd Avenue, and the Upland Connection, together with plazas and the Vernon Boulevard streetscape interface, would ensure proper circulation throughout the Project Site. Therefore, while there would be dramatic changes to urban form as a result of the Proposed Action, the Proposed Action would not result in significant adverse impacts to urban design.

The Proposed Action would not change block form, street pattern, or hierarchy. Although 43rd Avenue would be opened and regraded, and the DSNY salt storage facility relocated, the street pattern around the site would not be changed. The characteristic large block form of the Long Island City waterfront would be retained. The Proposed Action would take advantage of the large site form to arrange the proposed mix of uses together with open spaces and other pedestrian amenities to integrate the Project with the surrounding community.

The bulk and site arrangement characterizing the Project would not be unique to Long Island City. The Project would relate to the Citibank building due to similarities in building type and height, and would correlate even more closely to the Queens West and River East high-rise towers and open spaces along the waterfront to the south. The proposed mix of uses, building bulk and type, and arrangement of building towers would ensure that the Project, though of a relatively large-scale compared to much of Long Island City, would be integrated into its environs.

The Silvercup sign would be in keeping with the rooftop signage that has historically characterized Long Island City.

The building towers would form a "bold gateway" around the Queensboro Bridge approach into Queens—a Project goal. The creation of such a gateway would be achieved by endowing Silvercup West with a distinctive architectural character. The arrangement of towers at different heights would accentuate the catenary arch of the Queensboro Bridge. The Applicant intends to include x-bracing to reflect similar structural forms integral to the Queensboro Bridge and further distinguish the gateway design.

The streetscape improvements introduced by the Proposed Action, including the provision of linked public open space, would create an attractive pedestrian environment and

physical pedestrian access on and around the Project Site. The Proposed Action would create the 43rd Avenue streetscape and redefine the Vernon Boulevard streetscape along the eastern edge of the Project Site. The Project would take advantage of the unique on-site historic and visual resource—the New York Architectural Terra Cotta Company building—to enhance the Vernon Boulevard streetscape.

Public open spaces would be developed as attractive components of the Project Site and streetscapes. The open space areas would encourage circulation around the Project Site and from Vernon Boulevard to the waterfront, and designated Visual Corridors would be realized, providing views toward the East River from Vernon Boulevard. Each area would be landscaped and outfitted with pedestrian amenities. Plazas would be created at the northern and southern corners of the Project Site along Vernon Boulevard, each with trees and seating.

The proposed building materials and landscape design, as well as art and other public amenities, would be used to create separate outdoor spaces, each with its own unique design character, and thus the large scale of the Project Site would be humanized. At the same time, certain design elements would create a sense of unity throughout the public spaces. Terra cotta panels would be incorporated into façades, potentially in a range of colors in use at the time the New York Architectural Terra Cotta Company was in business on the Project Site. Other building materials would be incorporated as well, particularly within the pedestrian zones, to allude to the New York Architectural Terra Cotta Company building and site history.

Visual Resources

The Project Site is adjacent to three major features that constitute important visual resources in the Study Area: the East River waterfront, the historic Queensboro Bridge, and the historic New York Architectural Terra Cotta Company building. The waterfront and views toward Manhattan are the focus of the designated visual corridors that would be developed as part of the Proposed Action. These visual corridors, together with complementary public open space and pedestrian features incorporated into the Project would further enhance these three important visual resources. Altogether, the Proposed Action would result in no significant adverse impacts to visual resources; rather, the Proposed Action would improve their condition by realizing designated visual corridors, providing new vantage points from which to appreciate the resources, and designing the public spaces to be attractive to and comfortable for users.

Clear pathways and spaces throughout the Upland Connection and Esplanade would provide up-close views of the bridge. The Applicant intends to include a series of escalators located behind a transparent wall on the northern side of the cultural/community facility to bring people up and along the space of the Queensboro Bridge, to a promontory overlooking the East River, the bridge, and the Manhattan skyline. A public elevator on the exterior of the building wall and accessed from the Esplanade at the western face of the Core Complex building's northwest corner, would take people to the rooftop space. This public open space would include a sitting area with movable tables and chairs, and provide expansive views of the Manhattan skyline to the west and the Queensboro Bridge.

The character-defining presence of the bridge, enjoyed from vantage points outside the Study Area, including the East River Promenade in Manhattan and Roosevelt Island, would not be significantly altered. The Queensboro Bridge stretching across the water, with its unique lighting pattern, would remain a prominent feature of the riverscape and nighttime sky, as would the historic industrial signage of Long Island City, which would be complemented by the new proposed Silvercup Studios illuminated sign.

The landscaping of the Upland Connection would be visible from Queensbridge Park. Thus, views from Queensbridge Park of a derelict Project Site would be replaced with views of a well-landscaped and active public area around the Project. Similarly, new views from the Project Site into Queensbridge Park would add to the visual quality of the Upland Connection. The Upland Connection would direct pedestrian traffic to the East River and shape the experience along Queens Plaza. The Proposed Action would regrade the width of this corridor, which currently rises to block views, over its length from Vernon Boulevard to the river.

