

---

## **Order Approving CPC Recommendation to Fund Mass Mills IV, Appropriate \$146,089.11**

**Whereas**, residents of the City of Lowell voted to accept the Community Preservation Act in November of 2019, in accordance with Chapter 267 of the Acts of 2000; and

**Whereas**, a Community Preservation Fund has been created using 1% of the City's property tax levy, excluding: (1) the first \$100,000 of residential property value; (2) full commercial property value, and (3) property owned and occupied as a domicile by a person who would qualify for low-income housing or low- or moderate-income senior housing; and

**Whereas**, a Community Preservation Committee was created by Ordinance of the City Council found in Chapter 9, Article XIV, §9-46 to §9-51; ("Ordinance") and

**Whereas**, each fiscal year the Community Preservation Committee shall make recommendations to the City Council in accordance with the provisions of the Ordinance and General Laws of Massachusetts in the form of a budget for appropriations and/or reserves from the Community Preservation Fund; and

**Whereas**, based on the Community Preservation Committee's recommendation the City Council shall make such appropriations or reserves from the Community Preservation Fund that spend or set aside not less than 10% of the annual revenues in the Community Preservation Fund for open space, not less than 10% of the annual revenues for historic preservation, not less than 10% of the annual revenues for community housing, and any remaining amount into budgeted reserves; and

**NOW THEREFORE BE IT ORDERED**, that, upon recommendation of the Lowell Community Preservation Committee, and in order to undertake community preservation projects with community preservation fund revenues for Fiscal Year 2023, the respective sums of money specified in the schedule hereinafter set out be, and the same hereby, are, appropriated for expenditure under the direction of the Community Preservation Committee in accordance with the terms of a grant agreement or memorandum of understanding in compliance with the Ordinance and General Laws of Massachusetts.

**Appropriation:**

Applicant: Mullins Management Company, Inc.

Project: The restoration of the historic Boiler House B and Main Power House buildings at 169.1 and 169.2 Bridge Street into 82 affordable residential units.

Recommended Amount: \$146,089.11

<b>From: 1713</b>	<b>386300</b>	<b>Community Housing</b>	<b>\$95,422.25</b>
<b>From: 1713</b>	<b>386400</b>	<b>General Reserve</b>	<b>\$50,666.86</b>

## Community Preservation Act Funding Eligibility Form

Adam Baacke  
Chairman

Submit 10 copies of the application and attachments.

The following form is made for the City of Lowell Community Preservation Committee to ensure that proposed projects meet eligibility requirements pursuant to Section 5.2 of the Massachusetts Community Preservation Act. This form must be submitted and approved prior to the acceptance of your application. Please visit the City of Lowell Community Preservation Committee website (<https://www.lowellma.gov/1532/Community-Preservation-Committee>) for the meeting schedule and filing deadlines.

Project Title: Mass Mills IV ( MMIV)

Project Address: 169.1 & 169.2 Bridge Street

Applicant Name/Organization: Mullins Mgmt Co

Project Budget:

Estimate Total Project Budget: \$ 66,991,380

Estimated CPA Funds Requested: \$ 1,500,000

Estimated Funding from Alternative Sources: \$ 65,491,380

Contact Name: John Clark

Phone: (857)444-8897 Email: jclark@jrmco.net

Mailing Address: 11 Beacon St, STE 432, Boston, MA 02108

Do you own the subject property?\* Yes:  No:

\*if subject property is City owned, please contact Serena Gonzalez at (978) 674-1472

If no, do you have permission from the current owner to use the property? Yes:  No:

Will you be utilizing CPA funds to acquire the property? Yes:  No:

Do you have experience completing similar projects? Yes:  No:

If no, are you working with an architect, engineer, or contractor? Yes:  No:

If yes, who? Architect: RSSC Architecture, Veitas Engineering, Congress Construction

Have you contacted a relevant City Department for input? Yes: X No:    

If yes, which Department? Planning & Development, Lowell Historic Board

CPA Eligibility Chart:

	Open Space	Historic	Recreation	Housing
Acquire	Yes	Yes	Yes	Yes
Create	Yes	No	Yes	<u>Yes</u>
Preserve	Yes	Yes	Yes	Yes
Support	No	No	No	Yes
Rehabilitate and/or Restore	No <small>(unless acquired or created with CPA \$\$)</small>	<u>Yes</u>	Yes	No <small>(unless acquired or created with CPA \$\$)</small>

CPA Program Area (choose one):

Historic Preservation: X Open Space:     Recreation:     Community Housing: X

Project Purpose (choose one):

Acquire:     Create: X Preserve:     Support:     Rehab/Restore: X

Project Summary (Provide a brief description of project):

Mass Mills IV ("MMIV") is an adaptive reuse project within the Massachussetts Mills complex, which will transform the two remaining vacant mill buildings into 82-units of affordable housing. The project consists of two functionally related buildings sharing a common wall; the Boiler Building (55-units) and the Main Power Building (27-units). Both buildings were constructed in the early 1900's and have been vacant for an extended period of time. Mullins recently purchased full control over the Main Power Building in 2021. MMIV will utilize historic tax credits along with low income housing tax credits and other publicly available funds for construction/rehabilitation.

Please make sure you have carefully reviewed the eligibility requirements for Community Preservation Act projects as outlined in the City of Lowell Community Preservation Plan. You may attach any additional information pertinent to this project that may assist in determining eligibility. Forms can be submitted to Serena Gonzalez by email at [SGonzalez@lowellma.gov](mailto:SGonzalez@lowellma.gov) or at 375 Merrimack Street, Room 51, Lowell, MA 01852.

For CPC Use: Eligible:  Not Eligible:  Date: 9/25 Reviewer: (S-O)

# *Community Preservation Act Project Application Checklist*

Adam Baacke  
Chairman

## **Application Requirements and Attachments**

Submit 10 copies of the application and attachments.

1. Previously completed and approved CPA Eligibility Form to be used as a cover sheet.
2. Project Narrative (Complete in Application Below)
  - a. Describes location and proposed use of project, as well as the scope of work.
  - b. Addresses how the project meets Community Preservation Act eligibility requirements.
  - c. Addresses how the project ascribes to the goals outlined in the City of Lowell Community Preservation Plan, Sustainable Lowell 2025 Plan, and the City of Lowell Open Space and Recreation Plan.
  - d. Explains how the proposed project serves a community need.
3. Proof of ownership, or proof of agreement with property owner to use land for the proposed project.
4. Feasibility (Complete in Application Below)
  - a. Explains any further approvals (special permits, variances, etc.) necessary for final project approval.
5. Updated Budget Information
  - a. Provides an outline of overall budget.
  - b. Includes breakdown of how CPA funds will be used (i.e., will this project require multi-year funding?)
  - c. Describes all funding sources for the proposed project.
  - d. If applicable, detail the amount of CPA funds ascribed to each of the four CPA goals (Historic Preservation, Open Space, Recreation, and Community Housing).
  - e. Include cost estimates from contractor/architect/engineer.
  - f. States whether or not funds can be accepted over multiple years.
6. Project Timeline
  - a. Description of projected major milestones for the project, as well as an estimated completion date.
7. Maps, Architectural Plans, Site Plans, Photographs (if appropriate)
8. Letters of Support from residents, community groups, City departments, boards or commissions. Applicants are encouraged to contact relevant City departments for input.
9. For Historic Preservation Projects Only: Documentation stating historical significance of property.
  - a. Documentation stating the project is listed on the State Register of Historic Places.
  - b. Written determination from Lowell Historic Board stating the resource is significant in the history, archaeology, architecture, or culture of Lowell.
  - c. Documentation of the current conditions of the property.

# Project Narrative

## General Narrative:

Massachusetts Mills IV (“MMIV”) is located at 169.1 and 169.2 Bridge Street within the Lowell National Historical Park and Preservation District and sits directly on the recently completed section of the Lowell Riverwalk. The project is comprised of two former mill buildings within the existing Massachusetts Mills apartment complex. The project will transform the vacant mill buildings into 82-units of affordable housing, 55-units (5 story building) located at the Boiler Building (“BLR Bldg”) and 27-units (3 story building) at the Main Power Building (“MPR Bldg”). Mullins recently purchased full control of the MPR Bldg in 2021 and has since progressed façade stabilization and design work. The project will utilize historic rehabilitation tax credits, low-income housing tax credits, and other publicly available funds.

The scope of work consists of a full rehabilitation of the two buildings from their current vacant state to new affordable housing. This includes roof and façade repair, restoring the historic facades and windows, constructing new floors within the interior, and fitting out the unit interiors with modern appliances and finishes. This project will restore two historic structures and create new, affordable housing units.

## How does this project meet Community Preservation Act eligibility?

The MMIV project meets the Community Preservation Act Eligibility requirements specified in Section 5.2 of the Community Preservation Act, detailed below. The project meets these eligibility requirements by rehabilitating/restoring historic resources and creating community housing. In addition, with respect to community housing, the project will utilize the existing buildings and a previously developed site.

Specifically, the MMIV project meets the following needs described in the text of Section 5.2:

- The community preservation committee shall make recommendations to the legislative body for the acquisition, creation and preservation of open space; for the acquisition, preservation, rehabilitation and restoration of historic resources; for the acquisition, creation, preservation, rehabilitation and restoration of land for recreational use; for the acquisition, creation, preservation and support of community housing; and for the rehabilitation or restoration of open space and community housing that is acquired or created as provided in this section; provided, however, that funds expended pursuant to this chapter shall not be used for maintenance. With respect to community housing, the community preservation committee shall recommend, whenever possible, the reuse of existing buildings or construction of new buildings on previously developed sites. With respect to recreational use, the acquisition of artificial turf for athletic fields shall be prohibited; provided, however, that any project approved by a municipality for the acquisition of artificial turf for athletic fields prior to July 1, 2012 shall be a permitted use of community preservation funding.

- General Law - Part I, Title VII, Chapter 44B, Section 5 ([malegislature.gov](http://malegislature.gov))

Does this project address a community need? How does it address this need?

Please see the memo in the full application for additional details.

The MMIV project will provide much needed affordable housing to the downtown area in Lowell and will greatly enhance the public access and experience of the riverwalk.

**Budget**

Can you accept funds for the project over multiple years? Yes:  No:

Breakdown of how CPA funds will be used:

Please see the memo in the full application for additional details.

The current intended use is for direct construction costs.

# Feasibility

Will this project require additional approvals (Special Permits, Variances, etc.)? Yes: X No:   

If yes, please check the additional approvals necessary for the project below:

Planning Board:   

Zoning Board of Appeals:   

Site Plan Review:   

Variance:   

Special Permit:   

Special Permit:   

Preliminary Subdivision Approval:   

Definitive Subdivision:   

Planned Residential Development:   

Conservation Commission:   

Request for Determination of Applicability (RDA): X

Notice of Intent (NOI): X

Historic Board: X

If yes, in which historic district? Lowell National Historical Park and Preservation District

Describe any past experience you, your architect, engineer, or contractor have with similar projects which demonstrates your ability to successfully complete the project. Please include any examples of similar projects you have completed.

Please see the memo in the full application for additional details.

The ownership group, architect, and civil engineer were part of the MM Picker development team, which delivered the 70-unit project directly adjacent to the proposed Mass Mills IV site. Ownership has also previously redeveloped the other mill buildings within the complex, which today totals over 350-units.

The Congress Companies have extensive experience with projects of a similar scale and redeveloped the Gloucester Mill (Gloucester, MA), which was a 4-story, 80,000 square foot, 70-unit mill redevelopment.

Have you contacted a relevant City Department for input on your application?

Yes:  No:

If yes, which Department? Lowell Historic Board and Department of Planning & Development

If no, do you plan to contact a City Department? Yes:  No:

All application materials should be submitted both electronically and as a hard copy. Electronic copies can be submitted to Dylan Ricker at [DRicker@lowellma.gov](mailto:DRicker@lowellma.gov). Hard copies should be submitted to the Department of Development Services, 375 Merrimack Street, Room 51, Lowell, MA, 01852.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



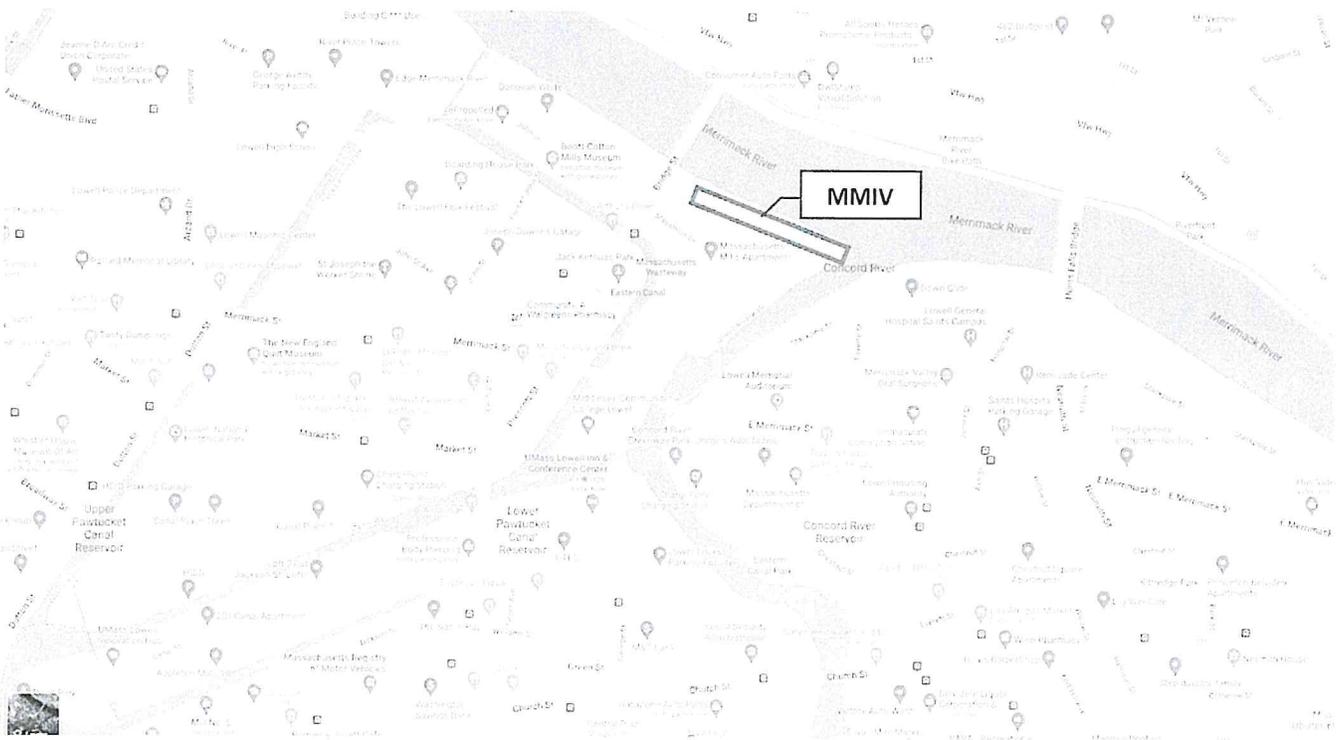
## 1. CPA ELIGIBILITY FORM

## 2. PROJECT NARRATIVE

### Location, proposed use of project, and scope of work:

Massachusetts Mills IV (“MMIV”) is located at 169.1 and 169.2 Bridge Street within the Lowell National Historical Park and Preservation District and sits directly on the recently completed section of the Lowell Riverwalk. The project is comprised of two former mill buildings within the existing Massachusetts Mills apartment complex. The project will transform the vacant mill buildings into 82-units of affordable housing, 55-units (5 story building) located at the Boiler Building (“BLR Bldg”) and 27-units (3 story building) at the Main Power Building (“MPR Bldg”). Mullins recently purchased full control of the MPR Bldg in 2021 and has since progressed façade stabilization and design work. The project will utilize historic rehabilitation tax credits, low-income housing tax credits, and other publicly available funds.

The scope of work consists of a full rehabilitation of the two buildings from their current vacant state to new affordable housing. This includes roof and façade repair, restoring the historic facades and windows, constructing new floors within the interior, and fitting out the unit interiors with modern appliances and finishes. This project will restore two historic structures and create new, affordable housing units.



### How does this project meet Community Preservation Act Eligibility?

The MMIV project meets the Community Preservation Act Eligibility requirements specified in Section 5.2 of the Community Preservation Act, detailed below. The project meets these eligibility requirements by rehabilitating/restoring historic resources and creating community housing. In addition, with respect to community housing, the project will utilize the existing buildings and a previously developed site.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



Specifically, the MMIV project meets the following needs described in the text of Section 5.2:

- The community preservation committee shall make recommendations to the legislative body for the acquisition, creation and preservation of open space; **for the acquisition, preservation, rehabilitation and restoration of historic resources**; for the acquisition, creation, preservation, rehabilitation and restoration of land for recreational use; **for the acquisition, creation, preservation and support of community housing**; and for the rehabilitation or restoration of open space and community housing that is acquired or created as provided in this section; provided, however, that funds expended pursuant to this chapter shall not be used for maintenance. **With respect to community housing, the community preservation committee shall recommend, whenever possible, the reuse of existing buildings or construction of new buildings on previously developed sites.** With respect to recreational use, the acquisition of artificial turf for athletic fields shall be prohibited; provided, however, that any project approved by a municipality for the acquisition of artificial turf for athletic fields prior to July 1, 2012 shall be a permitted use of community preservation funding.
- General Law - Part I, Title VII, Chapter 44B, Section 5 (malegislature.gov)

## **COL CPP, Sustainable Lowell 2025 Plan, COL Open Space and Recreation Plan:**

The MMIV Project meets many of the goals outlined in the City of Lowell Community Preservation Plan, the Sustainable Lowell 2025 Plan, and the City of Lowell Open Space and Recreation Plan. These specific goals are detailed below.

- City of Lowell Community Preservation Plan:
  - o Open Space and Recreation Goal #3: Acquire, redevelop, or restore land to enhance public access to the City’s water resources including the Merrimack and Concord Rivers.
    - MMIV is located at the confluence of the Merrimack and Concord Rivers and is directly adjacent to the Riverwalk. By redeveloping the properties, it will enhance the experience along the Riverwalk.
  - o Historic Preservation Goal #1: Rehabilitate historic properties in disrepair, allowing future developers and affordable means of fully redeveloping properties that are important to Lowell’s history.
    - The MPR & BLR Bldg’s are currently in a state of disrepair. The entire complex was a textile mill and this project will preserve the historic fabric of the working waterfront of Lowell.
  - o Community Housing Goal #4: Support the development of properties for affordable rental and homeownership.
    - The project will deliver 82-units of affordable rental housing for the community.
- Sustainable Lowell 2025:
  - o Sustainable Neighborhoods Goals: 1, 3, 4, 7, 8
    - Goal 1: Preserve the unique quality and character of each of Lowell’s neighborhoods.
    - Goal 3: Prioritize land-use policies that promote walkable, well-networked neighborhoods.
    - Goal 7: Ensure integration of nature, green space and high-quality recreation resources into the urban landscape.
    - Goal 8: Celebrate, improve, and activate waterfront resources.
      - MMIV sits at the confluence of the Merrimack and Concord Rivers, directly adjacent to the Lowell Riverwalk. The redevelopment of the buildings will preserve the historic character of the mill complex, while also enhancing the public access and recreation space immediately adjacent.
  - o Housing Choice Goals: 1, 2, 4, 5, 6, 9
    - Goal 1: Maintain high-quality, healthy homes throughout the city for rent and purchase.
    - Goal 2: Build and maintain a diversity of housing options throughout the city to support economic vitality and meet the evolving needs of residents.
    - Goal 4: Maintain an abundance of affordable housing for rent or purchase and strive to maintain the relative affordability of housing in Lowell compared to other communities in the region.
    - Goal 5: Prioritize sustainable housing development policies and practices.
    - Goal 6: Ensure that adequate infrastructure exists for new residential development.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



- Goal 9: Ensure that all residents have equal access to fair housing.
  - MMIV will deliver 82 affordable rental units within downtown Lowell, increasing the city’s housing inventory and providing more options for affordable living.
- Mobility and Access Goals: 1, 3
  - Goal 1: Promote Bike and Pedestrian Mobility
  - Goal 3: Improve access to and support a variety of options for sustainable commuting practices.
    - MMIV is adjacent to the Lowell Riverwalk and will have access to the regional bus stop on Bridge Street, adjacent to the Massachusetts Mills complex (Christian Hill Line).
- Vibrant & Unique Urban Hub Goals: 5, 13
  - Goal 5: Promote waterfront access and development downtown.
  - Goal 13: Actively promote the rehabilitation and reuse of remaining vacant mills and upper stories of commercial buildings in Downtown Lowell in ways that will reinforce Lowell’s downtown as an attractive and authentic urban neighborhood with a robust daytime and evening/weekend population, and a healthy mix of residential, commercial, retail, entertainment, and recreational amenities.
- Healthy and Sustainable Local Economy Goals: 16
  - Goal 16: Repurpose vacant or under-utilized spaces for new, creative uses to eliminate blight that may discourage investment in surrounding properties.
- Environmental Resilience Goals: 9
  - Goal 9: Prepare proactively for heat waves, droughts, ice storms, and other types of natural disasters so as to mitigate their negative impacts.
  - MMIV will aim to be as energy efficient as feasible. The team has explored passive house criteria, but specific historic rehabilitation standards make this impractical to achieve currently.
- City of Lowell Open Space and Recreation Plan:
  - Goal 1: Strengthen pedestrian connections throughout all neighborhoods to provide residents safer access to parks, open spaces, and the opportunity to walk for exercise and leisure.
    - Activate canal walkways and riverwalks to encourage use and connect residents to City’s waterways.
    - The Lowell Riverwalk runs adjacent to the project and its redevelopment would strengthen the pedestrian connection.
  - Goal 3: Increase the types and availability of water-based recreation opportunities for residents.
    - Improve safety and maintenance conditions along the river and canals to provide residents safe and clean access points to walkways and riverwalks.
    - The current state of the BLR and MPR Bldg’s would be greatly improved with redevelopment. Mullins has worked to safely maintain the existing conditions to provide safe access to the riverwalk. A permanent solution, through redevelopment, would enhance this area.