The New York Architectural Terra Cotta Company building would stand as a new architectural showpiece on the Vernon Boulevard streetscape. As described previously, the Project building would frame and provide a complementary setting for the landmark structure.

Two designated visual corridors would be developed by the Proposed Action. In both cases, the Proposed Action would realize visual corridors where effectively none would otherwise exist, since views of the waterfront would remain obstructed without the Proposed Action. The visual corridor provided on the southern edge of the Project Site would comprise 43rd Avenue. The street would be opened and developed for public access, the salt pile would be relocated, and a continuation of the Esplanade at the waterfront end would provide new views to the water.

Variations

The three variations would be constructed within the same footprint and building envelope as the Preferred Development Program, and the overall architectural character would also be the same. Like the Preferred Development Program, the design of the Variations would reflect the catenary arch of the Queensboro Bridge. Further, the new visual corridors would also be created, and the Esplanade, Upland Connection, and streetscape components would also be designed the same for the Variations and the Preferred Development Program. Therefore, no significant adverse impacts to urban design and visual resources would result from the Variations, and the Variations, like the Preferred Development Program, would notably enhance this portion of the Long Island City waterfront and enliven the streetscape around the Project Site.

Construction Impacts

Preferred Development Program

Project construction would begin in 2006, and be completed in 2009, a total construction period of approximately three years. As summarized in Table 8, construction would occur in five overlapping stages, entailing land clearing, the placement of necessary foundations, studio construction, office tower construction, and construction of the two residential towers. Land clearance, excavation and development of the foundation for the entire Project would require approximately 12 months beginning in the latter part of 2006. Construction of the office tower and production studios would begin approximately 9 months after the initiation of land clearing and excavation activities. Both would be completed in 2009. Construction of the residential towers would commence approximately 3 months after the start of the construction of the commercial tower and would also be completed in 2009. The reconstruction of the bulkhead along the western boundary of the Project Site would also be initiated during the initial stage of construction, simultaneous with site clearing and excavation activities.

TABLE 8: CONSTRUCTION ACTIVITIES AND PROJECTED DURATIONS

71. Construction Activity	72. Duration in Months
73. Excavation and Foundation	74. 12 months
75. Studio Construction	76. 24 months
77. Office Tower Construction	78. 30 months
79. Construction of First Residential Tower	80. 20 months
81. Construction of Second Residential Tower	82. 20 months

Note: Durations shown are approximate and may vary based on final design.

Included as part of the site preparation and excavation activities would be the characterization of soils and groundwater on-site for the presence of contaminated materials, pursuant to work plans to be approved by NYCDEP. All construction activities and removal of any on-site contaminated or hazardous materials would be completed in conformance with a HASP to ensure the safety of workers and the surrounding community. The HASP would comply with all applicable federal, state and local regulations, and include health and safety requirements related to site-specific environmental conditions at the Project Site.

The most significant air pollutant associated with construction activities is particulate matter, particularly PM_{2.5} (particulate matter less than 2.5 microns in size). Particulate matter emissions are primarily related to grading, excavation, construction and demolition, land clearing, drilling, material loading operations, and the movement of heavy duty vehicles and equipment. PM_{2.5} emissions are mostly related to the exhaust of diesel powered

construction equipment and trucks. These emissions would not result in an exceedance of any ambient air quality standard given the limited extent and duration of construction activities. In addition, localized increases in mobile source emissions would be mitigated through application of measures to maintain and protect traffic mandated in a NYCDOT-approved maintenance and protection of traffic plan. As a result, there would be no significant adverse impacts on air quality during construction of the Proposed Action.

Construction noise is regulated by the New York City Noise Code and by United States Environmental Protection Agency (USEPA) noise emission standards for construction equipment. These local and federal requirements mandate that certain classifications of construction equipment and motor vehicles meet specified noise emissions standards; that, except under exceptional circumstances, construction activities be limited to weekdays between the hours of 7 AM and 6 PM; and that construction material be handled and transported in such a manner as not to create unnecessary noise. These regulations would be carefully followed. Compliance with these requirements would be ensured by including them in the contract documents as material specifications and by directives to the construction contractor. As a consequence, construction noise at the Project Site would be similar to the noise associated with the construction of other commercial and residential development projects in the city, and would not result in significant adverse impacts. Temporary increases in noise levels would be partially masked by traffic noise along the busy Queensboro Bridge and its access ramps.

The potential for vibration-related impacts would be minimized due to use of slurry or secant wall foundation methods. If required, pile driving would be accompanied by vibration monitoring to prevent impacts to the New York Architectural Terra Cotta Company building. As a consequence, no adverse vibration-related impacts would occur during construction of the Project.

Variations

The construction-related impacts of the three variations would be the same as with the Preferred Development Program since they would be constructed over the same time period and require the use of the same construction techniques and the same types and number of construction equipment as the Preferred Development Program. The Variations would also result in structures that would be within the same building envelope and have the same foot print as the Preferred Development Program. As with the Preferred Development Program, none of the Variations would result in significant adverse impacts on any environmental factor during construction. Therefore, the Proposed Action would result in no significant adverse impacts related to construction.