## **Serving Community Needs:**

The MMIV project will provide much needed affordable housing to the downtown area in Lowell and will greatly enhance the public access and experience of the riverwalk.

## **3. PROOF OF OWNERSHIP**

Please see the Appendix for Section 3 attachments including Property cards for MPR Bldg (169.1 Bridge St) and BLR Bldg (169.2 Bridge St) and Quitclaim Deeds for the Massachusetts Mills complex.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



## 4. FEASIBILITY

### Required Approvals:

MMIV still requires final approvals before construction can begin. The development team has begun its initial conversations with the Lowell Historic Board and plans to file a Notice of Intent with the Conservation Commission in early 2024. The team also plans to submit their OneStop+ Application in the fall of 2024.

AGENCY	APPROVAL STATUS
Lowell Historic Board	Approval Needed
Conservation Commission	Approval Needed
EOHLC	Approval Needed

### Development Team and Experience:

The ownership group, architect, and civil engineer were part of the MM Picker development team, which delivered the 70-unit project directly adjacent to the proposed Mass Mills IV site. Ownership has also previously redeveloped the other mill buildings within the complex, which today totals over 350-units.

The Congress Companies have extensive experience with projects of a similar scale and redeveloped the Gloucester Mill (Gloucester, MA), which was a 4-story, 80,000 square foot, 70-unit mill redevelopment.

ROLE	TEAM MEMBER
Owner/Developer	Mullins
Architect	Russell Scott Steedle & Capone Architects
General Contractor	The Congress Companies
Structural Engineer	Veitas Engineers
Civil Engineer	Hancock Associates / H.W. Moore
MEP Engineer	Wozny / Barbar & Associates, Inc.
Development Consultant	Sharon Loewenthal
Property Manager	John M. Corcoran & Company

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



## 5. UPDATED BUDGET INFORMATION

### A. Outline of Overall Budget

Below is a snapshot of the MMIV project budgeted sources and uses. A detailed budget is provided in the appendix. In addition to the CPA funding award, this budget relies on several sources of funding described below.

MILL NO. 4 / COMBINED PHASES (BOILER & MAIN POWER)			
SOURCES & USES OF FUNDS			
OCTOBER 13, 2023			
SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	\$ 6,350,000	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 4,100,000
Federal LIHTC Syndication	\$ 22,348,125	Direct Construction	\$ 43,124,878
Federal HRTC Syndication Proceeds	\$ 8,874,279	General Development Costs	\$ 19,766,502
General Partner Equity			
Developer's Contribution - Overhead/Fe	\$ 1,474,871		
Developer's Contribution	\$ 5,884,676		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 3,935,606		
State HRTC Loan	\$ 7,006,010		
Additional State Resources			
Mass. DHCD	\$ 8,200,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	\$ -		
City of Lowell - CPA	\$ 1,500,000		
City of Lowell - HOME	\$ 500,000		
Brownsfield Tax Credits	\$ 917,813		
<b>TOTAL SOURCES</b>	<b>\$ 66,991,380</b>	<b>TOTAL USES</b>	<b>\$ 66,991,380</b>

**LIHTC:** Low-Income Housing Tax Credit

**HRTC:** Historic Rehabilitation Tax Credit

**EOHLC:** Executive Office of Housing and Livable Communities, formerly DHCD. Specific soft sources have not yet been identified, but a preliminary discussion for TOD (transit-oriented development) has been had.

**Permanent Mortgage Loan:** To be provided by MassHousing

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



---

## **B. Breakdown of CPA Funds Use**

The current intended use is for direct construction costs.

---

## **C. Description of all Funding Sources**

Funding sources for the MMIV project include the following:

### ***City of Lowell Community Preservation Act***

#### ***City of Lowell HOME***

The City of Lowell receives HOME funds from the US Department of Housing and Urban Development (US HUD) as part of a federal entitlement program. Local HOME fund support is often required to obtain other state subsidy funding sources such as EOHL HOME. The MMIV team intends to apply for local HOME funds in 2024.

#### ***Federal Low-Income Housing Tax Credits***

Federal Low-Income Housing Tax Credits are awarded to the Commonwealth of Massachusetts by the Federal government. The Massachusetts Department of EOHL issues allocations of the tax credits which the awarded entity sells to an investor for equity to support the project. The investor entity can claim federal tax credits for 10 years. The investor is part of the project for a 15-year LIHTC compliance period. The Project intends to utilize the 4.0% tax credits.

#### ***Massachusetts Low-Income Housing Tax Credits***

Similar to the Federal Low-Income Housing Tax Credits, the Commonwealth’s tax credit program is a 5-year tax credit for investors and is limited to supporting projects to roughly \$12,000/unit in annual tax credit allocation.

#### ***Federal Historic Rehabilitation Tax Credits***

The Federal Historic Rehabilitation Tax Credit (HRTC) is an indirect federal subsidy to finance the rehabilitation of historic buildings with a 20% tax credit for qualified expenditures.

#### ***Massachusetts Historic Rehabilitation Tax Credits***

The Massachusetts Historic Rehabilitation Tax Credit (HRTC) is an indirect state subsidy to finance the rehabilitation of historic buildings with a 20% tax credit for qualified expenditures. These credits are allocated annually by Massachusetts Historical Commission. The project has approximately \$2.5 million allocated currently.

#### ***Brownfields Tax Credits***

The BTC may be available to individual taxpayers, non-profit organizations, and business corporations that clean up contaminated property in Massachusetts. The taxpayer must complete the cleanup in compliance with standards set out by the Department of Environmental Protection (DEP). Depending on the extent of the completed cleanup, the taxpayer may apply to the Department of Revenue for the credit equal to either 25% or 50% of the cost.

### ***Executive Office of Housing and Livable Communities Soft Sources***

#### **Transit Oriented Development**

TOD funding awards of \$1 million to \$1.5 million per project with a maximum of \$75,000 in TOD funds per affordable unit. The Department reserves the right to make larger awards, for example to larger-scale projects. At least 25% of the occupants of projects assisted by TOD must have incomes no greater than 60% of AMI.

#### **HOME**

Similar to City of Lowell HOME, these are federal funds from US HUD for the development of affordable housing. The program funds a broad range of activities including new construction, acquisition, and rehabilitation of rental properties. All units receiving HOME funds must be occupied by households earning no more than 60% of area

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



median income. At least 20% of HOME units must be affordable to households earning no more than 50% of area median income. EOHLC HOME awards are structured as loans with 0% interest, and a 30-year deferred payment term.

### **Affordable Housing Trust Fund**

The Affordable Housing Trust Fund (AHTF) is intended to support the creation or preservation of housing that is affordable to people with incomes that do not exceed 110% of the area median income, as defined by HUD. A limit of the lesser of \$1,000,000 per project or \$50,000 per assisted unit has been established for allocation. This program is managed by MassHousing.

### **Housing Stabilization Fund**

The Housing Stabilization Fund (HSF) is a state funded program to support affordable rental housing production and rehabilitation. HSF is structured as a 50-year deferred payment loan at 0% interest.

### ***Permanent Senior Debt***

This is the permanent mortgage on the property, supported by rental income, with a 40-year term and amortization period. The team is in discussion with MassHousing to provide the senior debt.

### **D. Amount of CPA Funds Ascribed to Each Goal**

---

- N/A; 100% used for both Historic Preservation and Community Housing.

### **E. Cost Estimates**

---

Please see the construction cost estimates for both the BLR and MPR Bldgs included in the appendix. The construction costs were prepared by The Congress Companies. This schedule of values was received on March, 14<sup>th</sup>, 2023 and represents the current design of the project. The team is planning for a design review and re-pricing in early to mid-2024.

### **F. Can Funds be Accepted Over Multiple Years?**

---

- Yes.
- The MMIV Project will require multi-year funding and the request of \$1,500,000.00 is the full asking amount for the project, not an annual amount.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



## 6. PROJECT TIMELINE

<b>MILL NO. 4 / COMBINED PHASES (BOILER &amp; MAIN POWER)</b>		
<b>PROJECT TIMELINE</b>		
<b>OCTOBER 13, 2023</b>		
<b>EVENT</b>	<b>DATE</b>	<b>STATUS</b>
CPA Submission	Oct 2023	Completed
Zoning Submission to Lowell Historic Board + Conservation Commission	Dec 2023	Expected
Application for Additional Funding Sources with City of Lowell	Mar 2024	Expected
Lowell Historic Board + Conservation Commission Approval	Jun 2024	Expected
Application to MassHousing/DHCD (LIHTC's): Pre-App	Oct 2024	Expected
Application to MassHousing/DHCD (LIHTC's): OneStop+	Jan 2025	
Notice of Funding DHCD Award	May 2025	
Notice of Funding Awards from Other Sources	May 2025	
Closing Process (Acquisition/Financing)	May 2026	
Construction Bids	May 2025	
Constructor Selection	Sep 2025	
Execution of Construction Contract	May 2026	
Closing Process (Acquisition/Financing)	May 2026	
Issuance of Building Permit	Apr 2025	
Start of Construction Rehabilitation	Apr 2025	
Completion of Construction Rehabilitation	Apr 2027	
Stabilization & Full Occupancy	Dec 2027	

## 7. MAPS, ARCHITECTURAL PLANS, SITE PLANS, PHOTOGRAPHS

Please see the appendix for Section 7 for attachments including the architectural drawing sets, site plan, and photographs.

## 8. LETTERS OF SUPPORT

Please see the appendix for Section 8 for attachments including letters of support from the Lowell Historic Board and Lowell’s Department of Planning & Development.

## 9. HISTORICAL SIGNIFICANCE

Please see the appendix for Section 9 for attachments including the team’s latest submission for Massachusetts Historic Rehabilitation Tax Credits.

# CPA APPLICATION

Prepared For: Chairman Baacke and Members of the Community Preservation Committee

Prepared By: Mullins – Applicant’s Representative: John Clark

Date: 2023/10/13



## APPENDIX

### Attachments for Sections:

---

- SECTION 3:** Property Card 169.1 Bridge St – Main Power Building  
Property Card 169.2 Bridge St – Boiler Building  
Quitclaim Deeds
- SECTION 5:** Detailed Sources and Uses  
Detailed Construction Costs Schedule
- SECTION 7:** Architectural Drawing Sets  
Site Plan  
Photographs
- SECTION 8:** Letter of Support: Lowell Historic Board  
Letter of Support: Lowell Department of Planning & Development
- SECTION 9:** Massachusetts Historic Rehabilitation Tax Credit Application – Round 59 – August 31, 2023

## SECTION 3 ATTACHMENTS

# 169.1 BRIDGE ST

**Location** 169.1 BRIDGE ST

**Mblu** 177/ 780/ 169/1 /

**Parcel ID** M23735

**Owner** MASSACHUSETTS MILLS III  
LTD PTNSHP

**PBN**

**Assessment** \$138,800

**Appraisal** \$138,800

**Internal ID** 37541

**Building Count** 1

## Current Value

Appraisal			
Valuation Year	Improvements	Land	Total
2023	\$58,700	\$80,100	\$138,800

Assessment			
Valuation Year	Improvements	Land	Total
2023	\$58,700	\$80,100	\$138,800

## Owner of Record

**Owner** MASSACHUSETTS MILLS III LTD PTNSHP  
**Co-Owner** C/O MULLINS MANAGEMENT  
**Address** 11 BEACON ST STE 432  
BOSTON, MA 02108

**Sale Price** \$0  
**Certificate**  
**Book & Page** 4531/0091  
**Sale Date** 06/02/1988  
**Instrument**

## Ownership History

Ownership History					
Owner	Sale Price	Certificate	Book & Page	Instrument	Sale Date
MASSACHUSETTS MILLS III LTD PTNSHP	\$0		4531/0091		06/02/1988

## Building Information

**Building 1 : Section 1**

**Year Built:**

**Living Area:** 0

**Replacement Cost:** \$0

**Building Percent Good:**

**Building Photo**

 [Building Photo](#)

Less Depreciation: \$0

Building Attributes	
Field	Description
Style:	Outbuildings
Model	
Grade:	
Stories:	
Occupancy	
Exterior Wall 1	
Exterior Wall 2	
Roof Structure:	
Roof Cover	
Interior Wall 1	
Interior Wall 2	
Interior Flr 1	
Interior Flr 2	
Heat Fuel	
Heat Type:	
AC Type:	
Total Bedrooms:	
Total Bthrms:	
Total Half Baths:	
Total Xtra Fixtrs:	
Total Rooms:	
Bath Style:	
Kitchen Style:	
Num Kitchens	
Cndtn	
Num Park	
Fireplaces	
Fndtn Cndtn	
Basement	

### Building Layout

 Building Layout (ParcelSketch.ashx?pid=37541&bid=38117)

Building Sub-Areas (sq ft)	Legend
No Data for Building Sub-Areas	

### Extra Features

Extra Features	Legend
No Data for Extra Features	

### Land

**Use Code** 3900  
**Description** Vacant Land Dev  
**Zone** DMU  
**Neighborhood** C110  
**Alt Land Appr** No  
**Category**

**Size (Sqr Feet)** 12959  
**Frontage** 0  
**Depth** 0  
**Assessed Value** \$80,100  
**Appraised Value** \$80,100

**Outbuildings**

Outbuildings						<u>Legend</u>
Code	Description	Sub Code	Sub Description	Size	Value	Bldg #
MSC306	POWER PLANT			7535.00 UNIT	\$31,900	1
MSC226	BOILER HS			14640.00 UNIT	\$26,600	1
MSC343	STAC			100.00 UNIT	\$200	1

**Valuation History**

Appraisal			
Valuation Year	Improvements	Land	Total
2022	\$58,700	\$80,100	\$138,800
2021	\$58,700	\$51,500	\$110,200
2020	\$58,700	\$51,500	\$110,200

Assessment			
Valuation Year	Improvements	Land	Total
2022	\$58,700	\$80,100	\$138,800
2021	\$58,700	\$51,500	\$110,200
2020	\$58,700	\$51,500	\$110,200

# 169.2 BRIDGE ST

**Location** 169.2 BRIDGE ST

**Mblu** 177/ 780/ 169/2 /

**Parcel ID** M23730

**Owner** MASSACHUSETTS MILLS III  
LTDP PTN

**PBN**

**Assessment** \$240,900

**Appraisal** \$240,900

**Internal ID** 37542

**Building Count** 1

## Current Value

Appraisal			
Valuation Year	Improvements	Land	Total
2023	\$130,400	\$110,500	\$240,900

Assessment			
Valuation Year	Improvements	Land	Total
2023	\$130,400	\$110,500	\$240,900

## Owner of Record

**Owner** MASSACHUSETTS MILLS III LTDP PTN  
**Co-Owner** C/O MULLINS MANAGEMENT  
**Address** 11 BEACON ST STE 432  
BOSTON, MA 02108

**Sale Price** \$0  
**Certificate**  
**Book & Page** 4531/0091  
**Sale Date** 06/02/1988  
**Instrument**

## Ownership History

Ownership History					
Owner	Sale Price	Certificate	Book & Page	Instrument	Sale Date
MASSACHUSETTS MILLS III LTDP PTN	\$0		4531/0091		06/02/1988

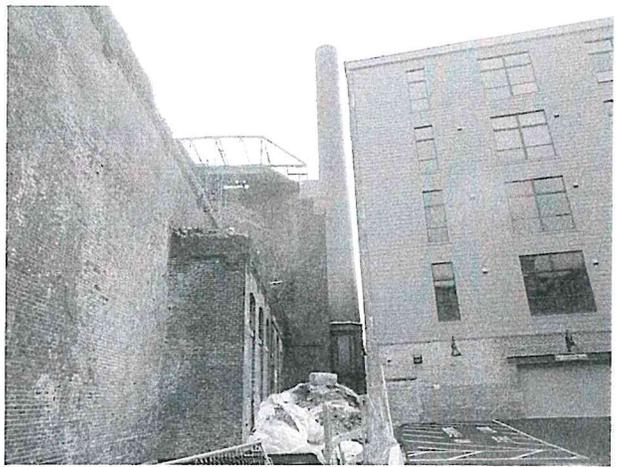
## Building Information

### Building 1 : Section 1

**Year Built:** 1890  
**Living Area:** 17,056  
**Replacement Cost:** \$651,880  
**Building Percent Good:** 20

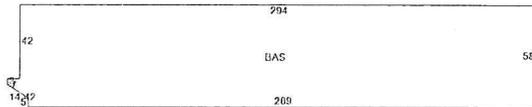
Less Depreciation: \$130,400

Building Attributes	
Field	Description
Style:	Heavy Indust
Model	Industrial
Grade	Average
Stories:	1
Occupancy	1.00
Exterior Wall 1	Brick/Masonry
Exterior Wall 2	
Roof Structure	Wood Truss
Roof Cover	Tar & Gravel
Interior Wall 1	Minim/Masonry
Interior Wall 2	
Interior Floor 1	Concr-Finished
Interior Floor 2	
Heating Fuel	Coal or Wood
Heating Type	None
AC Type	None
Struct Class	
Bldg Use	Industrial Bldg
Total Rooms	
Total Bedrms	00
Total Baths	0
1st Floor Use:	112I
Heat/AC	NONE
Frame Type	MASONRY
Baths/Plumbing	NONE
Ceiling/Wall	CEIL & MIN WL
Rooms/Prtns	LIGHT
Wall Height	15.00
% Comn Wall	0.00



(<https://images.vgsi.com/photos/lowellmaPhotos/A01107\61\97.jpg>)

**Building Layout**



([ParcelSketch.ashx?pid=37542&bid=38118](#))

Building Sub-Areas (sq ft)			<u>Legend</u>
Code	Description	Gross Area	Living Area
BAS	First Floor	17,056	17,056
		17,056	17,056

**Extra Features**

Extra Features	<u>Legend</u>
No Data for Extra Features	

**Land**

**Use Code** 4022  
**Description** Industrial Bldg  
**Zone** DMU  
**Neighborhood** C500  
**Alt Land Appr** No  
**Category**

**Size (Sqr Feet)** 47218  
**Frontage** 0  
**Depth** 0  
**Assessed Value** \$110,500  
**Appraised Value** \$110,500

**Outbuildings**

Outbuildings	<u>Legend</u>
No Data for Outbuildings	

**Valuation History**

Appraisal			
Valuation Year	Improvements	Land	Total
2022	\$125,200	\$110,500	\$235,700
2021	\$119,900	\$96,100	\$216,000
2020	\$119,900	\$96,100	\$216,000

Assessment			
Valuation Year	Improvements	Land	Total
2022	\$125,200	\$110,500	\$235,700
2021	\$119,900	\$96,100	\$216,000
2020	\$119,900	\$96,100	\$216,000

2



2015 00055619  
Bk: 29636 Pg: 122 Page: 1 of 2  
Recorded: 12/04/2015 02:10 PM

MASSACHUSETTS EXCISE TAX  
Middlesex North ROD #14 001  
Date: 12/04/2015 02:10 PM  
Ctrl# 064624 03988 Doc# 00055619  
Fee: \$4,721.88 cons: \$1,035,183.00

**QUITCLAIM DEED**

Address: Lot 3A (a/k/a 300 Massmills Drive), Lowell, MA

Massachusetts Mills III Limited Partnership, a Massachusetts limited partnership with an address of 31 St. James Avenue, Suite 940, Boston, MA 02116 ("Grantor"), in consideration of One Million Thirty Five Thousand One Hundred Eighty Three and 00/100 Dollars (\$1,035,183.00) paid, hereby grants to MM Picker LLC, a Massachusetts limited liability company with an address of 179 Boylston Street, Building P, Jamaica Plain, MA 02130 ("Grantee"), with QUITCLAIM COVENANTS, the land, and all of the buildings and other improvements thereon, and appurtenant rights, located in the City of Lowell, Middlesex County, Massachusetts, and described as follows:

PARCEL I - Fee:

A certain parcel of land shown as "Lot 3A, 29,661 S.F., 0.681 Acres" on a plan entitled "Plan of Land, Massachusetts Mills, 169.2 Bridge Street, Lowell, Massachusetts," prepared by R.E. Cameron & Associates, Inc., dated April 22, 2014, recorded June 27, 2014, in Plan Book 238, Plan 16.

PARCEL II - Appurtenant Rights:

Rights and easements contained in the Second Amended and Restated Reciprocal Easement Agreement by and among MM Picker LLC, Massachusetts Mills I Limited Partnership, Massachusetts Mills II Limited Partnership and Massachusetts Mills III Limited Partnership, dated as of November 30, 2015, recorded herewith (which amends and restates the Reciprocal Easement Agreement by and between Massachusetts Mills I Limited Partnership, Massachusetts Mills II Limited Partnership and Massachusetts Mills III Limited Partnership, dated May 20, 1988, recorded in Book 4531, Page 141, see Plan Book 165, Plan 7; and the Amended and Restated Reciprocal Easement Agreement by and among Massachusetts Mills I Limited Partnership, Massachusetts Mills II Limited Partnership and Massachusetts Mills III Limited Partnership, dated June 25, 2014, recorded in Book 28268, Page 61, see Plan Book 238, Plan 16).

The above-described real property does not constitute the homestead of any party or individual.

The above-described real property does not constitute the homestead of any party or individual.

Grantor has not elected to be treated as a corporation for Federal Tax purposes for the current year.

For Grantor's title, see Deed recorded with the Middlesex North Registry of Deeds in Book 4531, Page 78.

Executed as an instrument under seal this 30<sup>th</sup> day of November, 2015.

MASSACHUSETTS MILLS III LIMITED  
PARTNERSHIP

By: JRM Mass Mills III, Inc., its General  
Partner

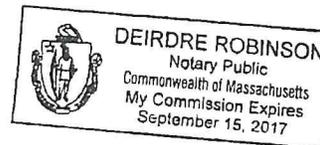
By: Joseph R. Mullins  
Joseph R. Mullins, President and Treasurer,  
duly authorized

COMMONWEALTH OF MASSACHUSETTS

Suffolk County, ss.

On this 23 day of Nov, 2015, before me, the undersigned Notary Public, personally appeared the above-named Joseph R. Mullins, proved to me by satisfactory evidence of identification, being (check whichever applies):  driver's license or other state or federal governmental document bearing a photographic image,  oath or affirmation of a credible witness known to me who knows the above signatory, or  my own personal knowledge of the identity of the signatory, to be the person whose name is signed above, and acknowledged the foregoing to be signed by him voluntarily for its stated purpose, as the duly-authorized President and Treasurer of JRM Mass Mills III, Inc., the General Partner of Massachusetts Mills III Limited Partnership.

[Signature]  
\_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_  
Print Notary Public's Name: \_\_\_\_\_  
Qualified in the Commonwealth of Massachusetts



QUITCLAIM DEED

Boott Mills, a duly organized and existing Massachusetts corporation, having its principal place of business at John Street, Lowell, Massachusetts, in consideration of Four Million (\$4,000,000) Dollars paid, the receipt and sufficiency of which is hereby acknowledged, grants with quitclaim covenants to Massachusetts Mills III Limited Partnership, a Massachusetts limited partnership, with a principal place of business c/o Joseph R. Mullins, Inc., 25 Braintree Hill Park (Suite 306), Braintree, Massachusetts 02184, that certain parcel of land situated in Lowell, Massachusetts, commonly known as the Massachusetts Mills and bounded and described as follows:

NORTHWESTERLY by Bridge Street;

NORTHEASTERLY by the Merrimack River;

SOUTHEASTERLY by the Concord River;

SOUTHWESTERLY by land formerly of the Pepperell Manufacturing Company and now of the United States of America, there measuring forty-three and 90/100 (43.90) feet;

NORTHWESTERLY by the same, there measuring fifty-three and 2/100 (53.02) feet;

SOUTHWESTERLY again by the same, there measuring two hundred one and 71/100 (201.71) feet, and by land of Proprietors of the Locks and Canals on Merrimack River, there measuring five (5) feet;

NORTHWESTERLY and SOUTHWESTERLY by the Eastern Canal of said Proprietors.

Together with such rights as the Grantor may have in the bridge over the Eastern Canal running from the Easterly end of Amory Street to said premises.

Being the same premises conveyed to the Grantor by deed of Lowell Industrial Development Corporation recorded with Middlesex North District Registry of Deeds in Book 1333, Page 143.

Specifically excluded from the premises hereby conveyed are the following:

1. That portion of the premises conveyed by the Grantor to Massachusetts Electric Company by deed dated April 19, 1961 recorded with Middlesex North District Registry of Deeds, Book 1601, Page 543.

Property address: Bridge Street, Lowell, Mass.

05/02/88 02:56:20

23953

25.00

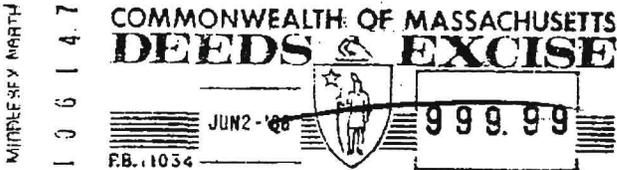
\*\*\* MASS. EXCISE TAX: \*\*\*

9129.00 \*\*\*

2. That portion of the premises conveyed by the Grantor to Thomas R. Sullivan, et al, Trustees by Deed dated December 31, 1958 recorded with said Registry, Book 1428, Page 185.
3. That portion of the premises conveyed by the Grantor to said Thomas R. Sullivan, et al, Trustees by Deed dated April 1, 1965 recorded with said Registry, Book 1690, Page 429.
4. Right of Boott Hydropower, Inc. granted by deed of Grantor recorded in Middlesex North District Registry of Deeds, Book 2690, Page 542, including the right and easement to use, maintain, repair, or replace the existing penstocks, trash racks, platforms, flumes and feeders for No. 1, 2, 3, 4, 5, 6 and 12 wheels, together with the right from time to time to enter said premises for the aforesaid purposes. Boott Hydropower may abandon any or all such easements and rights reserved by an instrument in writing recorded with the Middlesex North District Registry of Deeds.
5. The right of the Grantor or Boott Hydropower, Inc. to enter onto said premises for the purpose of maintaining, repairing or replacing the fixtures, machinery, equipment, steam lines, condensate return lines, and appurtenant fixtures, owned by Grantor or Boott Hydropower, Inc., or otherwise reserved.

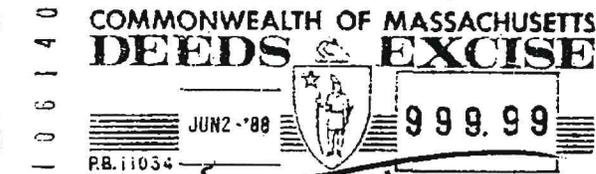
Notwithstanding the rights reserved by Grantor in paragraphs 4 and 5 immediately preceding, Grantor shall have no right to exercise such rights in any way which would materially damage, or interfere with the use of, the premises to be conveyed.

IN WITNESS WHEREOF, the Grantor has signed and delivered this document under seal as of this 4th day of May, 1988.



BOOTT MILLS

By:   
Marshall L. Field, President



By:   
Gerald M. Blair, Assistant Treasurer

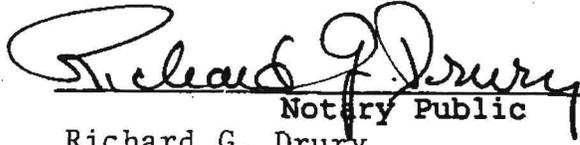
COMMONWEALTH OF MASSACHUSETTS

Middlesex , ss.

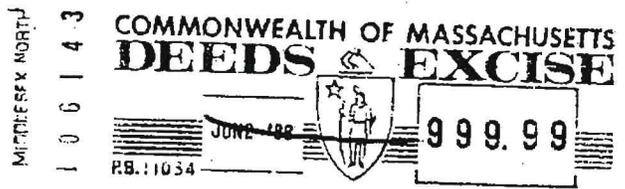
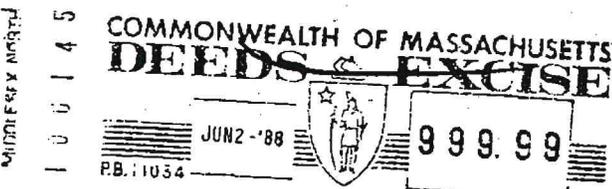
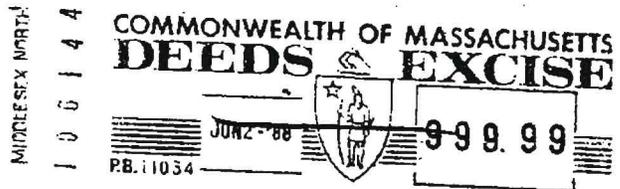
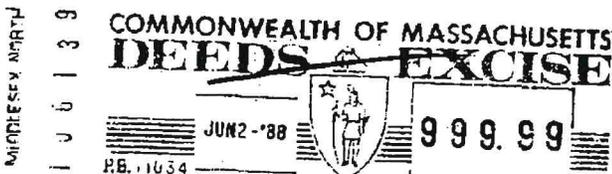
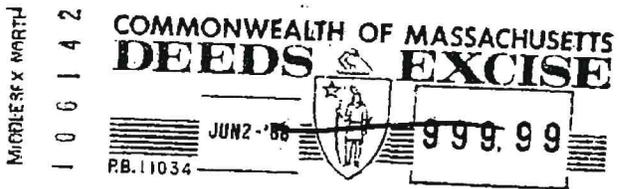
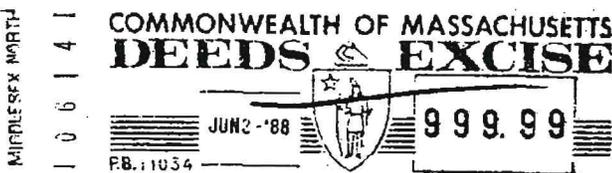
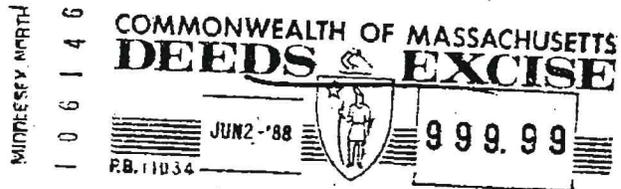
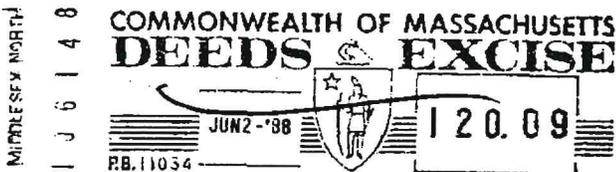
May 4, 1988

Then personally appeared the above-named Marshall L. Field and Gerald M. Blair, President and \*Treasurer of Boott Mills, respectively, and acknowledged the foregoing instrument to be their free act and deed and the free act and deed of Boott Mills, before me

\*Assistant

  
Notary Public  
Richard G. Drury  
My Commission Expires: 11/5/93

XP-1562/m



BOX 13

06/02/88 00023953

41-1



Middlesex Reg. of Deeds  
North District  
Received and Entered

Attest

*Edmund H. Carthy Jr.*

REGISTER

3 pp 0 OK C

# Middlesex North Registry of Deeds

## Electronically Recorded Document

This is the first page of this document - Do not remove

---

### Recording Information

Document Number	: 9396
Document Type	: AMEND
Recorded Date	: February 16, 2021
Recorded Time	: 11:44:18 AM
Recorded Book and Page	: 35337 / 162
Number of Pages(including cover sheet)	: 15
Receipt Number	: 921485
Recording Fee	: \$105.00

**Middlesex North Registry of Deeds**  
**Richard P. Howe Jr., Register**  
360 Gorham Street  
Lowell, Massachusetts 01852  
978/322-9000  
[www.lowelldeeds.com](http://www.lowelldeeds.com)

## **AMENDMENT TO EASEMENT DEED AND RELEASE**

**THIS AMENDMENT TO EASEMENT DEED AND RELEASE AGREEMENT** (this "**Agreement**") is made as of the 7<sup>th</sup> day of December, 2020 (the "**Effective Date**"), by and between Boott Hydropower, LLC, successor by conversion to Boott Hydropower, Inc., with a principal place of business c/o Central Rivers Power US, LLC, 4920 Elm Street, Suite 205, Bethesda, MD 20814 ("**Boott**") or **Grantee**"), and Massachusetts Mills I Limited Partnership ("**MMI**"), Massachusetts Mills II Limited Partnership ("**MMII**"), and Massachusetts Mills III Limited Partnership ("**MMIII**"), all Massachusetts limited partnerships with an address of 31 St. James Avenue, Suite 940, Boston, Massachusetts 02116 (collectively, "**Mass Mills**" or **Grantor**"), and together with the Grantee, the "**Parties**"). Capitalized terms used herein and not otherwise defined shall have the same meaning ascribed in the Easement Deed and Release hereinafter described.

**WHEREAS**, Grantor and Grantee's predecessor entity, Boott Hydropower, Inc., entered into that certain Easement Deed and Release dated as of May 20, 1988, recorded in Middlesex North Registry of Deeds in Book 4531, Page 102 (hereinafter referred to as the "**1988 Easement**" or the "**Easement Deed and Release**") whereby Grantor granted to Grantee certain easement rights on property more specifically described and set forth on **Exhibit A**, attached hereto (the "**Premises**") and in consideration for such grant, Grantee thereby released and conveyed to the Grantor all other rights and easements it then held with respect to the electrical transmission lines, Turbines, Power Plants, penstocks and tailraces located on the Servient Land, specifically including all rights and easements granted pursuant to the Deed, Bill of Sale and Grant of Easement, dated January 16, 1984, recorded in Middlesex North Registry of Deeds in Book 2690, Page 542; and

**WHEREAS**, Boott no longer utilizes certain of the improvements and equipment described in the Easement Deed and Release and has no need or intention to resume the use of such facilities in the future; and

**WHEREAS**, the parties have therefore mutually agreed to amend the Easement Deed and Release as set forth herein.

**NOW, THEREFORE, THE PARTIES HEREBY AGREE TO AMEND THE EASEMENT DEED AND RELEASE AS FOLLOWS:**

1) Amendment of Easement Deed and Release.

1.1 Section 1 (a) is hereby deleted in its entirety and replaced with the following:

(a) Within the “way” located parallel to and immediately northwesterly of the building on Lot 5 shown on that certain Easement Plan titled “Massachusetts Mills Lowell, MASS.” prepared by R.E. Cameron Associates, Inc., dated May 5, 1988, recorded in Middlesex North Registry of Deeds June, 1988, Book of Plans 165, Plan 7 (the “Easement Plan”), including the transformer therein whose location on the Easement Plan is marked by a box in the southerly corner of such way, for purposes of access, ingress and egress for vehicular and pedestrian access to and from Grantee’s facilities and improvements at the Power House located on said Lot 5, being the “Concord Power House” hereinafter described.

1.2 Section 1(b) is hereby deleted in its entirety.

1.3 Section 1(c) is hereby deleted in its entirety and replaced with the following:

(a) within the Building known as the “Power Plant” on Lot 5 (the Concord Power House”); [and]

1.4 Section 1(d) is hereby deleted in its entirety.

1.5 Section 2(a) is hereby deleted in its entirety and replaced with the following:

(a) at Turbines #4, 5 and 6 in the existing Concord Power House Building on Lot 5.

1.6 Section 2(b) is hereby deleted in its entirety and replaced with the following:

(b) within the Concord Power House Building on Lot 5.

1.7 Section 3 is hereby deleted in its entirety.

1.8 The Section of the Easement Deed and Release titled “The right, easement, and obligation to:” is hereby amended in the following manner:

- (a) The following words are hereby stricken from the first sentence of Section 1: “and the Merrimack Power House Building in Lot 4 surrounding and containing Turbines #1, 2, and 3”
- (b) The following words are hereby stricken from the first sentence of Section 2: “Merrimack Power House Building and”

2) Release. Except as provided herein, Boott does hereby release, remise and convey to Mass Mills and its successors in title to the Premises or any portion thereof any right, title and interest to those portions of the Premises and all other real and personal property located at the Premises. In particular, but not by way of limitation, Boott acknowledges and agrees as follows:

(a) Any and all rights and easements of Boott relating to existing penstocks and tailraces and appurtenances thereto (collectively, the “Penstocks”), as set forth in numbered Section 3 (and in subparagraphs (a)-(d) therein) of the 1988 Easement shall be henceforth deemed released, surrendered and of no further force or effect.

(b) The easement rights and obligations of Boott with respect to the Merrimack Power House Building on Lot 4, and the Turbines, equipment and related facilities located thereon and therein, and relating to the Merrimack Power House Building itself, as described in numbered paragraphs 1 and 2 beginning on page 4 and continuing on the top of page 5 of the 1988 Easement, shall henceforth be deemed released to MMIII and of no further force or effect. Such rights, easements and obligations of Boott shall remain in effect, however, with respect to the Concord Power Plant Building on Lot 5 and the Turbines, equipment and related facilities located thereon or therein, as described in said numbered paragraphs 1 and 2 on pages 4 and 5 of the 1988 Easement.

(c) In recognition of the foregoing, Massachusetts Mills and its successors in title shall henceforth be free to utilize its land and the improvements thereon as it deems fit, free from the pre-existing easement rights which have been released and surrendered hereby (but not with respect to the easement rights of Boott expressly retained herein and relating to Lot 5 and the Concord Power House).

3) Condition of Premises. Mass Mills acknowledges and represents that Mass Mills is fully aware of the physical condition and state of repair of the Premises and of all other real and personal property included in this Release, based on Mass Mills own visual inspection and investigation thereof, and shall, except as described herein, accept the same “as is” in their present condition and state of repair, subject to reasonable use, wear, tear and natural deterioration as of the date hereof.

4) Recording. The parties agree to record this Agreement in the Middlesex North District Registry of Deeds. The parties agree that if this Agreement is rejected for recording the parties will amend this agreement to a form that will be acceptable to record in the Middlesex North District Registry of Deeds without altering the terms and conditions contained herein.