Waterfront Revitalization Program

Preferred Development Program

The Coastal Zone Management Act (CZMA) of 1972 (16 U.S.C. §§1451-1464) was enacted by Congress to balance the competing demands of growth and development with the need to protect coastal resources. This balance is primarily achieved through coastal zone

management programs adopted by the states and designed to regulate land use activities that could affect coastal waters. The Coastal Zone Management Act Reauthorization Amendments of 1990 strengthened the act by requiring state programs to focus on controlling land use activities and the cumulative effect of activities in coastal zones. In 1981, New York State adopted the Waterfront Revitalization and Coastal Resources Act, creating the New York State Coastal Management Program (CMP). The CMP has been incorporated into the local New York City Waterfront Revitalization Program (WRP) as approved by New York State in 1982 and revised in 1999. The revised New York City WRP, which consists of 10 coastal policies now comprises the operable coastal zone management policies in New York City. The WRP set general goals for the City's entire waterfront, and specific goals for portions of the waterfront that have notable characteristics. Specific goals were not set for the Project Site or the northern Hunters Point area.

The Proposed Action is reviewed in terms of the 10 WRP policies. The WRP assessment considers the Project Site, which lies in the coastal zone, and the areas surrounding the Project Site that are also located within the coastal zone. The limits of the coastal zone includes the area between the East River pier head line and the east side of Vernon Boulevard, as well as property further inland along Queens Plaza North and South to the east side of 21st Street. The Project Site is not located within a Special Natural Waterfront Area or Significant Maritime and Industrial Area, as designated by NYCDCP. The results of this assessment indicate that the Proposed Action and the reconstruction of the bulkhead would be consistent with all policies of the WRP.

Variations

The three variations would be constructed within the same footprint and building envelope as the Preferred Development Program. Since these variations would occupy the same building envelope, there are only minor differences in how these variations would affect the waterfront. Therefore, due to fundamental similarities among the Variations and the Preferred Development Program, the Variations would also be consistent with each of the 10 WRP policies.

Public Health

CEQR guidance requires that Public Health be addressed when an aspect of the proposed project may relate to an urban public health issue. Indicators of such concerns include the establishment of a sensitive (residential) land use in a manufacturing zone or where potential exposure to hazardous contaminants may exist.

The Proposed Action would develop a site within a manufacturing zone for a number of uses, including residential. Phase 1 and 2 environmental site assessments have indicated that prior use of the Project Site has resulted in some soil contamination, principally related to fuel spills. There is no indication that acutely toxic or hazardous materials are on site.

All construction activities would be completed in accordance with a site-specific HASP, which would detail the procedures and methods to be implemented to protect the health and safety of workers and the general public. The HASP would include procedures for the safe handling of site soils and groundwater, including any water from on-site dewatering activities, relating the type and location of construction activities to the type of contaminant in the area. Any contaminated soils and groundwater would be managed in accordance with applicable or regulatory requirements. If soil, groundwater or soil gas investigations to be conducted pursuant to work plans approved by NYCDEP, reveal the presence of VOCs, the necessity for soil gas mitigation systems (i.e., vapor barrier and sub-slab depressurization systems) will be evaluated. If warranted, vapor protection will be incorporated into the design of the structures. In addition, at the completion of the Proposed Action the entire Project Site would be covered with appropriate surfaces, to include asphalt, concrete, other paving materials, or certified clean fill material.

As indicated in Chapter 11, “Air Quality,” neither stationary nor mobile sources of air emissions associated with the Proposed Action would result in exposure of the public to pollutant levels that exceed health standards. Therefore, the Proposed Action would not result in significant adverse impacts to public health.

Generic Analysis of Impacts from Salt Pile Relocation

The mapped but unopened segment of 43rd Avenue at the southern boundary of the Project Site is currently used by the DSNY for the open storage of rock salt, which is applied to roadways as de-icing material during winter storm events in Queens Community Districts Numbers 1 and 2. The maximum capacity of the storage pile is approximately 10,000 tons of rock salt and covers approximately 30,000 sf of land. At peak usage during a major storm event, a maximum of 12 DSNY salt-spreading trucks use the facility. The salt pile is replenished each fall and, depending on the number and severity of winter storm events, is also replenished once or twice more during the winter season. Parking is limited to a few spaces required for operating the facility.

Development of Silvercup West would require the relocation of the storage pile to an alternative site, the location of which is currently unknown. In conformance with the City ULURP, relocating the storage pile would require the completion of a site selection study to identify the site, environmental review in accordance with CEQR, and public review. DSNY indicates that to continue to serve Queens Community Districts Numbers 1 and 2, a new site would need to be approximately ½-acre in size and be located north of the Long Island Expressway (LIE) and west of the Brooklyn-Queens Expressway (BQE). In accordance with DSNY requirements, the relocated facility would likely include a waterproof enclosure (e.g., shed) to cover the salt pile and truck loading operations, an impervious pad or surface on which the salt pile would be located, and curbing to prevent runoff from the site to infiltrate into ground- and surface-waters. Likely criteria that would be applied in identifying and evaluating alternative sites for the relocation of the salt storage facility would include adequate site size, convenient access to the regional roadway network, ground conditions and topography, avoidance of nearby sensitive land uses, avoidance of the 100-year flood plain, nearby water

bodies or other ecologically sensitive areas, site ownership, a preference for vacant land, appropriate zoning designation, and cost.