5) FERC License and Decommissioning Plan. Boott hereby represents and warrants to Mass Mills that it has obtained the approval of the Federal Energy Regulatory Commission (“FERC”) of Boott’s decommissioning plan (the “Decommissioning Plan”). Boott hereby agrees to indemnify and forever hold Mass Mills harmless against any and all claims, liabilities, causes of action, costs and expenses (including reasonable legal costs and fees) relating in any way to either the Decommissioning Plan or the Penstock Elimination Plan described in Paragraph 6 below, including any obligation(s) to obtain and comply with governmental permits or approvals relating thereto, except for obligations expressly assumed or undertaken by Mass Mills hereunder.

6) Canal Maintenance. The Release is subject to all easements, restrictions and rights of way of record, if any, to the extent they are in force and applicable, and further subject to the condition that Mass Mills shall not make any use of the Premises and rights herein conveyed that would unreasonably interfere with the use, maintenance or operation by Boott, and its successors or assigns, of the canals owned by Boott, including but not limited to hydroelectric power production, the flow of water in the canals, or any activity, improvements or changes which interfere therewith in the reasonable judgement of Boott.

7) Penstock Elimination. Boott hereby agrees to permanently seal the entrance to the penstocks leading to Turbine #12 and Turbine #1 (the “Penstocks”) by December 31, 2020 (the “Penstock Elimination”), pursuant to plans and specifications prepared by Boott and approved by FERC, full copies of which have been delivered to Mass Mills and are described in Exhibit B attached hereto (the “Penstock Elimination Plan”). With respect to implementation and completion of the Penstock Elimination Plan, the following additional terms and provisions apply:

- a) Boott shall be solely responsible for obtaining and complying with any and all local, state and/or federal governmental permits, approvals and orders necessary to carry out all aspects of the Penstock Elimination Plan and the work related thereto.
- b) Boott shall carry out all aspects of the Penstock Elimination Plan in a good workmanlike manner, pursuant to the Site Access and Work Schedule attached hereto as Exhibit C, at its sole cost and expense (“Boott’s Penstock Work”); provided, however, that Boott’s Penstock Work shall not include the post-Penstock Elimination filling of the Penstocks and restoration of any disturbed areas of paving and/or landscaping on Mass Mills’ property, which filling and restoration will be carried out by Mass Mills at its sole cost and expense after Boott’s Penstock Work is complete, on a timeframe and in a manner determined by Mass Mills in its sole discretion. To the extent that any further involvement or approval by FERC is necessary with respect to such later filling and restoration work to be done by Mass Mills, Boott shall be solely responsible with respect thereto and shall indemnify and hold Mass Mills harmless against any claims, liabilities, costs or expenses (including reasonable legal costs and fees) arising therefrom.

- c) Prior to commencing Boott's Penstock Work, Boott shall notify Mass Mills of its scheduled commencement, identifying Boott's contractor, and providing evidence of such contractor's general liability and worker's compensation coverages, naming Mass Mills as an Additional Insured, in the following minimum amounts: \$1,000,000.00 per occurrence and \$2,000,000.00 general aggregate for commercial general liability; per statute/\$1,000,000.00 for workers compensation.
- d) Upon completion of Boott's Penstock Work, as evidenced by (i) an unconditional Certificate of Completion signed by Boott's licensed engineer(s) who prepared the Penstock Elimination Plan, (ii) delivery to Mass Mills of a copy of any and all warranties and lien waiver(s) from Boott's contractor, and a written assignment to Mass Mills of all warranties, express and implied, and (iii) any and all necessary governmental approvals, sign-offs, and certificates of completion or compliance, but in any event after January 31, 2021, Mass Mills shall reimburse Boott for some or all of its actual external expenses in a total amount not to exceed \$140,000.00.

8) Cooperation. The parties hereby agree to work together cooperatively and in good faith in furtherance of the purposes of this agreement, as described herein, and to execute such further instruments as may be reasonably necessary, upon request, in order to carry out such intent(s).

9) Default. If any party fails to consummate the terms hereof and the transaction contemplated herein for any reason, the parties hereby expressly agree that such party shall be considered in default and the non-defaulting party shall have the right to any and all remedies, whether at law or equity, which right shall include the recovery of reasonable attorney's costs and fees. It is agreed that the remedy at law of either party (or its successors or assigns) may be deemed to be inadequate; therefore, in the event of a breach, in addition to such other remedies as may be provided by law, the non-defaulting party (or its successors or assigns) shall also have the right to obtain specific performance of the covenants herein contained by way of temporary and/or permanent injunctive relief without showing the lack of adequate remedy at law. The waiver by any party of any condition or the breach of any term, covenant or condition herein contained shall not be deemed to be a waiver of any other condition or of any subsequent breach of the same or of any other term, covenant or condition herein contained. All rights of the parties shall be cumulative and not alternative.

10) Entire Agreement; Binding Effect. All prior understandings, agreements, representations and warranties, oral or written, between Mass Mills and Boott are merged in the 1988 Easement as modified by this Agreement. Neither this Agreement nor any provision thereof may be waived, changed or cancelled except in writing. This Agreement shall also apply to and bind the legal representatives, successors and permitted assigns of the respective parties. This Agreement shall not be binding or effective until duly executed and delivered by Mass Mills and Boott.

11) Miscellaneous. Any notice or other communication shall be in writing and sent by either of the parties hereto or by their respective attorneys who are hereby authorized to do so on their behalf at the addresses first listed above. This Agreement shall run with the land, but

otherwise may not be assigned by either party. This Agreement shall be governed by the internal substantive laws of the Commonwealth of Massachusetts (without regard to conflict of laws principles thereof) as to all matters, including but not limited to matters of validity, construction, effect, performance and remedies. **THE PARTIES HEREBY EACH WAIVE THE RIGHT TO A JURY TRIAL IN ANY ACTION OR PROCEEDING RELATING IN ANY WAY TO THIS AGREEMENT.** This Agreement may be executed in any number of counterparts.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the parties have executed the above Agreement under seal as of on the date first mentioned above.

Boott Hydropower, LLC.  
By:  
Its:

Massachusetts Mills II Limited Partnership  
By: First Camden Corporation  
Its: General Partner

\_\_\_\_\_  
Massachusetts Mill I Limited Partnership  
By: First Camden Corporation  
Its: General Partner

By: Joseph R Mullins  
Joseph R. Mullins,  
President and Treasurer,  
duly authorized  
Massachusetts Mills III Limited Partnership  
By: JRM Mass Mills III Inc.  
Its: General Partner

By: Joseph R Mullins  
Joseph R. Mullins,  
President and Treasurer,  
duly authorized

By: Joseph R Mullins  
Joseph R. Mullins,  
President and Treasurer,  
duly authorized

[Notary Blocks on following page]

IN WITNESS WHEREOF, the parties have executed the above Agreement under seal as of on the date first mentioned above.

Boott Hydropower, LLC.  
By: Matthew Stanley  
Its: Vice President and General Manager



Massachusetts Mill I Limited Partnership  
By: First Camden Corporation  
Its: General Partner

By: \_\_\_\_\_  
Joseph R. Mullins,  
President and Treasurer,  
duly authorized

Massachusetts Mills II Limited Partnership  
By: First Camden Corporation  
Its: General Partner

By: \_\_\_\_\_

Joseph R. Mullins,  
President and Treasurer,  
duly authorized  
Massachusetts Mills III Limited Partnership  
By: JRM Mass Mills III Inc.  
Its: General Partner

By: \_\_\_\_\_  
Joseph R. Mullins,  
President and Treasurer,  
duly authorized

[Notary Blocks on following page]

STATE COMMONWEALTH OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

) SS  
)

On this \_\_\_\_\_ day of \_\_\_\_\_, 2020, before me, the undersigned, a Notary Public in and for said County and State or Commonwealth aforesaid, came \_\_\_\_\_ to me known to be the person and officer who executed the foregoing instrument on behalf of **Boott Hydropower, LLC**, and acknowledged that he executed the same as the free act and deed of said Boott Hydropower, LLC, as the duly authorized \_\_\_\_\_ thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written

My Commission Expires: \_\_\_\_\_

[SEAL]

\_\_\_\_\_  
Notary Public

Print Name: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS )

COUNTY OF NORFOLK )

) SS  
)

On this 21<sup>st</sup> day of Dec., 2020, before me, the undersigned, a Notary Public in and for said County and Commonwealth aforesaid, came Joseph R. Mullins, to me known to be the person and officer who executed the foregoing instrument on behalf of **Massachusetts Mills I Limited Partnership**, a Massachusetts limited partnership, and acknowledged that he executed the same as the free act and deed of said partnership

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: \_\_\_\_\_

9/30/2027  
[SEAL]

Denise M. Taylor  
Notary Public

Print Name: DENISE M. TAYLOR

COMMONWEALTH OF MASSACHUSETTS )

COUNTY OF NORFOLK )

) SS  
)

On this 21 day of Dec, 2020, before me, the undersigned, a Notary Public in and for said County and Commonwealth aforesaid, came Joseph R. Mullins, to me known to be the person and officer who executed the foregoing instrument on behalf of **Massachusetts Mills II Limited Partnership**, a Massachusetts limited partnership, and acknowledged that he executed the same as the free act and deed of said limited partnership.

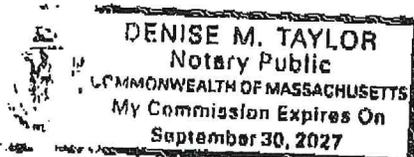
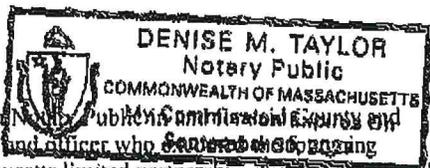
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: \_\_\_\_\_

9/30/2027  
[SEAL]

Denise M. Taylor  
Notary Public

Print Name: DENISE M. TAYLOR



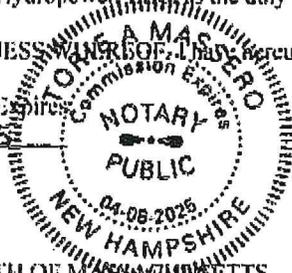
STATE COMMONWEALTH OF New Hampshire )

COUNTY OF Hillsborough ) ss.

On this 6<sup>th</sup> day of January, 2021, before me, the undersigned, a Notary Public in and for said County and State or Commonwealth aforesaid, came Matthew Stanley, to me known to be the person and officer who executed the foregoing instrument on behalf of Boott Hydropower, LLC, and acknowledged that he executed the same as the free act and deed of said Boott Hydropower, LLC, as the duly authorized vice president thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: 4/08/2025  
[SEAL]



Torte Massero  
Notary Public

Print Name: Torte Massero

COMMONWEALTH OF MASSACHUSETTS )  
 ) ss.  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2021, before me, the undersigned, a Notary Public in and for said County and Commonwealth aforesaid, came Joseph R. Mullins, to me known to be the person and officer who executed the foregoing instrument on behalf of Massachusetts Mills I Limited Partnership, a Massachusetts limited partnership, and acknowledged that he executed the same as the free act and deed of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: \_\_\_\_\_  
[SEAL]

\_\_\_\_\_  
Notary Public

Print Name: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS )  
 ) ss.  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2021, before me, the undersigned, a Notary Public in and for said County and Commonwealth aforesaid, came Joseph R. Mullins, to me known to be the person and officer who executed the foregoing instrument on behalf of Massachusetts Mills II Limited Partnership, a Massachusetts limited partnership, and acknowledged that he executed the same as the free act and deed of said limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: \_\_\_\_\_  
[SEAL]

\_\_\_\_\_  
Notary Public

Print Name: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS )  
 ) ss.  
COUNTY OF Norfolk )

On this 21 day of Dec, 2020, before me, the undersigned, a Notary Public in and for said County and Commonwealth aforesaid, came Joseph R. Mullins, to me known to be the person and officer who executed the foregoing instrument on behalf of Massachusetts Mills III Limited Partnership, a Massachusetts limited partnership, and acknowledged that he executed the same as the free act and deed of said limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

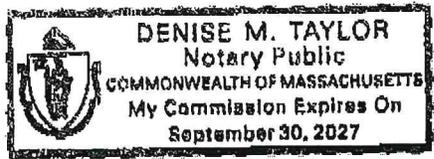
My Commission Expires:

9/30/2027

[SEAL]

Denise M. Taylor  
Notary Public

Print Name: Denise M. Taylor



**EXHIBIT A**

**LEGAL DESCRIPTION**

Those certain easements and rights-of-way as described in that certain Easement Deed and Release dated as of May 20, 1988, recorded in Middlesex North Registry of Deeds in Book 4531, Page 102, and as shown and affecting Lots 1, 1A, 2, 2A, 3, 4, and 5, as shown on that certain Easement Plan titled "Massachusetts Mills Lowell, MASS." Prepared by R.E. Cameron Associates, Inc. dated May 5, 1988, recorded in Middlesex North Registry of Deeds June, 1988, Book of Plans 165, Plan 7.

**EXHIBIT B**

**PENSTOCK ELIMINATION PLAN**

As described and specified in plans and drawings entitled "Central Rivers Power Decommissioning of Penstocks at Units #1 and #12" prepared by the H.L. Turner Group, Inc., Engineer of Record: Paul A. Becht, including Cover Page and Drawings S0. 1, S1.1, S2.1, S3.1 AND S3.2 dated May 6, 2020.

## **EXHIBIT C**

### **Site Access and Work Schedule**

1. Work to be carried out such that it shall:
  - (a) not block or unreasonably impede pedestrian and vehicular access to the site by Mass Mills residents, guests and invitees;
  - (b) minimize, to the extent reasonably practicable, damage and/or disturbance of landscaped areas, paved areas, and other improvements; and
  - (c) minimize, to the extent reasonably practicable, noise, dust and other disturbances to quiet enjoyment by residents.
2. Work shall be carried out only on weekdays and Saturdays between the hours of 7:30 A.M. and 4: P.M. No work on Sundays or on Massachusetts legal holidays.
3. No on-site parking of personal vehicles of workers.
4. Parking of construction vehicles and equipment to be in locations designated by Mass Mills.

# SECTION 5 ATTACHMENTS

MILL NO. 3 / BOILER BLDG (PHASE 2 OF 2)		
MASSACHUSETTS MILLS, LOWELL, MA		
USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES		
OCTOBER 13, 2023		
<u>USES</u>	<u>TOTAL PROJECT COST</u>	<u>CERTIFIED REHAB EXPENDITURES</u>
<b>Acquisition</b>		
Land	2,250,000	-
Building - Shell	500,000	-
Building - Rehabilitation Costs	-	-
Subtotal: Site Acquisition	2,750,000	-
<b>Construction</b>		
Direct Construction - Residential	24,325,396	23,079,550
Commercial	-	-
Construction Contingency	2,707,540	-
Subtotal: Construction Costs	27,032,936	23,079,550
Environmental Costs and Monetized Punch	2,750,000	-
Subtotal: Construction Costs	29,782,936	23,079,550
<b>General Development Costs</b>		
Architecture and Engineering	450,000	450,000
Surveys & Permits	275,000	275,000
Clerk of Works	75,000	75,000
Environmental Engineer	100,000	100,000
Bond Premium	350,000	350,000
Legal - Development	400,000	380,000
Title & Recording	55,400	-
Accounting & Cost Cert.	70,000	-
Marketing & Rent Up & FF&E	110,000	-
Real Estate Taxes During Construction	20,000	20,000
Insurance - Building Insurance	800,000	300,000
Relocation	-	-
Appraisal/Market Study	20,000	20,000
Security During Construction	-	-
Construction Loan Interest - During Construction	2,516,037	2,516,037
Construction Loan Interest - Post Construction	625,572	-
Inspecting Engineer	100,000	100,000
Fee: Permanent Loan Financing Fee	92,000	-
Fee: Construction Loan Financing Fee	442,712	-
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	144,807	-
Other: Consultants	100,000	100,000
Other: M.I.P. First-Year	10,000	-
Other: Other Development Costs	300,000	75,000
Other: Operating Reserve	500,000	-
Other: Utilities and Testing	-	-
Soft Cost Contingency	705,653	-
Subtotal: General Development Costs	8,262,181	4,761,037
<b>Subtotal: Acquisition, Construction &amp; GDC</b>	<b>\$ 40,795,117</b>	<b>\$ 27,840,587</b>
<b>Developer's Proceeds</b>		
Residential Development Overhead & Fee	3,913,262	3,717,599
Commercial	-	-
Subtotal - Developer's Proceeds	3,913,262	3,717,599
<b>TOTAL DEVELOPMENT COSTS</b>	<b>\$ 44,708,379</b>	<b>\$ 31,558,186</b>
<b>Historic Rehabilitation Tax Credit Percentage</b>		<b>20.0%</b>
<b>Amount of Historic Rehabilitation Tax Credit (Qualified)</b>		<b>\$ 6,311,637</b>
<b>Amount of Historic Rehabilitation Tax Credit (Allocated)</b>		<b>\$ 2,507,197</b>

MILL NO. 3 / BOILER BLDG (PHASE 2 OF 2)			
SOURCES & USES OF FUNDS			
OCTOBER 13, 2023			
SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	\$ 4,000,000	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 2,750,000
Federal LIHTC Syndication	\$15,172,751	Direct Construction	\$29,782,936
Federal HRTC Syndication Proceeds	\$ 5,995,456	General Development Costs	\$12,175,442
General Partner Equity			
Developer's Contribution - Overhead/F	\$ 927,598		
Developer's Contribution	\$ 3,821,770		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 2,639,736		
State HRTC Loan	\$ 4,733,255		
Additional State Resources			
Mass. DHCD	\$ 5,500,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	\$ -		
City of Lowell - CPA	\$ 750,000		
City of Lowell - HOME	\$ 250,000		
Brownsfield Tax Credits	\$ 917,813		
<b>TOTAL SOURCES</b>	<b>\$ 44,708,379</b>	<b>TOTAL USES</b>	<b>\$ 44,708,379</b>

MILL NO. 4 / MAIN POWER BLDG MASSACHUSETTS MILLS, LOWELL, MA USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES FEBRUARY 8, 2023		
<u>USES</u>	<u>TOTAL PROJECT COST</u>	<u>CERTIFIED REHAB EXPENDITURES</u>
<b><u>Acquisition</u></b>		
Land	1,000,000	-
Building - Shell	350,000	-
Building - Rehabilitation Costs	-	-
Subtotal: Site Acquisition	1,350,000	-
<b><u>Construction</u></b>		
Direct Construction - Residential	10,629,038	9,866,255
Commercial	-	-
Construction Contingency	1,212,904	-
Subtotal: Construction Costs	11,841,942	9,866,255
Environmental Costs and Monetized Punch	1,500,000	-
Subtotal: Construction Costs	13,341,942	9,866,255
<b><u>General Development Costs</u></b>		
Architecture and Engineering	400,000	400,000
Surveys & Permits	150,000	150,000
Clerk of Works	60,000	60,000
Environmental Engineer	100,000	100,000
Bond Premium	200,000	200,000
Legal - Development	350,000	332,500
Title & Recording	55,400	-
Accounting & Cost Cert.	50,000	-
Marketing & Rent Up & FF&E	54,000	-
Real Estate Taxes During Construction	100,000	100,000
Insurance - Building Insurance	728,177	228,177
Relocation	-	-
Appraisal/Market Study	20,000	20,000
Security During Construction	-	-
Construction Loan Interest - During Construction	1,603,148	1,603,148
Construction Loan Interest - Post Construction	300,208	-
Inspecting Engineer	25,000	25,000
Fee: Permanent Loan Financing Fee	54,050	-
Fee: Construction Loan Financing Fee	212,455	-
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	68,766	-
Other: Consultants	100,000	100,000
Other: M.I.P. First-Year	5,875	-
Other: Other Development Costs	225,000	75,000
Other: Operating Reserve	250,000	-
Other: Utilities and Testing	-	-
Soft Cost Contingency	486,208	-
Subtotal: General Development Costs	5,598,287	3,393,825
<b>Subtotal: Acquisition, Construction &amp; GDC</b>	<b>\$ 20,290,228</b>	<b>\$ 13,260,080</b>
<b><u>Developer's Proceeds</u></b>		
Residential Development Overhead & Fee	1,992,773	1,893,134
Commercial	-	-
Subtotal - Developer's Proceeds	1,992,773	1,893,134
<b>TOTAL DEVELOPMENT COSTS</b>	<b>\$ 22,283,001</b>	<b>\$ 15,153,214</b>
Historic Rehabilitation Tax Credit Percentage		20.0%
Amount of Historic Rehabilitation Tax Credit (Qualified)		\$ 3,030,643
Amount of Historic Rehabilitation Tax Credit (Allocated)		\$ -

**MILL NO. 4 / MAIN POWER BLDG**

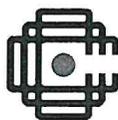
**SOURCES & USES OF FUNDS**

**OCTOBER 13, 2023**

<b>SOURCES OF FUNDS</b>		<b>USES OF FUNDS</b>	
Permanent Mortgage Loan	<u>\$ 2,350,000</u>	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 1,350,000
Federal LIHTC Syndication	\$ 7,175,374	Direct Construction	\$13,341,942
Federal HRTC Syndication Proceeds	<u>\$ 2,878,823</u>	General Development Costs	\$ 7,591,059
General Partner Equity			
Developer's Contribution - Overhead/F	\$ 547,273		
Developer's Contribution	<u>\$ 2,062,906</u>		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 1,295,870		
State HRTC Loan	<u>\$ 2,272,755</u>		
Additional State Resources			
Mass. DHCD	\$ 2,700,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	<u>\$ -</u>		
City of Lowell - CPA	\$ 750,000		
City of Lowell - HOME	\$ 250,000		
Brownsfield Tax Credits	<u>\$ -</u>		
<b>TOTAL SOURCES</b>	<b>\$ 22,283,001</b>	<b>TOTAL USES</b>	<b>\$ 22,283,001</b>

MILL NO. 4 / COMBINED PHASES (BOILER & MAIN POWER)		
MASSACHUSETTS MILLS, LOWELL, MA		
USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES		
FEBRUARY 8, 2023		
<u>USES</u>	<u>TOTAL PROJECT COST</u>	<u>CERTIFIED REHAB EXPENDITURES</u>
<b><u>Acquisition</u></b>		
Land	3,250,000	-
Building - Shell	850,000	-
Building - Rehabilitation Costs	-	-
Subtotal: Site Acquisition	4,100,000	-
<b><u>Construction</u></b>		
Direct Construction - Residential	34,954,434	32,945,805
Commercial	-	-
Construction Contingency	3,920,444	-
Subtotal: Construction Costs	38,874,878	32,945,805
Environmental Costs and Monetized Punch	4,250,000	-
Subtotal: Construction Costs	43,124,878	32,945,805
<b><u>General Development Costs</u></b>		
Architecture and Engineering	850,000	850,000
Surveys & Permits	425,000	425,000
Clerk of Works	135,000	135,000
Environmental Engineer	200,000	200,000
Bond Premium	550,000	550,000
Legal - Development	750,000	712,500
Title & Recording	110,800	-
Accounting & Cost Cert.	120,000	-
Marketing & Rent Up & FF&E	164,000	-
Real Estate Taxes During Construction	120,000	120,000
Insurance - Building Insurance	1,528,177	528,177
Relocation	-	-
Appraisal/Market Study	40,000	40,000
Security During Construction	-	-
Construction Loan Interest - During Construction	4,119,186	4,119,186
Construction Loan Interest - Post Construction	925,779	-
Inspecting Engineer	125,000	125,000
Fee: Permanent Loan Financing Fee	146,050	-
Fee: Construction Loan Financing Fee	655,167	-
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	213,573	-
Other: Consultants	200,000	200,000
Other: M.I.P. First-Year	15,875	-
Other: Other Development Costs	525,000	150,000
Other: Operating Reserve	750,000	-
Other: Utilities and Testing	-	-
Soft Cost Contingency	1,191,861	-
Subtotal: General Development Costs	13,860,467	8,154,863
<b>Subtotal: Acquisition, Construction &amp; GDC</b>	<b>\$ 61,085,345</b>	<b>\$ 41,100,668</b>
<b><u>Developer's Proceeds</u></b>		
Residential Development Overhead & Fee	5,906,035	5,610,733
Commercial	-	-
Subtotal - Developer's Proceeds	5,906,035	5,610,733
<b>TOTAL DEVELOPMENT COSTS</b>	<b>\$ 66,991,380</b>	<b>\$ 46,711,400</b>
<b>Historic Rehabilitation Tax Credit Percentage</b>		<b>20.0%</b>
<b>Amount of Historic Rehabilitation Tax Credit (Qualified)</b>		<b>\$ 9,342,280</b>
<b>Amount of Historic Rehabilitation Tax Credit (Allocated)</b>		<b>\$ 2,507,197</b>

MILL NO. 4 / COMBINED PHASES (BOILER & MAIN POWER)			
SOURCES & USES OF FUNDS			
OCTOBER 13, 2023			
SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	\$ 6,350,000	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 4,100,000
Federal LIHTC Syndication	\$22,348,125	Direct Construction	\$43,124,878
Federal HRTC Syndication Proceeds	\$ 8,874,279	General Development Costs	\$19,766,502
General Partner Equity			
Developer's Contribution - Overhead/F	\$ 1,474,871		
Developer's Contribution	\$ 5,884,676		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 3,935,606		
State HRTC Loan	\$ 7,006,010		
Additional State Resources			
Mass. DHCD	\$ 8,200,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	\$ -		
City of Lowell - CPA	\$ 1,500,000		
City of Lowell - HOME	\$ 500,000		
Brownsfield Tax Credits	\$ 917,813		
<b>TOTAL SOURCES</b>	<b>\$ 66,991,380</b>	<b>TOTAL USES</b>	<b>\$ 66,991,380</b>



# THE CONGRESS COMPANIES

---

BOSTON

NEW YORK

Conceptual Estimate Proposal for:

## Boiler House

Lowell, MA

Revised March 14, 2023

---

168 Centre Street, Suite 200, Danvers, MA 01923 (978) 535.6700

• General Contractors • Construction Managers • Property Managers • Development Services •

Project: Boiler House  
 Location: 150 Mass Mills, Lowell Ma  
 Estimate Level: Conceptual Estimate  
 Date: 3/14/2023

**Conceptual Estimate Summary**

CSI	Description	Est.	Control Estimate	Estimate	\$ / GBA	\$ / Unit	Delta
			10/17/22	Total 3/14/23	80,014 sf	55 Units	
01 00 00	General Requirements		\$ 1,388,148	\$ 1,390,404	\$ 17.38 /sf	\$ 25,280 /unit	\$ 2,256
02 41 00	Demolition		\$ 272,646	\$ 375,014	\$ 4.69 /sf	\$ 6,818 /unit	\$ 102,368
03 30 00	Cast-In-Place Concrete		\$ 1,510,741	\$ 300,299	\$ 3.75 /sf	\$ 5,460 /unit	\$ (1,210,442)
03 54 16	Underlayments		\$ 159,000	\$ 151,198	\$ 1.89 /sf	\$ 2,749 /unit	\$ (7,802)
04 22 00	Exterior Masonry		\$ 1,163,502	\$ 1,061,861	\$ 13.27 /sf	\$ 19,307 /unit	\$ (101,641)
04 22 00	Interior Masonry		\$ 82,350	\$ 81,294	\$ 1.02 /sf	\$ 1,478 /unit	\$ (1,056)
05 12 00	Structural Steel Framing		\$ 351,900	\$ 492,225	\$ 6.15 /sf	\$ 8,950 /unit	\$ 140,325
05 40 00	Cold Formed Metal Framing		\$ 3,162,000	\$ -	\$ - /sf	\$ - /unit	\$ (3,162,000)
05 50 00	Metal Fabrications		\$ 235,972	\$ 65,181	\$ 0.81 /sf	\$ 1,185 /unit	\$ (170,792)
06 10 00	Rough Carpentry		Excluded	\$ 2,024,181	\$ 25.30 /sf	\$ 36,803 /unit	\$ 2,024,181
06 40 23	Interior Finish Carpentry		\$ 364,650	\$ 361,590	\$ 4.52 /sf	\$ 6,574 /unit	\$ (3,060)
07 11 18	Membrane Waterproofing		\$ 303,950	\$ 61,387	\$ 0.77 /sf	\$ 1,116 /unit	\$ (242,563)
07 21 00	Thermal Insulation		\$ 281,250	\$ 300,053	\$ 3.75 /sf	\$ 5,456	\$ 18,803
07 46 46	Siding		Excluded	Excluded			
07 53 23	EPDM Roofing		\$ 223,912	\$ 397,102	\$ 4.96 /sf	\$ 7,220 /unit	\$ 173,189
07 81 00	Applied Fireproofing		\$ 187,500	\$ 200,035	\$ 2.50 /sf	\$ 3,637 /unit	\$ 12,535
07 84 13	Penetration Firestopping		w/ MEP Trades	w/ MEP Trades			
07 92 00	Joint Sealants		w/ 07 11 18	w/ 07 11 18			
08 11 13	Doors, Frames & Hardware		\$ 362,500	\$ 372,500	\$ 4.66 /sf	\$ 6,773 /unit	\$ 10,000
08 31 13	Access Doors and Frames		w/ Trades	w/ Trades			
08 51 13	Aluminum Windows		\$ 727,341	\$ 1,509,216	\$ 18.86 /sf	\$ 27,440 /unit	\$ 781,875
08 80 00	Glazing		\$ 145,970	\$ 74,250	\$ 0.93 /sf	\$ 1,350 /unit	\$ (71,720)
09 05 65	Preinstallation Testing for Floor Finishes		\$ 5,000	\$ 5,000	\$ 0.06 /sf	\$ 91 /unit	\$ -
09 29 00	Gypsum Board		\$ 1,683,383	\$ 1,338,068	\$ 16.72 /sf	\$ 24,329 /unit	\$ (345,314)
09 30 00	Ceramic Tiling		\$ 115,297	\$ 117,124	\$ 1.46 /sf	\$ 2,130 /unit	\$ 1,826
09 51 00	Acoustical Panel Ceiling		Excluded	Excluded			
09 68 13	Carpeting / Resilient Flooring		\$ 375,751	\$ 336,639	\$ 4.21 /sf	\$ 6,121 /unit	\$ (39,111)
09 91 23	Interior Painting		\$ 281,250	\$ 304,725	\$ 3.81 /sf	\$ 5,540 /unit	\$ 23,475
10 14 00	Interior & Exterior Signage		\$ 33,250	\$ 33,250	\$ 0.42 /sf	\$ 605 /unit	\$ -
10 28 00	Toilet and Bath Accessories		\$ 38,325	\$ 32,375	\$ 0.40 /sf	\$ 589 /unit	\$ (5,950)
10 44 13	Fire Protection Specialties		\$ 7,225	\$ 7,225	\$ 0.09 /sf	\$ 131 /unit	\$ -
10 55 00	Postal Specialties		\$ 18,500	\$ 18,500	\$ 0.23 /sf	\$ 336 /unit	\$ -
11 30 13	Residential Appliances		\$ 302,500	\$ 302,500	\$ 3.78 /sf	\$ 5,500 /unit	\$ -
11 82 26	Facility Waste Compactor		\$ -	\$ 30,000	\$ 0.37 /sf	\$ 545 /unit	\$ 30,000
12 21 13	Horizontal Louver Blinds		\$ 46,750	\$ 46,750	\$ 0.58 /sf	\$ 850 /unit	
12 32 13	Residential Wood Casework		\$ 231,000	\$ 231,000	\$ 2.89 /sf	\$ 4,200 /unit	\$ -
12 36 40	Countertops		\$ 67,950	\$ 75,930	\$ 0.95 /sf	\$ 1,381 /unit	\$ 7,980
14 24 00	Passenger Elevator		\$ 240,210	\$ 244,290	\$ 3.05 /sf	\$ 4,442 /unit	\$ 4,080
14 91 82	Trash Chute		\$ -	\$ 26,000	\$ 0.32 /sf	\$ 473 /unit	\$ 26,000
21 00 00	Fire Protection		\$ 286,875	\$ 365,395	\$ 4.57 /sf	\$ 6,644 /unit	\$ 78,520
22 00 00	Plumbing		\$ 1,450,950	\$ 1,535,100	\$ 19.19 /sf	\$ 27,911 /unit	\$ 84,150
23 00 00	HVAC		\$ 2,027,250	\$ 1,754,707	\$ 21.93 /sf	\$ 31,904 /unit	\$ (272,543)
26 00 00	Electrical		\$ 2,223,600	\$ 1,724,412	\$ 21.55 /sf	\$ 31,353 /unit	\$ (499,188)
31 00 00	Sitework		Excluded	Excluded			
32 90 00	Landscape, Hardscape and Fencing		Excluded	Excluded			

Project: Boiler House  
 Location: 150 Mass Mills, Lowell Ma  
 Estimate Level: Conceptual Estimate  
 Date: 3/14/2023

**Conceptual Estimate Summary**

CSI	Description	Est.	Control Estimate 10/17/22	Estimate Total 3/14/23	\$ / GBA 80,014 sf	\$ / Unit 55 Units	Delta
	<b>Subtotal trades</b>		\$ 20,358,399	\$ 17,746,781	\$ 221.80 /sf	\$ 322,669 /unit	\$ (2,611,618)
	General Conditions		\$ 1,679,117	\$ 1,679,117	\$ 20.99 /sf	\$ 30,529 /unit	\$ -
	Climate Control		\$ 187,500	\$ 200,035	\$ 2.50 /sf	\$ 3,637 /unit	\$ 12,535
In situ	Exterior Wall Mockup		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Commissioning - Ext. Wall & MEP - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Builders Risk - NIC		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Testing & Inspection - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Fees - Sewer & Water - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Permit Expediting - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Building Permit - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
	Sub Permits - By Trades		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Inspection Fees - By Owner		\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Design Fee	0.0%	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Contingency for DD - By Owner	10.0%	\$ 2,222,502	\$ -	\$ - /sf	\$ - /unit	\$ (2,222,502)
	Contingency for CM	3.5%	\$ 777,876	\$ 686,908	\$ 8.58 /sf	\$ 12,489 /unit	\$ (90,968)
	<b>Subtotal</b>		\$ 25,225,393	\$ 20,312,840	\$ 253.87 /sf	\$ 369,324 /unit	\$ (4,912,552)
	CM Fee	4.50%	\$ 1,135,143	\$ 914,078	\$ 11.42 /sf	\$ 16,620 /unit	\$ (221,065)
	<b>Subtotal Construction Cost</b>		\$ 26,360,535	\$ 21,226,918	\$ 265.29 /sf	\$ 385,944 /unit	\$ (5,133,617)
	GLPD / Umbrella Insurance	1.3%	\$ 342,687	\$ 275,950	\$ 3.45 /sf	\$ 5,017 /unit	\$ (66,737)
Excluded	Project Contingency - By Owner	0.0%	\$ -	\$ -	\$ - /sf	\$ - /unit	\$ -
	<b>Total Construction Cost</b>		\$ 26,703,222	\$ 21,502,868	\$ 268.74 /sf	\$ 390,961 /unit	\$ (5,200,354)

Add Alternates

- |  |         |              |
|--|---------|--------------|
| 1. Passive House - Approx 10% Cost Increase        | 15% ADD | \$ 3,225,430 |
| 2. Prevailing Wage (Not Passive House)- Approx 20% | 25% ADD | \$ 5,375,717 |
| 3. Prevailing Wage/Passive Combo                   | ADD     | \$ 6,182,075 |

## Assumptions, Clarifications and Qualifications

### Boiler House – Mass Mills

3/14/2023

#### **01. GENERAL REQUIREMENTS**

##### ***INCLUDED:***

- 01.1 Conceptual Estimate is for budgetary purposes only to establish a probable construction cost
- 01.2 Conceptual Estimate is based upon the following:
  - Boiler 2005 from Picker Set Drawings dated 12/16/2004 and update floor plans dated 01/23/2023
  - Mass Mills Picker Specifications dated December 2014
  - Veitas and Veitas structural report dated 11/17/2021 and Zoom meeting on 2/7/2023
  - 55 resident units in Boiler House, approximately 80,014 GSF Total
- 01.3 Construction schedule includes industry standard municipal inspection request response time and inspection durations.
- 01.4 Standard working hours are included. No shift or after hour work has been included unless CM requires such work to maintain the construction schedule
- 01.5 Our proposal is based upon procuring the work on an Open Shop basis. CM is not signatory to any union collective bargaining agreements.
- 01.6 Utilization of Congress' construction management software, Procore through all phases of the Project.
- 01.7 Congress' Standard Insurance Coverages, modified rate included for Condominium.
- 01.8 Subcontractors' Trade Permits.
- 01.9 Progress cleaning, dumpsters and final cleaning of the building.
- 01.10 Pricing is based on current market costs, ***NO ESCALATION IS INCLUDED.***
- 01.11 Climate Control Allowance of \$2.50 per SF has been included.
- 01.12 3.5% Construction Manager Contingency.
- 01.13 All allowances are noted in their specific trades below.

##### ***EXCLUDED:***

- 01.14 Passive House design or requirements.
- 01.15 Design Development Contingency; by Owner.
- 01.16 Builders Risk Insurance (Property Insurance during Construction).
- 01.17 Building permit, which will be provided by the Owner.
- 01.18 Sidewalk/Street taking costs.
- 01.19 Proprietary or single sourced manufacturer specified items, unless noted otherwise herein.
- 01.20 Zoning, other Municipal Entitlement or entitlement related approvals, expediting or costs.
- 01.21 Design or Consulting Fees.
- 01.22 Testing & Inspection Fees (third party services by Owner).
- 01.23 Permit expediting.
- 01.24 Tariff costs of any kind, unless in place at time of contract award.
- 01.25 COVID-19 costs or schedule impacts due to health and safety guidelines imposed by town, state or federal government, other than those in effect on the date of this proposal.
- 01.26 Power, Gas, Water & Sewer fees, designs, layouts, any Utility Back Charges or Work of any kind; The delivery and providing of operative utility services (power, gas, water, sewer) to the project site.
- 01.27 Schedule impacts of unusual delay in deliveries or the supply chain, or other causes beyond the Contractor's control.
- 01.28 Site Security Costs.
- 01.29 Police Details, except where work is required in the street for connections.
- 01.30 Geotechnical testing and monitoring.
- 01.31 Material Testing.
- 01.32 Commissioning Services (CM will coordinate).
- 01.33 Furnishings, Fixtures & equipment.
- 01.34 Professional Photographs; Congress electronic progress photographs only.

**02. DEMOLITION**

***INCLUDED:***

- 02.1 Demolition of angled part of Coal bin at 4<sup>th</sup> floor and coal bin roof structure.
- 02.2 Demolition of existing 1<sup>st</sup> floor slab.
- 02.3 Allowance of \$85,146 for general cutting/patching and misc. materials.
- 02.4 Allowance of \$25,000 for the removal of all vegetation on/in building.

***EXCLUDED:***

- 02.5 Demolition or debris removal unless noted above; all other Demo Work by Owner.
- 02.6 Vegetation removal.
- 02.7 Hazardous or regulated materials handling, abatement or removals of any kind.
- 02.8 Testing, removals, remediation, handling, or disposal of hazardous or regulated materials of any kind.
- 02.9 Franchise utility company removals or relocations.
- 02.10 Delivery of utilities to the Site.

**03. CONCRETE**

***INCLUDED:***

- 03.1 New concrete slab at 1<sup>st</sup> floor and roof.
- 03.2 Allowance of \$50,000 for exploratory work/repair at existing foundation.
- 03.3 Gypsum underlayment at all wood framed floors. Gypsum at 5<sup>th</sup> floor loft areas are not included as we assumed carpet.
- 03.4 Existing slab on grade assumed to be able to support the new beams/columns at first floor.

***EXCLUDED:***

- 03.5 No work/repair at existing foundation walls/slab on grade.
- 03.6 Shoring of existing slab.
- 03.7 High strength concrete
- 03.8 Concrete testing. CM will coordinate with Testing Agency, to be provided by Owner.
- 03.9 Mat slab at elevator pit.