Based on a generic analysis, no significant adverse impacts would result from the relocation of the salt storage facility. In particular, its relocation to an industrial zone and its limited scale of operations would virtually ensure that no sensitive uses would be proximate or affected. The salt storage facility would be a use consistent with an industrial zone, and its likely enclosure at the new site would serve to improve the effect the current salt storage has on natural resources in this DSNY service area and be consistent with waterfront revitalization policy.

Mitigation

Traffic

The Proposed Action would result in significant adverse impacts on traffic conditions at a limited number of intersections in the Traffic and Parking Study Area. Significant adverse impact would occur at 32 signalized and unsignalized intersections analyzed for the weekday peak hours. Significant adverse impacts would occur at 13 intersections during the AM peak hour, 10 intersections during the Midday peak hour, and 18 intersections during the PM peak hour (Table 9). Of the 21 intersections analyzed during the Saturday Midday peak hour, significant adverse impacts would occur at 6 intersections.

TABLE 9: SIGNIFICANT TRAFFIC IMPACT MITIGATION SUMMARY

Intersections	AM	Midday	PM	Saturday Midday
Number of Intersections Not Significantly Impacted	19	21	14	15
Number of Significantly Impacted Intersections	13	11	18	6

Detailed evaluation of mitigation measures indicates that all significant adverse traffic impacts would be fully mitigated by standard traffic engineering improvements such as installation of traffic signals, signal timing and phasing modifications, parking prohibitions, and lane restriping. These measures represent the standard range of traffic capacity improvements that have been proposed and implemented to mitigate anticipated traffic impacts for numerous projects in New York City.

One of the variations would result in an additional significant adverse traffic impact during the AM peak period which would not occur under the Preferred Development Program, which would be mitigated with the application of signal timing changes.

Buses

The Proposed Project would result in significant impacts to the Q103 bus route in the northbound direction during the AM peak hour, and in the southbound direction during the PM peak hour. The significant impact during the AM peak hour would be mitigated by the

addition of two buses in the northbound direction. These two additional buses would lower the average number of passengers per bus at its peak load point from 108 to 60. The significant impact during the PM peak hour would be mitigated by the addition of one bus in the southbound direction. This additional bus would lower the average number of passengers per bus at its peak load point from 71 to 51.

MTA Bus, as standard practice, routinely conducts periodic ridership counts and adjusts bus service frequency to meet its service criteria, within physical and operating constraints.

Pedestrians

Significant impacts to pedestrian crossing locations across Vernon Boulevard at Queens Plaza South and 43rd Avenue would occur as a result of the Proposed Action. These impacts would be mitigated with traffic signals installed at both of these intersections.

Hazardous Materials

Preliminary investigations indicate that site soils may have contamination as a result of prior use of the site. Potential impacts from exposure to contaminated soils would be mitigated by the Applicant through the completion of site investigations and remediation of on-site contamination, if necessary. The Applicant will file a Restrictive Declaration with NYCDEP to ensure this occurs.

Alternatives

CEQR requires that alternatives to the Proposed Action be identified and evaluated in the EIS. As under the State Environmental Quality Review Act (SEQRA), alternatives considered should reduce or eliminate impacts of the Proposed Action while substantively meeting the goals and objectives of the action. Alternatives demonstrate to the decision-maker the possible options to the Proposed Action and provide a framework for comparison of potential impacts and project objectives. The range of alternatives to be considered is determined by the nature of the specific action and its potential impacts, but must include a No Action Alternative.

No Action Alternative

The No Action scenario is evaluated in detail in each of the chapters of this FEIS under “Future Conditions without the Proposed Action.” These assessments include the effects of anticipated development that would occur separate from the Proposed Action by the identified analysis year (2009). This includes a substantial amount of both new commercial and residential in the vicinity of the Project Site.

With the No Action Alternative, no new development would be expected to occur on the Project Site by 2009. The New York Architectural Terra Cotta Company building would remain vacant, though newly restored. The DSNY de-icing salt and sand storage pile would remain in its existing location on the mapped but unopened segment of 43rd Avenue, but the NYPA facility would have been removed from its existing location on Lot 24. Land use in the

Primary Land Use Study Area would be the same as Existing conditions. However, considerable new development would occur in the Secondary Study Area in the vicinity of Queens Plaza and along the Hunters Point waterfront, including completion of the River East development project.

Unlike the Proposed Action, this alternative would not be consistent with public policies that encourage provision of public access to and use of the waterfront.

With the No Action Alternative, the Project Site would continue to be underutilized and not generate any economic activity. However, the new development anticipated in the vicinity of Queens Plaza and along the Hunters Point waterfront would result in approximately 900 new dwelling units with a population of approximately 2,430 people. This would represent a significant increase in Study Area population without the Proposed Action.

The neighborhood character of the Study Area would be substantially the same as it is under the Existing Conditions. New development in the vicinity of Queens Plaza and along the Hunters Point waterfront will have a beneficial effect on socioeconomic conditions in the area but would generate increased levels of traffic and noise.