**04. MASONRY**

***INCLUDED:***

- 04.1. Allowance of \$1,198,819 for exterior masonry repair/modifications:
  - a. Rebuilding of 4' H parapet wall
  - b. Rebuilding of 10% of the building façade
  - c. Repointing of 35% of the building façade.
  - d. Restoration wash of entire building façade.
- 04.2. CMU elevator shaft.
- 04.3. CMU walls at trash compactor room.

***EXCLUDED:***

- 04.4. CMU stairs shafts.
- 04.5. Interior brick column repair or replacement.

**05. METALS**

***INCLUDED:***

- 05.1. Allowance of \$102,500 for steel modification and miscellaneous repair.
- 05.2. Allowance of \$240,448 for new steel beam infill and columns at 1<sup>st</sup> floor for support of the new metal deck, concrete slab. Assumes W18x22 with HSS6x6x1/4 columns.
- 05.3. New metal deck at 1<sup>st</sup> floor slab.
- 05.4. New metal deck at roof.

***EXCLUDED:***

- 05.5. Cold formed metal framing.
- 05.6. Metal pan stairs and railings.
- 05.7. Testing, CM will coordinate with Owner provided Testing Agency.

**06. WOOD, PLASTICS & COMPOSITES**

***INCLUDED:***

- 06.1. Fire treated wood framing at levels 1 through roof.
- 06.2. Allowance of \$72,334 for an attachment system of floor framing to exterior wall; pending final design.
- 06.3. Wood lumber pricing is based on current lumber prices to the trades, as of the date of this proposal
- 06.4. Roofing system shall be new metal deck, insulation, protection board and EPDM.
- 06.5. Wire shelving at unit closets.

***EXCLUDED:***

- 06.6. Wood base, chair rails or crown moldings.
- 06.7. AWI & FSC certification

**07. THERMAL & MOISTURE PROTECTION**

***INCLUDED:***

- 07.1. EPDM roof.
- 07.2. Fiberglass batt insulation.
- 07.3. Elevator pit waterproofing.
- 07.4. Applied fireproofing at existing steel.
- 07.5. Terracotta cap at the parapet.

***EXCLUDED:***

- 07.6. Waterproofing/Dampproofing of existing foundation.
- 07.7. AVB at new slab.
- 07.8. Gutters and downspouts or scuppers

**08. WINDOW & DOOR OPENINGS**

***INCLUDED:***

- 08.1. Typical Interior Door Package with FJP slit jamb HC prehung doors at interior units, applied 1x4 flat trim
- 08.2. Allowance of \$150/sf for Aluminum windows.

***EXCLUDED:***

- 08.3. Aluminum Storefronts
- 08.4. Automatic door operators
- 08.5. Window extension jambs
- 08.6. Specialty or electronic hardware of any kind, or keyless entry into units or buildings
- 08.7. Glass shower doors.

**09. FINISHES**

***INCLUDED:***

- 09.1 Level 4 drywall throughout.
- 09.2 Ceramic tile at unit bathroom floors only.
- 09.3 Sheet vinyl at unit kitchens.
- 09.4 Carpet at all unit areas, excluding bathrooms.
- 09.5 Carpet at common area corridors.
- 09.6 VCT or similar at all back of house areas.
- 09.7 Sealed concrete at mechanical, data and electrical closets.

***EXCLUDED:***

- 09.8 Moisture mitigation product at concrete slab.
- 09.9 GWB soffits over kitchen cabinets.
- 09.10 Wallcovering.
- 09.11 Exterior Painting.

**10. SPECIALTIES**

***INCLUDED:***

- 10.1 Interior signage and (1) exterior building sign.
- 10.2 Typical toilet/bath accessories by Bobrick or similar
- 10.3 Typical “central” Postal specialties by Salisbury or similar.

**11. EQUIPMENT**

***INCLUDED:***

- 11.1. Allowance of \$5,500/per unit for typical residential grade appliances by General Electric or similar; totaling \$302,500.
- 11.2. Allowance of \$30,000 for a facility waste compactor.

**12. FURNISHINGS**

***INCLUDED:***

- 12.1. 1” mini blinds at resident unit windows.
- 12.2. Allowance of \$4,200 / unit for Kitchen and bathroom vanity cabinetry material – particle board/thermafoil; totaling \$231,000.
- 12.3. Allowance of \$30/ SF for plastic laminate countertops at kitchens and baths by Wilsonart or similar.

***EXCLUDED:***

- 12.4. F, F & E
- 12.5. Site furnishings, i.e., patio seating, etc.

**14. CONVEYING SYSTEMS**

***INCLUDED:***

- 14.2 Electric traction elevator.
- 14.3 Trash chute at each floor.

**15. FIRE PROTECTION**

***INCLUDED:***

- 15.1 CPVC Piping at livable areas.

***EXCLUDED:***

- 15.2 Ansul fire suppression system.
- 15.3 Fire Pumps, transfer switches or other related accessories.
- 15.4 Hydrant flow test fee.

**15. PLUMBING**

***INCLUDED:***

- 15.5 Typical residential plumbing fixtures.
- 15.6 PVC waste and vents.
- 15.7 CPVC water pipes.

***EXCLUDED:***

- 15.8 Water booster or pressure reducing valve.
- 15.9 Radon mitigation system.
- 26.1 Providing, designing, and delivery of Gas Meters, and Water and Sewer Meter(s), and appurtenances, all underground gas piping from the street to the “street side” of the meter; and regulator assemblies, which shall be provided by the Utility Company under separate agreement with the Owner.

**15. HVAC**

***INCLUDED:***

- 15.10 Typical HVAC package.

**16. ELECTRICAL**

***INCLUDED:***

- 16.1 Primary conductor installation by utility company.
- 16.2 MC cabling.
- 16.3 One (1) switch gear and (1) service assumed for both Boiler and Main Power.
- 16.4 Allowance of \$40,000 for the Bi-Directional Amplifier System.

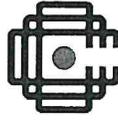
***EXCLUDED:***

- 16.5 3<sup>rd</sup> party testing.
- 16.6 Lightning protection.
- 16.7 Misc. technology equipment, computers, printers, etc.
- 16.8 Telecom, CCTV, security, equipment devices and wiring.
- 16.9 AV Equipment.
- 16.10 Emergency Generator.
- 26.2 Coordination only of primary services, which shall be provided by the Utility Company under separate agreement with the Owner.
- 26.3 Providing, designing, and delivery of primary electrical services, conductors, or transformer(s); which shall be provided by the Utility Company under separate agreement with the Owner.
- 26.4 Providing Transformer Vault(s), which shall be provided by utility company.
- 26.5 Providing handhole enclosure(s), which shall be provided by utility company.
- 26.6 Telephone lines for elevators, fire alarms, or any other security monitoring, or as otherwise required by any AHJ.
- 26.7 Electrical Power Monitoring.

**31. SITWORK, LANDSCAPE & FENCING**

***EXCLUDED:***

- 31.1 Sitework, landscape, hardscapes and fencing in their entirety.
- 31.2 Unusual site conditions and obstruction removal.
- 31.3 Remediation and disposal of contaminated or regulated soils. All soils and other existing conditions have been assumed to be non-contaminated.
- 31.4 Testing, removals or remediation of hazardous materials.
- 31.5 Well pointing/Dewatering.
- 31.6 Utility connection fees.
- 31.7 Transformer Vault.
- 31.8 SWPP agreements, fees, inspections or permit; installation and maintenance only shall be provided by CM.
- 31.1 Earth support/underpinning for existing/surrounding foundations.
- 31.2 Preconstruction survey of existing buildings.
- 31.3 Vibration monitoring equipment or testing services.



# THE CONGRESS COMPANIES

---

BOSTON

NEW YORK

Conceptual Estimate Proposal for:

## Main Power

Lowell, MA

Revised March 14, 2023

---

168 Centre Street, Suite 200, Danvers, MA 01923 (978) 535.6700

• General Contractors • Construction Managers • Property Managers • Development Services •

---

Project: Main Power  
 Location: 150 Mass Mills, Lowell Ma  
 Estimate Level: Conceptual Estimate  
 Date: 3/14/2023

**Conceptual Estimate Summary**

CSI	Description	Control Estimate 10/17/22	EstimateTotal	\$ / GBA	\$ / Unit	Delta
			3/14/2023	35,727 sf	27 Units	
01 00 00	General Requirements	\$ 277,793	\$ 277,629	\$ 7.77 /sf	\$ 10,283 /unit	\$ (164)
02 41 00	Demolition	\$ 135,083	\$ 203,884	\$ 5.71 /sf	\$ 7,551 /unit	\$ 68,802
03 30 00	Cast-In-Place Concrete	\$ 200,269	\$ 196,629	\$ 5.50 /sf	\$ 7,283 /unit	\$ (3,639)
03 54 16	Underlayments	\$ 63,764	\$ 62,649	\$ 1.75 /sf	\$ 2,320 /unit	\$ (1,116)
04 22 00	Exterior Masonry	\$ 904,638	\$ 860,063	\$ 24.07 /sf	\$ 31,854 /unit	\$ (44,575)
04 22 00	Interior Masonry	\$ 77,724	\$ 44,452	\$ 1.24 /sf	\$ 1,646 /unit	\$ (33,272)
05 12 00	Structural Steel Framing	\$ 202,403	\$ 393,236	\$ 11.01 /sf	\$ 14,564 /unit	\$ 190,833
05 40 00	Cold Formed Metal Framing	Excluded	Excluded			
05 50 00	Metal Fabrications	\$ 167,721	\$ 32,858	\$ 0.92 /sf	\$ 1,217 /unit	\$ (134,863)
06 10 00	Rough Carpentry	\$ 842,766	\$ 784,990	\$ 21.97 /sf	\$ 29,074 /unit	\$ (57,777)
06 40 23	Interior Finish Carpentry	\$ 170,748	\$ 151,470	\$ 4.24 /sf	\$ 5,610 /unit	\$ (19,278)
07 11 18	Membrane Waterproofing	\$ 227,110	\$ 24,407	\$ 0.68 /sf	\$ 904 /unit	\$ (202,703)
07 21 00	Thermal Insulation	\$ 135,349	\$ 133,976	\$ 3.75 /sf	\$ 4,962	\$ (1,373)
07 46 46	Siding	\$ 5,049	\$ 5,049	\$ 0.14 /sf	\$ 187 /unit	\$ -
07 53 23	EPDM Roofing	\$ 9,945	\$ 279,302	\$ 7.82 /sf	\$ 10,345 /unit	\$ 269,357
07 81 00	Applied Fireproofing	\$ 93,833	\$ 92,918	\$ 2.60 /sf	\$ 3,441 /unit	\$ (915)
07 84 13	Penetration Firestopping	w/ MEP Trades	w/ MEP Trades			
07 92 00	Joint Sealants	w/ 07 11 18	w/ 07 11 18			
08 11 13	Doors, Frames & Hardware	\$ 161,800	\$ 179,700	\$ 5.03 /sf	\$ 6,656 /unit	\$ 17,900
08 31 13	Access Doors and Frames	w/ Trades	w/ Trades			
08 51 13	Aluminum Windows	\$ 243,627	\$ 528,232	\$ 14.79 /sf	\$ 19,564 /unit	\$ 284,605
08 80 00	Glazing	\$ 46,980	\$ 28,400	\$ 0.79 /sf	\$ 1,052 /unit	\$ (18,580)
09 05 65	Preinstallation Testing for Floor Finishes	\$ 3,500	\$ 3,500	\$ 0.10 /sf	\$ 130 /unit	\$ -
09 29 00	Gypsum Board	\$ 804,176	\$ 650,851	\$ 18.22 /sf	\$ 24,106 /unit	\$ (153,326)
09 30 00	Ceramic Tiling	\$ 61,491	\$ 57,113	\$ 1.60 /sf	\$ 2,115 /unit	\$ (4,378)
09 51 00	Acoustical Panel Ceiling	Excluded	Excluded			
09 68 13	Carpeting / Resilient Flooring	\$ 193,041	\$ 165,183	\$ 4.62 /sf	\$ 6,118 /unit	\$ (27,858)
09 91 23	Interior Painting	\$ 137,845	\$ 138,205	\$ 3.87 /sf	\$ 5,119 /unit	\$ 360
10 14 00	Interior & Exterior Signage	\$ 20,650	\$ 20,650	\$ 0.58 /sf	\$ 765 /unit	\$ -
10 28 00	Toilet and Bath Accessories	\$ 19,550	\$ 12,750	\$ 0.36 /sf	\$ 472 /unit	\$ (6,800)
10 44 13	Fire Protection Specialties	\$ 4,565	\$ 4,565	\$ 0.13 /sf	\$ 169 /unit	\$ -
10 55 00	Postal Specialties	\$ 15,000	\$ 15,000	\$ 0.42 /sf	\$ 556 /unit	\$ -
11 23 00	Commercial Laundry Equipment	w/ 11 30 13	\$ 18,300	\$ 0.51 /sf	\$ 678 /unit	\$ 18,300
11 30 13	Residential Appliances	\$ 132,300	\$ 87,488	\$ 2.45 /sf	\$ 3,240 /unit	\$ (44,813)
12 21 13	Horizontal Louver Blinds	\$ 22,950	\$ 22,950	\$ 0.64 /sf	\$ 850 /unit	\$ -
12 32 13	Residential Wood Casework	\$ 113,400	\$ 113,400	\$ 3.17 /sf	\$ 4,200 /unit	\$ -
12 36 40	Countertops	\$ 34,050	\$ 34,890	\$ 0.98 /sf	\$ 1,292 /unit	\$ 840
14 24 00	Passenger Elevator	\$ 152,082	\$ 158,202	\$ 4.43 /sf	\$ 5,859 /unit	\$ 6,120
21 00 00	Fire Protection	\$ 138,056	\$ 177,166	\$ 4.96 /sf	\$ 6,562 /unit	\$ 39,111
22 00 00	Plumbing	\$ 722,670	\$ 681,360	\$ 19.07 /sf	\$ 25,236 /unit	\$ (41,310)
23 00 00	HVAC	\$ 975,594	\$ 856,376	\$ 23.97 /sf	\$ 31,718 /unit	\$ (119,218)
26 00 00	Electrical	\$ 1,072,731	\$ 834,146	\$ 23.35 /sf	\$ 30,894 /unit	\$ (238,585)
31 00 00	Sitework	\$ 200,000	\$ 200,000	\$ 5.60 /sf	\$ 7,407 /unit	\$ -
32 90 00	Landscape, Hardscape and Fencing	\$ 75,000	\$ 75,000	\$ 2.10 /sf	\$ 2,778 /unit	\$ -
	<b>Subtotal trades</b>	<b>\$ 8,865,250</b>	<b>\$ 8,606,936</b>	<b>\$ 240.91 /sf</b>	<b>\$ 318,775 /unit</b>	<b>\$ (258,314)</b>
	General Conditions	\$ 898,954	\$ 898,954	\$ 25.16 /sf	\$ 33,295 /unit	\$ -

Project: Main Power  
 Location: 150 Mass Mills, Lowell Ma  
 Estimate Level: Conceptual Estimate  
 Date: 3/14/2023

**Conceptual Estimate Summary**

CSI	Description	Control Estimate 10/17/22	Estimate Total 3/14/2023	\$ / GBA 35,727 sf	\$ / Unit 27 Units	Delta
Allowance	Climate Control	\$ 63,163	\$ 62,522	\$ 1.75 /sf	\$ 2,316 /unit	\$ (641)
In situ	Exterior Wall Mockup	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Commissioning - Ext. Wall & MEP - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Builders Risk - NIC	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Testing & Inspection - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Fees - Sewer & Water - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Permit Expediting - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Building Permit - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Sub Permits - By Trades	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Inspection Fees - By Owner	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Design Fee 0.0%	\$ -	\$ -	\$ - /sf	\$ - /unit	
Excluded	Contingency for DD - By Owner 0.0%	\$ -	\$ -	\$ - /sf	\$ - /unit	
	Contingency for CM 3.5%	\$ 343,958	\$ 334,894	\$ 9.37 /sf	\$ 12,403 /unit	\$ (9,063)
	<b>Subtotal</b>	<b>\$ 10,171,325</b>	<b>\$ 9,903,306</b>	<b>\$ 277.19 /sf</b>	<b>\$ 366,789 /unit</b>	<b>\$ (268,018)</b>
	CM Fee 4.50%	\$ 457,710	\$ 445,649	\$ 12.47 /sf	\$ 16,506 /unit	\$ (12,061)
	<b>Subtotal Construction Cost</b>	<b>\$ 10,629,034</b>	<b>\$ 10,348,955</b>	<b>\$ 289.67 /sf</b>	<b>\$ 383,295 /unit</b>	<b>\$ (280,079)</b>
	GLPD / Umbrella Insurance 1.3%	\$ 138,177	\$ 134,536	\$ 3.77 /sf	\$ 4,983 /unit	\$ (3,641)
Excluded	Project Contingency - By Owner 0.0%	\$ -	\$ -	\$ - /sf	\$ - /unit	\$ -
	<b>Total Construction Cost</b>	<b>\$ 10,767,212</b>	<b>\$ 10,483,491</b>	<b>\$ 293.43 /sf</b>	<b>\$ 388,277 /unit</b>	<b>\$ (283,720)</b>

Add Alternates

- |   |         |              |
|---|---------|--------------|
| 1. Passive House - Approx 10-15% Cost Increase            | 15% ADD | \$ 1,572,524 |
| 2. Prevailing Wage (Not Passive House)- Approx 20-25% Cos | 25% ADD | \$ 2,620,873 |
| 3. Prevailing Wage/Passive Combo                          | ADD     | \$ 3,014,004 |

## Assumptions, Clarifications and Qualifications

Project: Main Power – Mass Mills

03/14/2023

### **01. GENERAL REQUIREMENTS**

#### ***INCLUDED:***

- 01.1 Conceptual Estimate is for budgetary purposes only to establish a probable construction cost
- 01.2 Conceptual Estimate is based upon the following:
  - Main Power floor plan and elevations drawings dated 01/12/2023
  - Mass Mills Picker Specifications dated December 2014
  - Veitas and Veitas structural report dated 11/17/2021 and Zoom meeting on 2/7/2023
  - 27 resident units in Main Power, approximately 35,727 GSF Total
- 01.3 Construction schedule includes industry standard municipal inspection request response time and inspection durations.
- 01.4 Standard working hours are included. No shift or after hour work has been included unless CM requires such work to maintain the construction schedule
- 01.5 Our proposal is based upon procuring the work on an Open Shop basis. CM is not signatory to any union collective bargaining agreements.
- 01.6 Utilization of Congress' construction management software, Procore through all phases of the Project.
- 01.7 Congress' Standard Insurance Coverages, modified rate included for Condominium.
- 01.8 Subcontractors' Trade Permits.
- 01.9 Progress cleaning, dumpsters and final cleaning of the building.
- 01.10 Pricing is based on current market costs, ***NO ESCALATION IS INCLUDED.***
- 01.11 Climate Control Allowance of \$1.75per SF has been included for weather conditions.
- 01.12 3.5% Construction Manager Contingency.
- 01.13 All allowances are noted in their specific trades below.

#### ***EXCLUDED:***

- 01.14 Passive House design or requirements.
- 01.15 Design Development Contingency; by Owner.
- 01.16 Builders Risk Insurance (Property Insurance during Construction).
- 01.17 Building permit, which will be provided by the Owner.
- 01.18 Sidewalk/Street taking costs.
- 01.19 Proprietary or single sourced manufacturer specified items, unless noted otherwise herein.
- 01.20 Zoning, other Municipal Entitlement or entitlement related approvals, expediting or costs.
- 01.21 Design or Consulting Fees.
- 01.22 Testing & Inspection Fees (third party services by Owner).
- 01.23 Permit expediting.
- 01.24 Tariff costs of any kind, unless in place at time of contract award.
- 01.25 COVID-19 costs or schedule impacts due to health and safety guidelines imposed by town, state or federal government, other than those in effect on the date of this proposal.
- 01.26 Power, Gas, Water & Sewer fees, designs, layouts, any Utility Back Charges or Work of any kind; The delivery and providing of operative utility services (power, gas, water, sewer) to the project site.
- 01.27 Schedule impacts of unusual delay in deliveries or the supply chain, or other causes beyond the Contractor's control.
- 01.28 Site Security Costs.
- 01.29 Police Details, except where work is required in the street for connections.
- 01.30 Geotechnical testing and monitoring.
- 01.31 Material Testing.
- 01.32 Commissioning Services (CM will coordinate).
- 01.33 Furnishings, Fixtures & equipment.
- 01.34 Professional Photographs; Congress electronic progress photographs only.

**02. DEMOLITION**

***INCLUDED:***

- 02.1 Demolition of existing 1<sup>st</sup> floor slab.
- 02.2 Allowance of \$30,000 for the demolition and removal of the existing turbines.
- 02.3 Allowance of \$12,000 for the removal of all vegetation on/in building.

***EXCLUDED:***

- 02.4 Demolition or debris removal unless noted above; all other Demo Work by Owner.
- 02.5 Hazardous or regulated materials handling, abatement or removals of any kind.
- 02.6 Testing, removals, remediation, handling, or disposal of hazardous or regulated materials of any kind.
- 02.7 Franchise utility company removals or relocations.
- 02.8 Delivery of utilities to the Site.

**03. CONCRETE**

***INCLUDED:***

- 03.1 New concrete slab at 1<sup>st</sup> floor and roof.
- 03.2 Allowance of \$40,000 for exploratory work/repair at existing foundation.
- 03.3 Gypsum underlayment at floors 2 and 3.
- 03.4 Existing slab on grade assumed to be able to support the new beams/columns at first floor.

***EXCLUDED:***

- 03.5 No work/repair at existing foundation walls/slab on grade.
- 03.6 Shoring of existing slab.
- 03.7 High strength concrete
- 03.8 Concrete testing. CM will coordinate with Testing Agency, to be provided by Owner.
- 03.9 Mat slab at elevator pit.

**04. MASONRY**

***INCLUDED:***

- 04.1 Allowance of \$831,154 for exterior masonry repair/modifications:
  - a. Rebuilding of 4' H parapet wall
  - b. Rebuilding of 10% of the building façade
  - c. Repointing of 35% of the building façade.
  - d. Restoration wash of entire building façade.
- 04.2 CMU elevator shaft only.

***EXCLUDED:***

- 04.3 CMU stair shafts.
- 04.4 Interior brick column repair or replacement.

**05. METALS**

***INCLUDED:***

- 05.1 Allowance of \$67,500 for steel modification and miscellaneous repair.
- 05.2 Allowance of \$211,906 for new steel beam infill and columns at 1<sup>st</sup> floor for support of the new metal deck, concrete slab. Assumes W18x22 with HSS6x6x1/4 columns.
- 05.3 New metal deck at 1<sup>st</sup> floor slab.
- 05.4 New metal deck at roof.

***EXCLUDED:***

- 05.5 Metal railings and handrails at egress stairs.
- 05.6 Testing, CM will coordinate with Owner provided Testing Agency.
- 05.7 Cold Formed Metal Framing.
- 05.8 Metal Pan Stairs; assumed wood.

**06. WOOD, PLASTICS & COMPOSITES*****INCLUDED:***

- 06.1. Allowance of \$52,586 for an attachment system of floor framing to exterior wall; pending final design.
- 06.2. Wood lumber pricing is based on current lumber prices to the trades, as of the date of this proposal
- 06.3. Wire shelving at unit closets.

***EXCLUDED:***

- 06.4. Wood base, chair rails or crown moldings.
- 06.5. AWI & FSC certification

**07. THERMAL & MOISTURE PROTECTION*****INCLUDED:***

- 07.1. EPDM roof.
- 07.2. Fiberglass batt insulation
- 07.3. Elevator pit waterproofing.
- 07.4. Sheet metal siding at stair enclosure #2 at 3<sup>rd</sup> floor.
- 07.5. Terracotta cap at 50% of the parapet; assumes reusing what is in place currently.
- 07.6. Roofing system shall be new metal deck, insulation, protection board and EPDM.

***EXCLUDED:***

- 07.7. Waterproofing/Dampproofing of existing foundation.
- 07.8. AVB at new slab.
- 07.9. Gutters and downspouts or scuppers

**08. WINDOW & DOOR OPENINGS*****INCLUDED:***

- 08.1. Typical Interior Door Package: FJP slit jamb HC prehung doors at interior units, applied 1x4 flat trim
- 08.2. Allowance of \$150/sf for Aluminum window.

***EXCLUDED:***

- 08.3. Aluminum Storefronts
- 08.4. Automatic door operators
- 08.5. Window extension jambs
- 08.6. Specialty or electronic hardware of any kind, or keyless entry into units or buildings
- 08.7. Glass shower doors.

**09. FINISHES*****INCLUDED:***

- 09.1 Level 4 drywall throughout.
- 09.2 Ceramic tile at unit bathroom floors only.
- 09.3 Sheet vinyl at unit kitchens.
- 09.4 Carpet at all unit areas, excluding bathrooms.
- 09.5 Carpet at common area corridors.
- 09.6 VCT or similar at all back of house areas.
- 09.7 Sealed concrete at mechanical, data and electrical closets

***EXCLUDED:***

- 09.8 Moisture mitigation product at concrete slab.
- 09.9 GWB soffits over kitchen cabinets.
- 09.10 Wallcovering.
- 09.11 Exterior Painting.

**10. SPECIALTIES*****INCLUDED:***

- 10.1 Interior signage and (1) exterior building sign.
- 10.2 Typical toilet/bath accessories by Bobrick or similar

10.3 Typical “central” Postal specialties by Salisbury or similar.

**11. EQUIPMENT**

***INCLUDED:***

11.1. Allowance of \$3,148/per unit for typical residential grade appliances by General Electric or similar.

11.2. Allowance of \$18,300 for commercial laundry equipment by Maytag of Speed Queen at shared laundry rooms.

***EXCLUDED:***

11.3. Trash Compactor

**12. FURNISHINGS**

***INCLUDED:***

12.1. 1” mini blinds at resident unit windows.

12.2. Allowance of \$4,200 / unit for Kitchen and bathroom vanity cabinetry material – particle board/thermafoil; totaling \$113,400.

12.3. Allowance of \$30/ SF for plastic laminate countertops at kitchens and baths by Wilsonart of similar.

***EXCLUDED:***

12.4. F, F & E

12.5. Site furnishings, i.e., patio seating, etc.

**14. CONVEYING SYSTEMS**

***INCLUDED:***

14.2 Electric traction elevator.

***EXCLUDED:***

14.3 Trash Chute.

**15. FIRE PROTECTION**

***INCLUDED:***

15.1 CPVC Piping at livable areas.

***EXCLUDED:***

15.2 Ansul fire suppression system.

15.3 Fire Pumps, transfer switches or other related accessories.

15.4 Hydrant flow test fee.

**15. PLUMBING**

***INCLUDED:***

15.5 Typical residential plumbing fixtures.

15.6 PVC waste and vents.

15.7 CPVC water pipes.

***EXCLUDED:***

15.8 Water booster or pressure reducing valve.

15.9 Radon mitigation system.

26.1 Providing, designing, and delivery of Gas Meters, and Water and Sewer Meter(s), and appurtenances, all underground gas piping from the street to the “street side” of the meter; and regulator assemblies, which shall be provided by the Utility Company under separate agreement with the Owner.

**15. HVAC**

***INCLUDED:***

15.10 Typical HVAC package.

**16. ELECTRICAL**

***INCLUDED:***

16.1 Primary conductor installation by utility company.

16.2 MC cabling.

- 16.3 One (1) switch gear and (1) service assumed for both Boiler and Main Power.
- 16.4 Allowance of \$40,000 for the Bi-Directional Amplifier System.

***EXCLUDED:***

- 16.5 3<sup>rd</sup> party testing.
- 16.6 Lightning protection.
- 16.7 Misc. technology equipment, computers, printers, etc.
- 16.8 Telecom, CCTV, security, equipment devices and wiring.
- 16.9 AV Equipment.
- 16.10 Emergency Generator.
- 16.11
- 26.2 Coordination only of primary services, which shall be provided by the Utility Company under separate agreement with the Owner.
- 26.3 Providing, designing, and delivery of primary electrical services, conductors, or transformer(s); which shall be provided by the Utility Company under separate agreement with the Owner.
- 26.4 Providing Transformer Vault(s), which shall be provided by utility company.
- 26.5 Providing handhole enclosure(s), which shall be provided by utility company.
- 26.6 Telephone lines for elevators, fire alarms, or any other security monitoring, or as otherwise required by any AHJ.
- 26.7 Electrical Power Monitoring.

**31. SITWORK, LANDSCAPE & FENCING**

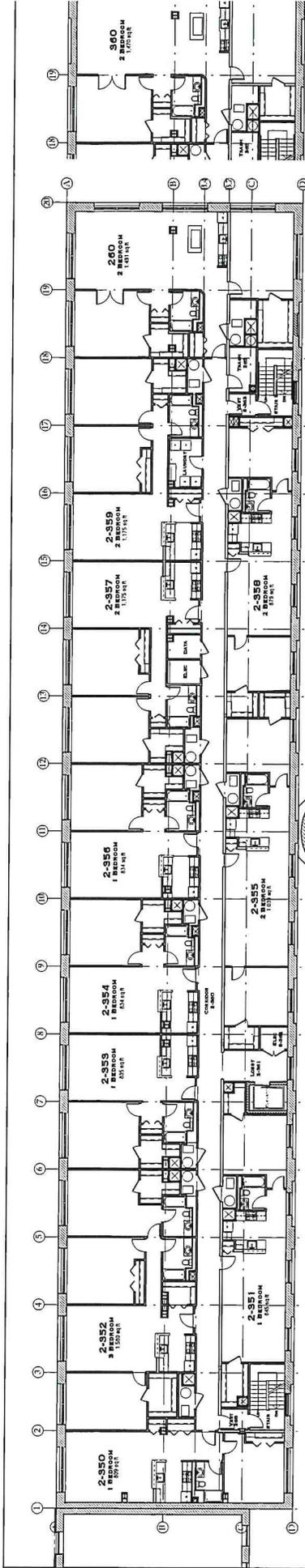
***INCLUDED:***

- 31.1 Allowance of \$200,000 for Sitework.
- 31.2 Allowance of \$75,000 for Landscaping.

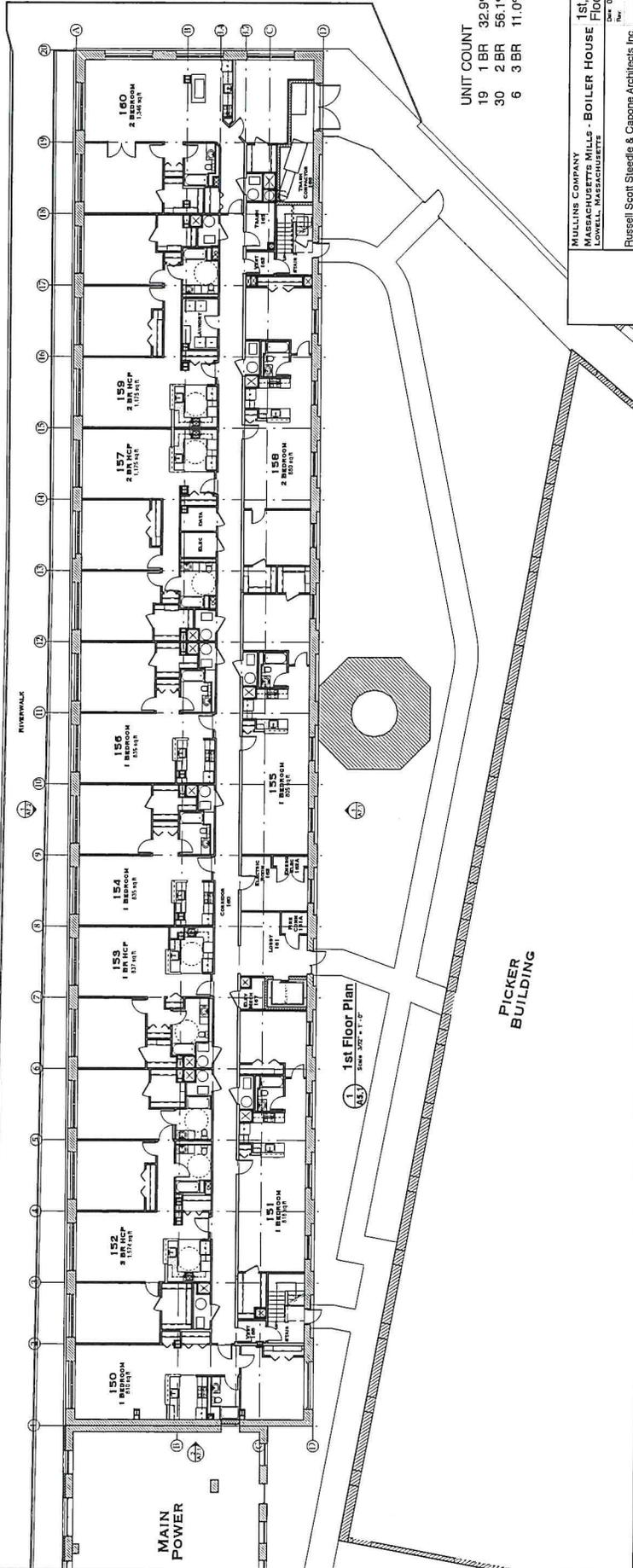
***EXCLUDED:***

- 31.3 Fencing.
- 31.4 Unusual site conditions and obstruction removal.
- 31.5 Remediation and disposal of contaminated or regulated soils. All soils and other existing conditions have been assumed to be non-contaminated.
- 31.6 Testing, removals or remediation of hazardous materials.
- 31.7 Well pointing/Dewatering.
- 31.8 Utility connection fees.
- 31.9 Transformer Vault.
- 31.10 SWPP agreements, fees, inspections or permit; installation/maintenance only by CM.
- 31.1 Earth support/underpinning for existing/surrounding foundations.
- 31.2 Preconstruction survey of existing buildings.
- 31.3 Vibration monitoring equipment or testing services.

SECTION 7 ATTACHMENTS



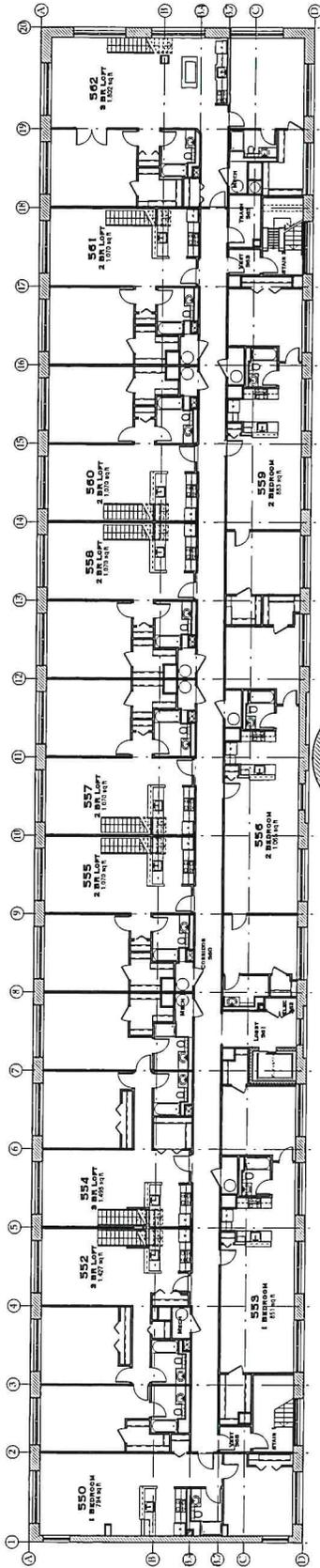
**3** **Partial 3rd Floor Plan**  
Scale: 3/32" = 1'-0"



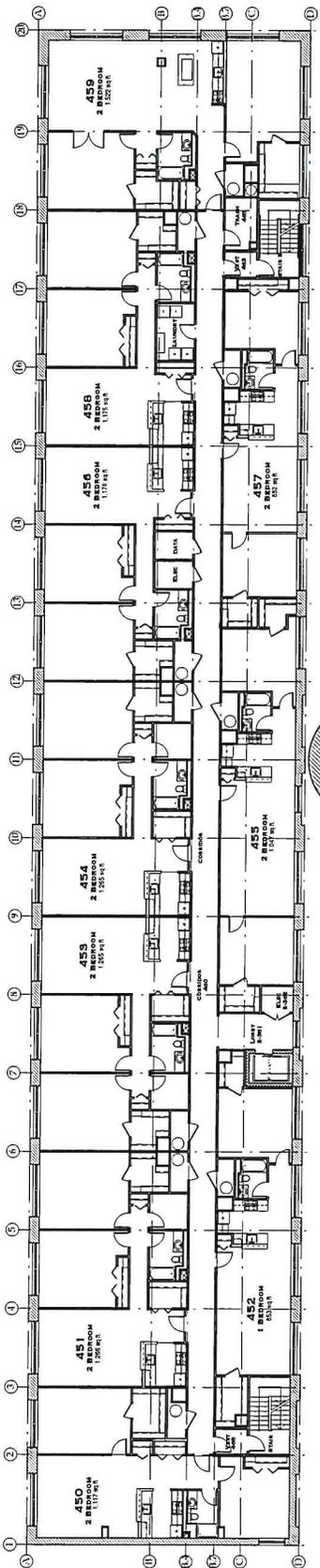
**UNIT COUNT**

19	1 BR	32.9%
30	2 BR	56.1%
6	3 BR	11.0%

08-30-23  
 MILLINS COMPANY  
 MASSACHUSETTS MILLS - BOILER HOUSE  
 FLOOR PLANS  
 LOWELL, MASSACHUSETTS  
 Russell Scott Steedle & Capone Architects Inc.  
 170 Massachusetts Ave., Cambridge MA 02139, Tel: 617/777-1100, Fax: 617/777-1101  
 Date: 08-30-23  
 Rev: A1  
 Scale: 3/32" = 1'-0"



5th Floor Plan



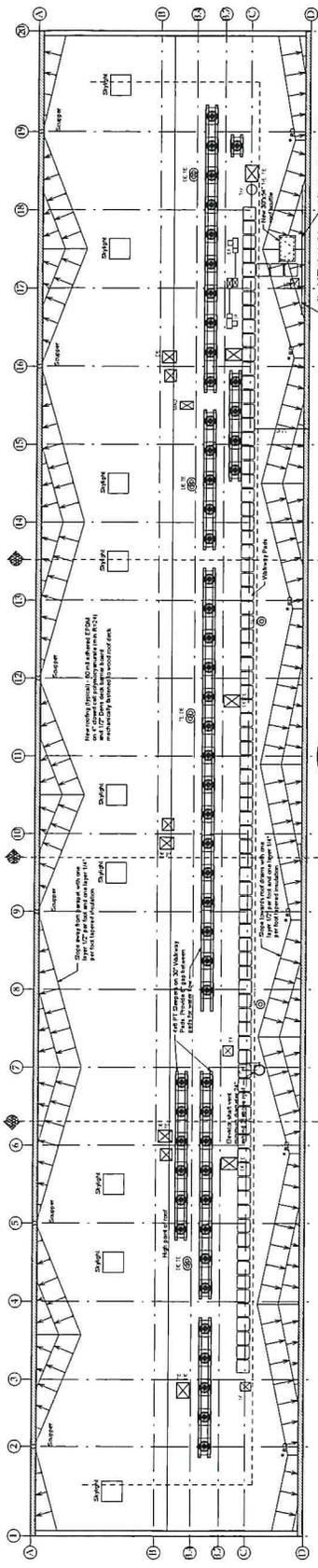
4th Floor Plan

08-30-

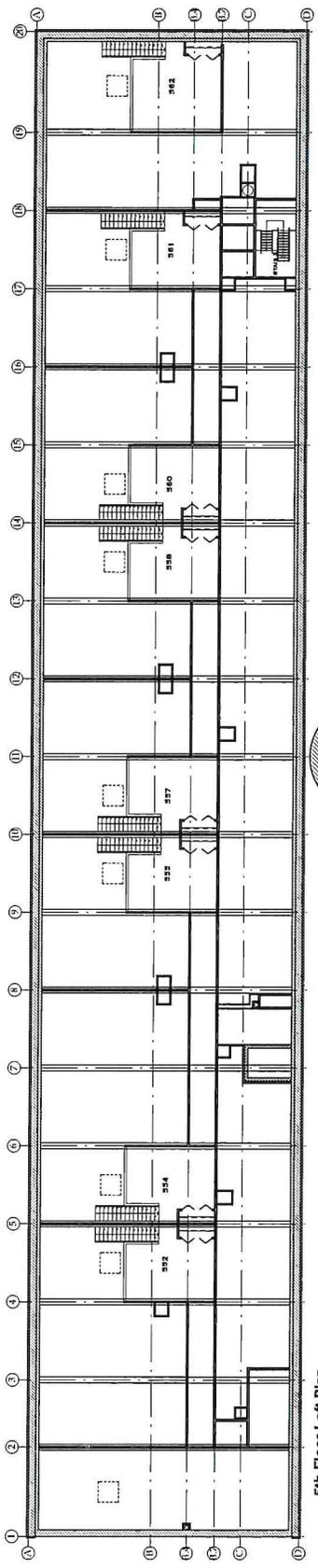
MULLINS COMPANY  
 MASSACHUSETTS MILLS - BOILER HOUSE  
 FLOOR PLANS

Russell Scott Steedle & Company Architects, Inc.  
 755 Massachusetts Avenue, Cambridge MA 02139, Tel: 617/452-1777, Fax: 617/452-1778