Under the No Action Alternative, the New York City Department of Education (NYCDOE) would continue to develop new schools and restructure and improve existing schools in accordance with its *Children First 2005-2009 Five-Year Capital Plan-2005 Amendment*. In addition, the Queens Borough Public Library would continue to implement its plan to build a new branch to replace the existing branches near the Project Site. No new public open space would be provided on the Project Site. The community would not enjoy the benefits of new public waterfront access on the East River or landscaped plazas on Vernon Boulevard. The Project Site would continue to be vacant, except for the New York Architectural Terra Cotta Company building and the de-icing salt and sand pile along the mapped but unopened segment of 43rd Avenue. The NYPA facility would be removed and would no longer cast shadows on the New York Architectural Terra Cotta Company building or the Project Site. Shadows that would be cast by the Proposed Project on open space resources in the vicinity of the Project Site and on Roosevelt Island would not occur under the No Action Alternative. However, shadows cast by the Proposed Action would be limited in duration and incremental coverage so as not to result in significant shadow impacts if the Project is built.

There are several properties in the Study Area that the NYCLPC has stated are eligible for listing in the State and National Registers of Historic Places and for New York City Landmark designation. There is the possibility that some of these properties may be officially designated under the No Action Alternative. Additionally, the New York Architectural Terra Cotta Company building will be restored. The restoration program would include preservation of the building's original terra cotta and brick exterior and interior features, as described in permits approved by the NYCLPC. No other changes to any inventoried architectural resource, including the Queensboro Bridge are anticipated.

Under the No Action Alternative, the urban design and visual quality of most of the Study Area would remain unchanged from its current condition. The NYPA facility located on the southern portion of the Project Site would be removed, resulting in some additional unobstructed views of the Queensboro Bridge from sidewalks to the south of the Bridge.

However, the de-icing salt and sand pile would remain within the mapped but unopened segment of 43rd Avenue, obstructing views of the Bridge from the south and of the river from the west. Development in Queens Plaza and along the Hunters Point waterfront, including the completion of the River East development project in the Secondary Land Use Study Area, would change and improve the urban design in those areas, but would also affect some views of the Queensboro Bridge. No projects are planned that would significantly alter the urban form or visual character of the inland blocks south of the Queensboro Bridge, or that would affect the appearance of Queensbridge Park and NYCHA Queensbridge Houses north of the Project Site. The improvements to the area's urban design and the creation of new and enhanced views of visual resources that would result from the Proposed Project would not occur under the No Action Alternative.

Under the No Action Alternative, mitigation measures primarily along the Queens Plaza/Queens Boulevard and Jackson Avenue corridors that were proposed and approved as part of the *Queens Plaza Bike and Pedestrian Improvement Project* and the *LIC Rezoning FEIS* would be implemented. These measures included physical/geometric modifications at 11 locations along those corridors. Based on these physical modifications and projected increases in traffic volumes associated with a number of City-approved projects and rezoning actions in Long Island City, it is projected that, under the No Action Alternative, a number of intersections in the area would operate at unacceptable LOS during the weekday and Saturday AM, Midday and PM peak traffic periods. In addition, it is projected that a number of on- and off-street parking spaces would be lost compared to existing conditions as a result of a number of anticipated development projects. The traffic impacts that would result from the Proposed Action would not occur under this scenario. However, the impacts of the Proposed Action would, in any case, be mitigated through standard traffic engineering improvements.

All subway stairways, corridors, turnstiles, and escalators on the Queensboro Plaza N/W/7 station, 21st Street-Queensbridge F Station and the 23rd Street/Ely Avenue E/V station would operate at acceptable LOS during both the AM and PM peak periods under the No Action Alternative. The analysis of bus ridership indicates that all bus routes would operate with available capacity under the No Action Alternative. However, the analysis of crosswalk and street corners indicates that four crossing locations most proximate to the Project Site would experience unacceptable LOS during the AM- and PM-peak analysis periods under the No Action Alternative. The pedestrian impacts at Queens Plaza South and 43rd Avenue, and the impact on the Q103 bus route would not occur under the No Action Alternative. However, these impacts would be mitigated by installation of crossing signals and the addition of one bus under the Proposed Action.

Air quality conditions under the No Action Alternative would remain approximately the same as under existing conditions, and there would be no exceedances of any ambient air quality standard. Noise levels at noise-sensitive sites in the vicinity of the Project Site would remain in the Marginally Acceptable to Marginally Unacceptable range, as defined under CEQR noise criteria. Noise levels on and in the immediate vicinity of the Project Site would be less than existing noise levels due to the removal of the temporary NYPA facility.

Under the No Action Alternative, the NYPA facility would be relocated, eliminating its demand on the municipal solid waste management, water supply and wastewater management systems. Conditions on the Project Site related to infrastructure would otherwise be the same as under Existing Conditions. Projects anticipated to be completed by 2009 in the vicinity of the Project Site would total approximately 2,163,000 sf of commercial and approximately 4,183,000 sf of residential development. These projects would increase demand on local infrastructure but would be within the available capacities of all systems of concern.

Under the No Action Alternative, the NYPA facility would be relocated and a continuous bulkhead reestablished along the western edge of the Project Site. Neither action would be anticipated to have a significant adverse impact on natural resources. The DSNY de-icing salt and sand storage pile would remain in its current location, salt-laden runoff from which would continue to remain a potential on-site source of surface and groundwater contamination.

Under the No Action Alternative, renovation of the New York Architectural Terra Cotta Company building would be completed, including necessary removal of asbestos containing material and lead in accordance with applicable requirements. Potentially contaminated soils and groundwater in the Project Site would be left in place.

Under the No Action Alternative, construction on the Project Site would not take place and the short-duration impact of the Project would not occur. Removal of contaminated soils in the northern portion of the Project Site would not take place.

Reduced Bulk Alternative

The DEIS evaluates the potential environmental effect of an alternative with a reduced density as compared with the Preferred Development Program. For the purposes of this analysis it is assumed that the site would be developed consistent with the uses programmed in the Preferred Development Program, but in accordance with the bulk requirements of an M1-5/R8 zoning district. In this alternative the FAR would be lowered to 6.5 for the mixed use development. The redevelopment of the site would result in a similar site layout, because of physical constraints related to the placement of the studios.

This Alternative would have a total floor area of 2,396,644 sf, a reduction of 14.4 percent. This reduction would be divided between the commercial and residential towers (North Complex and South Complex). The height of the westernmost residential tower would be reduced by 21 floors (five half floors and 16 full floors) making its top elevation approximately 215 feet lower. The tower closest to the bridge (proposed for commercial use under the preferred Development Program) would be reduced by 10 floors (five half-sized floors and five full-sized floors, with an additional reduction by approximately 60 percent of one additional floor). The top elevation would be approximately 400 feet. The Core Complex and eastern residential tower would have the same size and shape and the towers would have the same horizontal dimensions as under the Proposed Action. In this alternative, the salt pile would be relocated, as with the Preferred Development Program.

Land use and neighborhood character of the Study Area would be substantially similar to the Preferred Development Program. The new development would have a similar effect on socioeconomic conditions in the area.

The Reduced Density Alternative, like the Preferred Development Program and variations, would result in no significant adverse impacts to community facilities and services. Because it would introduce fewer housing units, there would be a somewhat reduced demand for public school seats and library services than under the Preferred Development Program.

The alternative, like the Preferred Development Program and variations would result in no significant impact to open space serving the study area in the year 2009. The 6.5 FAR would, like the Proposed Action, provide approximately 80,000 square feet of high quality open space, much of it on one waterfront or with views of the East River and the Queensboro Bridge.

The Reduced Density Alternative, like the Preferred Development Program and variations, would result in no significant adverse shadow impacts. The incremental shadows cast by the Project would be similar, as the maximum elevation of the Project (the eastern residential tower) would be the same.

The Reduced Density Alternative would be developed within a building envelope very similar to that of the Preferred Development Program (apart from the reduced heights of the North Complex and west residential tower). Thus, the Reduced Density alternative would be built on the same footprint as the Proposed Action, and, like the Proposed Action, would not have significant impacts on historic resources. Site development would adopt the same construction techniques to protect the adjacent New York Architectural Terra Cotta Company building. The development that would be constructed as part of the Reduced Density Alternative would still be much larger than the New York Architectural Terra Cotta Company building and taller than the Queensboro Bridge. It would still include a mid-level area setting off the New York Architectural Terra Cotta Company building, and would still provide new and enhanced views of it and the Queensboro Bridge.

However, unlike the Preferred Development Program, the design of this alternative would not echo the arch of the Queensboro Bridge, as the relative heights of the towers would be different.

Although this would reduce the visual appeal of the structure in relation to its surroundings, the Reduced Density Alternative would result in no significant adverse effects to urban design or visual quality. The Reduced Density Alternative would be developed in strict conformance with a Restrictive Declaration, which would define a building envelope very similar to that of the Preferred Development Program.

The overall set of significant traffic impacts and mitigation requirements is expected to be very similar to the Preferred Development Program with just one exception—the intersection of Northern Boulevard and 31st Street is not expected to have significant impacts during the AM peak hour with the Reduced Density Alternative. However, similar to the

Preferred Development Program, this intersection would continue to remain a significantly impacted location during the PM peak hour. No different significant adverse traffic impacts are expected. As with the Preferred Development Program, there should be no parking shortfalls.

Also, for the Reduced Density Alternative, traffic improvements and mitigation measures along Vernon Boulevard – including the need for two new traffic signals – would be the same as for the Preferred Development Program

The Reduced Density Alternative would have no significant impact on subways, similar to the Preferred Development Program. The significant adverse impact to the Q103 bus route with the Preferred Development Program would be reduced but would still remain and require an additional northbound bus as mitigation.

Similar to the Preferred Development Program, the Reduced Density Alternative would not result in any significant adverse impacts to air quality.

Similar to the Preferred Development Program, the Reduced Density Alternative would not result in any significant adverse impacts to noise. The alternative would result in fewer peak-hour vehicle trips traveling through the study area. This would likely correspond with a marginal reduction of noise levels from those predicted with the Preferred Development Program. This alternative would, similar to the Preferred Development Program, require an (E) Designation to achieve 45 dBA interior noise levels in commercial uses not covered by the zoning resolutions requirement for 35 dBA required attenuation within a mixed-use district.

The Reduced Density Alternative, like the Preferred Development Program and variations, would result in no significant adverse impacts related to infrastructure, solid waste and energy.

The Reduced Density Alternative would be developed within a building envelope very similar to that of the Preferred Development Program and on the same footprint. Like the Preferred Development Program, the reduced density alternative would require reconstruction of the southern portion of the bulkhead and would involve coverage of regulated Tidal Wetlands adjacent area with impervious surfaces. However, the Reduced Density Alternative, like the Preferred Development Program and variations, would result in no significant adverse impacts to natural resources as a result of these activities.

The Reduced Density Alternative would be developed within a building envelope very similar to that of the Preferred Development Program and on the same footprint. Construction and pre-construction activities would be the same. As with the Preferred Development Program, construction activities would occur in accordance with a HASP and all soils and groundwater would be managed in accordance with applicable laws, regulations, and consent agreements with the DEP. As with the Proposed Action, testing and, if necessary, remediation of the Project Site would occur pursuant to work plans approved by DEP, in accordance with a Restrictive Declaration to be recorded against the Project Site. The Reduced Density Alternative, therefore, like the Preferred Development Program and variations, would result in no significant adverse impacts related to hazardous materials.

The Reduced Density Alternative would not differ significantly from the Preferred Development Program in its effect on urban design and visual quality.

The construction-related impacts of the Reduced Density Alternative would be the same as with the Preferred Development Program and variations, as construction would occur in similar stages during a slightly shortened time period. The Reduced Density Alternative would require the use of the same construction techniques and the same types and number of construction equipment as the Preferred Development Program. Therefore, the Reduced Density Alternative would likewise result in no significant adverse impacts related to construction.

As with the Preferred Development Program and variations, the Reduced Density Alternative would be consistent with the Coastal Zone Management/Waterfront Revitalization Program policies.

Similar to the Preferred Development Program, the Reduced Density Alternative would include the mechanisms to protect public health during construction, including a Restrictive Declaration requiring DEP approval of investigative and remedial action. Contamination would be identified as part of routine screening and testing procedures of site soils to be disturbed. Hazardous materials, if identified, would be handled in accordance with a HASP and disposed of in accordance with State and Federal requirements.

With this alternative, as with the development of the Preferred Development Program and variations, the salt storage facility would be relocated from 43rd Avenue. Therefore, the analysis included in the assessment of the Preferred Development Program, indicating that there would be no significant adverse impacts resulting from its relocation, would not change for the Reduced Development Program.

Alternative Size, Design or Configuration Alternatives

- According to the *CEQR Manual*, an alternative design or configuration should be considered for actions where potential significant adverse impacts are related to the proposed action's bulk, visual character, contextual or direct effect on historic or other environmentally sensitive resources, or its physical relationship to another use, such as a power plant stack, a noise generator, or an area of soil contamination. Although the analyses in this FEIS have not identified any significant adverse impacts related to any of these considerations, an analysis was undertaken to determine the feasibility of constructing an alternative design to the Proposed Project that would meet the goals and objectives of the Proposed Action, as described above. However, because of the restricted dimensions of the Project Site in conjunction with requirements of the Zoning Resolution; the need to construct studios that meet film and television industry special requirements while allowing for convenient truck access; building height limitations imposed by the Federal Aviation Administration (FAA); and the need to maximize views and the utility of open space within the structure for prospective residents and commercial tenants, no alternative design to that of the Proposed Action was identified that would substantively meet the goals and objectives of the project. This analysis is summarized below:

1. *Requirements imposed by Article VI, Chapter 2 – Special Regulations Applying in the Waterfront Area of the New York City Zoning Resolution, including the detailed requirements of*

Section 62-851, Waterfront Access Plan Q-1: Northern Hunters Point. These requirements mandate the provision of a 40-foot wide shore public walkway along the East River. In addition, these requirements also mandate the provision of an “upland connection” along the northern boundary of the Project Site between Vernon Boulevard and the shore public walkway, the provision of continuous public access along the mapped right-of-way of 43rd Avenue between Vernon Boulevard and the public waterfront esplanade, and the provision of designated east-west visual corridors along the northern boundary of the Project Site between Vernon Boulevard and the East River pierhead line, and along the mapped right-of-way of 43rd Avenue between Vernon Boulevard and the East River. These requirements limited the orientation of the Project’s bulk to outside of these prescribed open areas, and precluded construction of shorter but bulkier towers that would encroach on these areas.

2. *Need to provide for the minimum dimensions of a television and movie production studio required to meet the functional requirements of the industry, including the need to provide at least 18,000 square feet of contiguous space at a minimum height of 30-to-40 feet.* In today’s marketplace, a new sound stage and the support spaces (dressing rooms, green rooms, audio-visual control rooms and equipment moving zones) flanking it must have minimum dimensions to accommodate industry needs.

The net result of these requirements is that the minimum east-west dimension of the studio space must be approximately 448 feet at its widest point. The entire Project Site, assuming that the shoreline is reestablished as proposed at the location of the original bulkhead along the NYPA-occupied property, or a platform extended over the eroded shoreline to this location, would have an east–west dimension of approximately 505.5 feet from the western edge of Vernon Boulevard to the proposed bulkhead. Under the Proposed Development Action, the remainder of the site width would be taken up by the 40-foot Esplanade and a sidewalk to the east of the building, along Vernon Boulevard.

3. *Need to provide for column free contiguous studio space.* In addition to providing studio space of sufficient dimensions to meet modern industry needs, all studio space must be column free to provide for necessary flexibility in the development of movie and television sets. This necessity renders infeasible schemes in which the massive residential and commercial towers are located on top of studio space, and requires that the towers be pushed to the perimeter of the Project Site. Otherwise, without internal columns, there would be insufficient structural support for the towers. This requirement renders infeasible plans for shorter but bulkier towers extending onto the top of the Core Complex.
4. *Need to provide for truck access to the studio space.* Trucks laden with construction supplies, specialized materials for sets, and other apparatus and equipment must be provided with easy access to each studio. The use of elevators for this purpose is too time consuming and would take up too much space to be operationally and structurally feasible. The proposed structure would have two layers of studios stacked on top of one another, serviced by interval loading berths for trucks. Reconfiguring the bulk to include more layers of studios within a smaller footprint would not be feasible because this would require the use of elevators.
5. *Federal Aviation Administration-imposed 600-foot limitation on the height of structures within the flight paths to and from LaGuardia Airport.* This limits the maximum height of both the

residential and commercial elements of the project to less than 600 feet, meaning that designs with fewer, taller towers are not feasible.

6. *Maximization of views.* To ensure the economic viability of the Proposed Action, the residential and commercial towers must provide a maximum amount of uninterrupted views of the East River, the Manhattan skyline and the historic Queensboro Bridge. This dictated that the proposed residential towers be placed as far apart as possible to maximize these views, and that the towers be oriented with their longer sides facing north and south, so as to minimize the east-facing walls with no views.
7. *Other considerations.* Finally, marketing of space in the project, either to residents or commercial tenants, will require that it meet certain aesthetic and functional requirements. For example, shadows from the proposed towers should not fall on the proposed public and private open space features on the roof of the Core Complex during the majority of the day, as this would reduce or eliminate the utility of this space and negate it as a marketable amenity of the Project. The need to minimize the length of time in which these open spaces are in shadow mandates that two slender residential towers be placed on the southern portion of the Project Site to allow for sunlight to fall on the open spaces during at least a portion of the day. Convenient public access from street level must also be provided to proposed retail uses to ensure profitability. Finally, the overall aesthetic quality of the Proposed Action must be at a high level to attract tenants, visitors and shoppers.

A rotated configuration, in which the length of the studio space is oriented north and south and the towers are located along the east and west ends of the Project Site is also not feasible. As discussed above, locating the commercial tower in the western boundary of site and the residential towers along Vernon Boulevard on the eastern boundary of the site would result in the blocking of views of the East River and Manhattan skyline from the residential towers by the commercial tower. Locating the commercial tower on the eastern boundary of the site would result in the loss of leasable space within the tower due to the presence of the lot on which the New York Architectural Terra Cotta Building is located, which would require reduction of the floorplate of this tower. In addition, ingress and egress to the residential towers would be constrained by locating them on the western boundary of the Project Site, away from roadways.

In summary, for these reasons, no alternative configuration was identified that would substantively meet the goals and objectives of the Proposed Project.

Unavoidable Significant Adverse Impacts

As detailed in the assessments of each analysis area described above, the Proposed Action would not result in any unavoidable significant adverse impacts.

Growth-Inducing Aspects of the Proposed Action

Although the Proposed Action would not introduce or greatly expand the infrastructure capacity of the area, it would result in substantial new development of a variety of uses. These uses would generate a net increase in economic activity in Long Island City, and would contribute to growth in the city and state economies.

Because the Project would introduce a new commercial and residential population, it is possible that a limited amount of new commercial development could occur elsewhere in the surrounding community. Although growth in the area would be limited by existing zoning controls, there is the potential that a limited amount of new local retail uses may be developed to support the additional residential and commercial populations that would be introduced with the Proposed Action. In addition, new uses in support of the expanded film, television, and commercial production facilities may also be generated as a consequence of the Proposed Action. None of these effects would result in significant adverse impacts on land use or socioeconomic conditions in the area. Instead, they would result in substantial economic benefits to the area.

Irreversible and Irretrievable Commitments of Resources

The Proposed Action would result in the irreversible and irretrievable use of both natural and man-made resources that would be expended during the construction and operation of the Proposed Action, including the irreversible and irretrievable use of building materials, energy and human effort required to construct and operate the Proposed Project. These are considered to be irretrievably committed, since their reuse for another purpose would be highly unlikely or completely unviable. This would be offset by the long-term economic and other benefits gained by the Proposed Action. In addition, approximately 260,350 BTUs/hr of energy would be consumed each year for the operation of the Proposed Action. Moreover, the physical development of the Proposed Action would render use of the Project Site for another use infeasible.