Scale: 3/32" = 1'-0"  
 Date: 08-30-23  
 For: A1



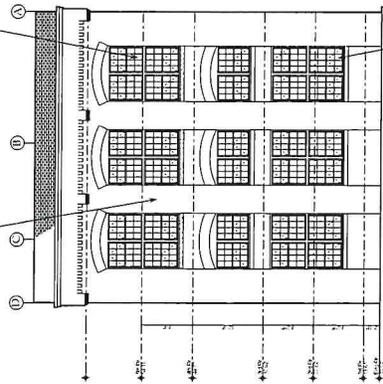
**2**  
**Roof Plan**  
Scale: 3/32" = 1'-0"



**1**  
**5th Floor Loft Plan**  
**(Truss Level)**  
Scale: 3/32" = 1'-0"



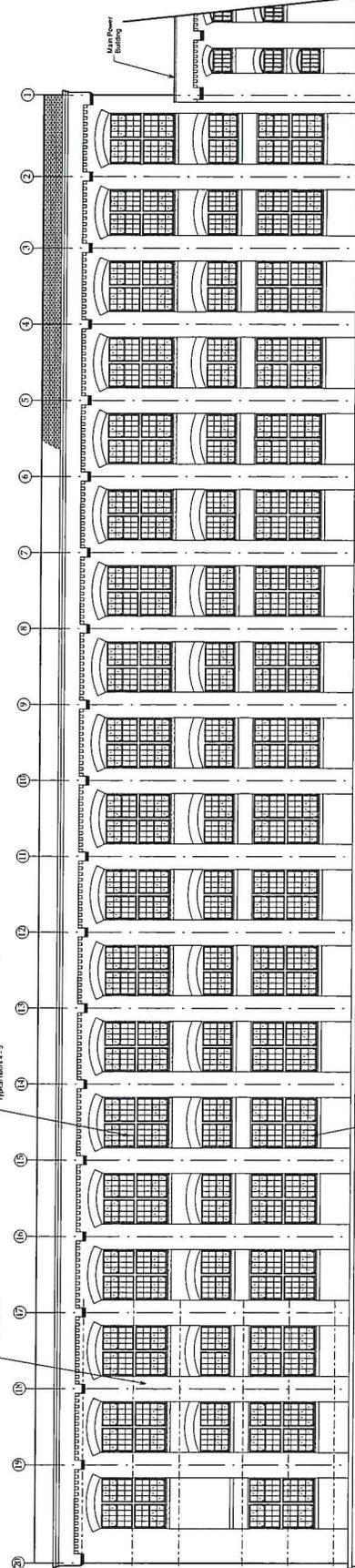
Grids to be repaired & repainted as required



**2**  
East Elevation  
Scale: 3/32" = 1'-0"

New aluminum windows with exterior louvers and insect screens in existing openings Typical floor 1-3

Grids to be repaired & repainted as required



**1**  
North Elevation  
Scale: 3/32" = 1'-0"

New aluminum windows with exterior louvers and insect screens in existing openings Typical floor 1-3

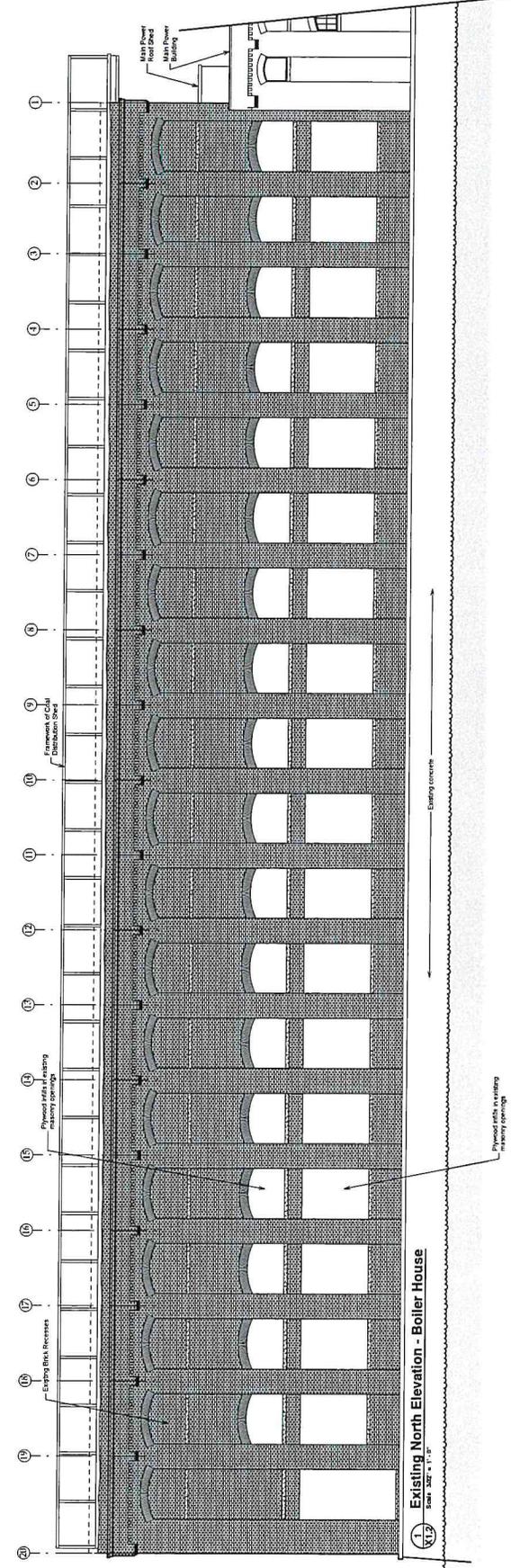
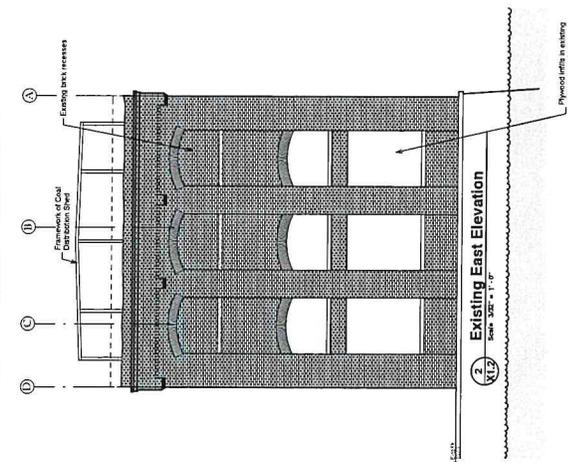
08-30-  
MULLINS COMPANY  
MASSACHUSETTS MILLS - BOILER HOUSE  
ELEVATIONS  
LOWELL, MASSACHUSETTS  
Date: 08-30-23  
Per:  
Russell Scott Steedle & Capone Architects Inc.  
100 Massachusetts Boulevard, Suite 100, Lowell, MA 01851-1775  
Scale: 3/32" = 1'-0"  
A2







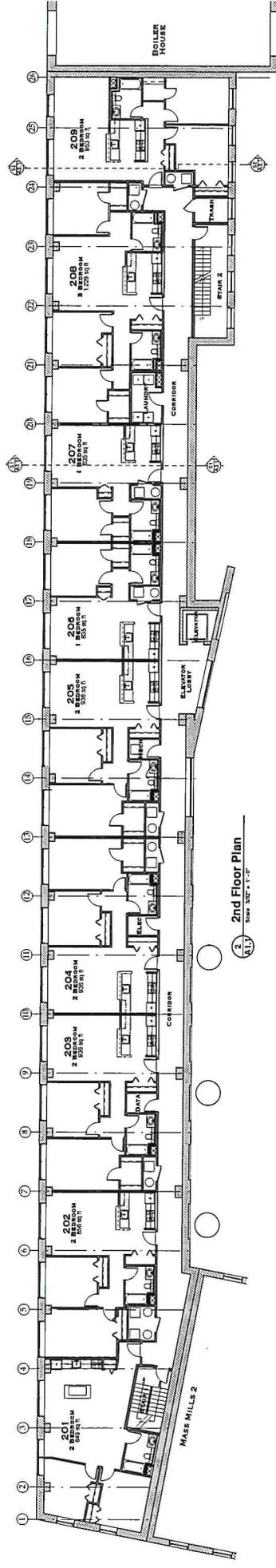




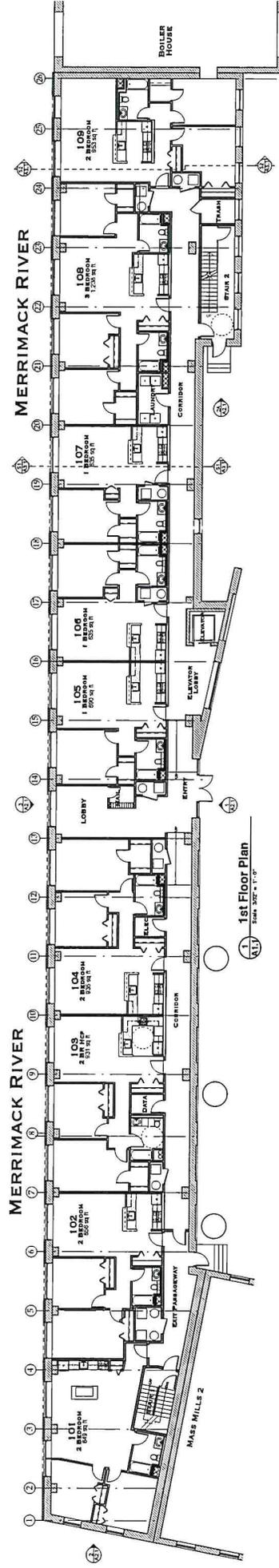
08-30-  
**MULLINS COMPANY**  
 ARCHITECTS  
 100 STATE STREET  
 LOWELL, MASSACHUSETTS

**North & East Existing Elevator**

Scale: 3/8" = 1'-0"  
 Date: 08-30-23  
 Rev: X1  
 Russell Scott Steele & Company Architects Inc.  
 70 Massachusetts Avenue, Suite 202  
 Cambridge, MA 02142

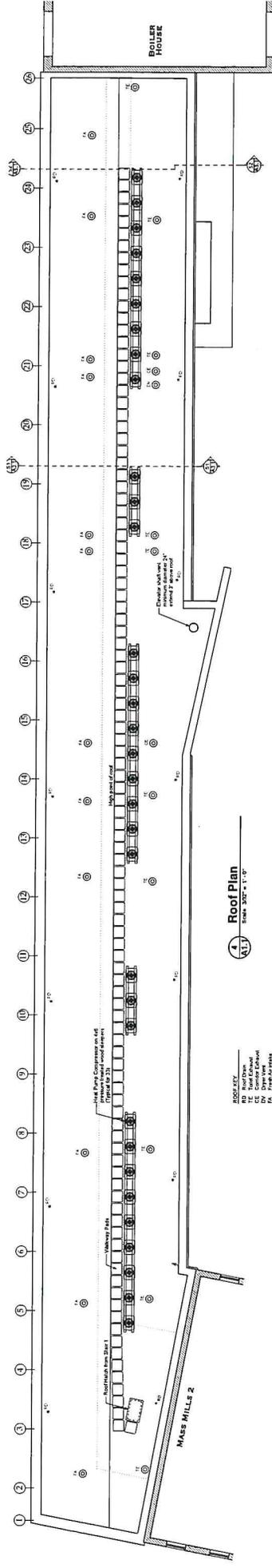


2  
202  
2nd Floor Plan  
Scale: 3/8" = 1'-0"



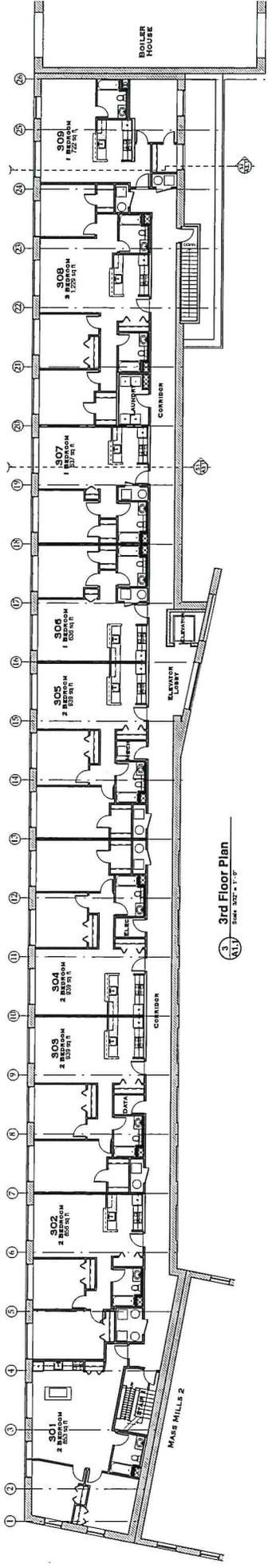
1  
101  
1st Floor Plan  
Scale: 3/8" = 1'-0"

08-30-17  
**MULLINE COMPANY**  
 MASSACHUSETTS MILLS - MAIN POWER  
 FLOOR PLANS  
 LOWELL, MASSACHUSETTS  
 DATE: 08-30-23  
 DRAWN BY: RUSSELL SCOTT STEEDLE  
 CHECKED BY: RUSSELL SCOTT STEEDLE  
 PROJECT NO.: 08-30-17-01  
 SCALE: 3/8" = 1'-0"

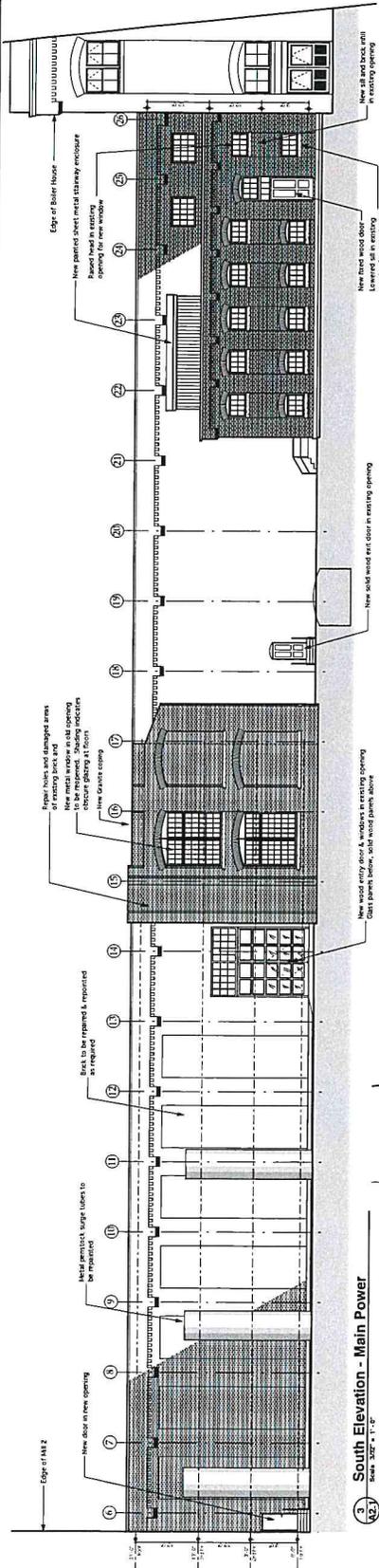


**4** Roof Plan  
Scale: 3/32" = 1'-0"

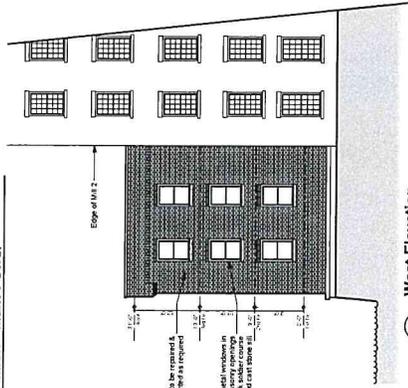
**PROPERTY**  
 TE: Total Exhaust  
 DV: Dry Vent  
 PA: Fresh Air Intake



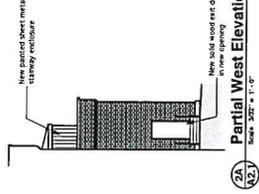
**3** 3rd Floor Plan  
Scale: 3/32" = 1'-0"



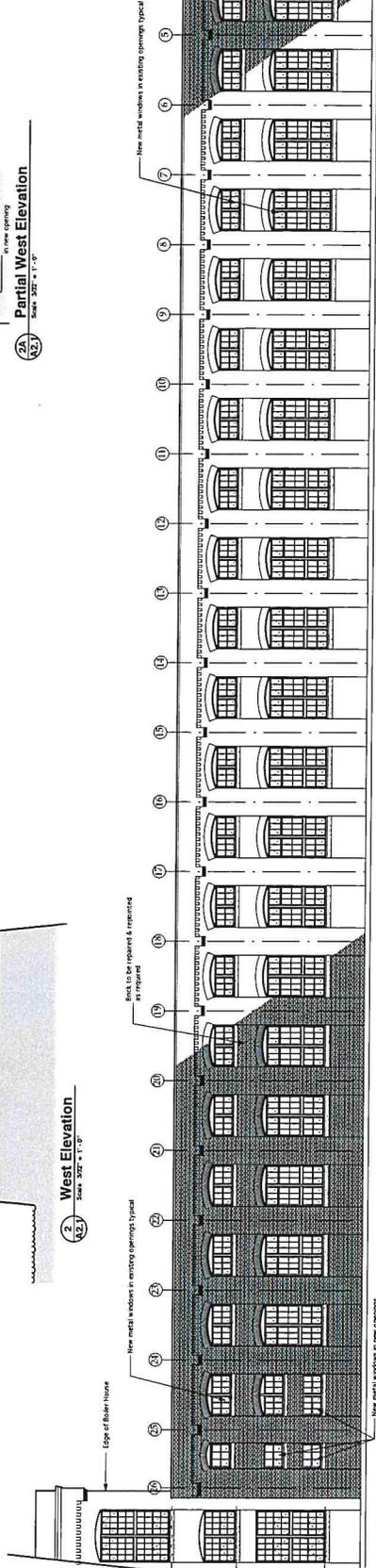
**3** South Elevation - Main Power  
Scale: 3/32" = 1'-0"



**2** West Elevation  
Scale: 3/32" = 1'-0"



**2A** Partial West Elevation  
Scale: 3/32" = 1'-0"



**1** North Elevation - Main Power  
Scale: 3/32" = 1'-0"

08-30-2

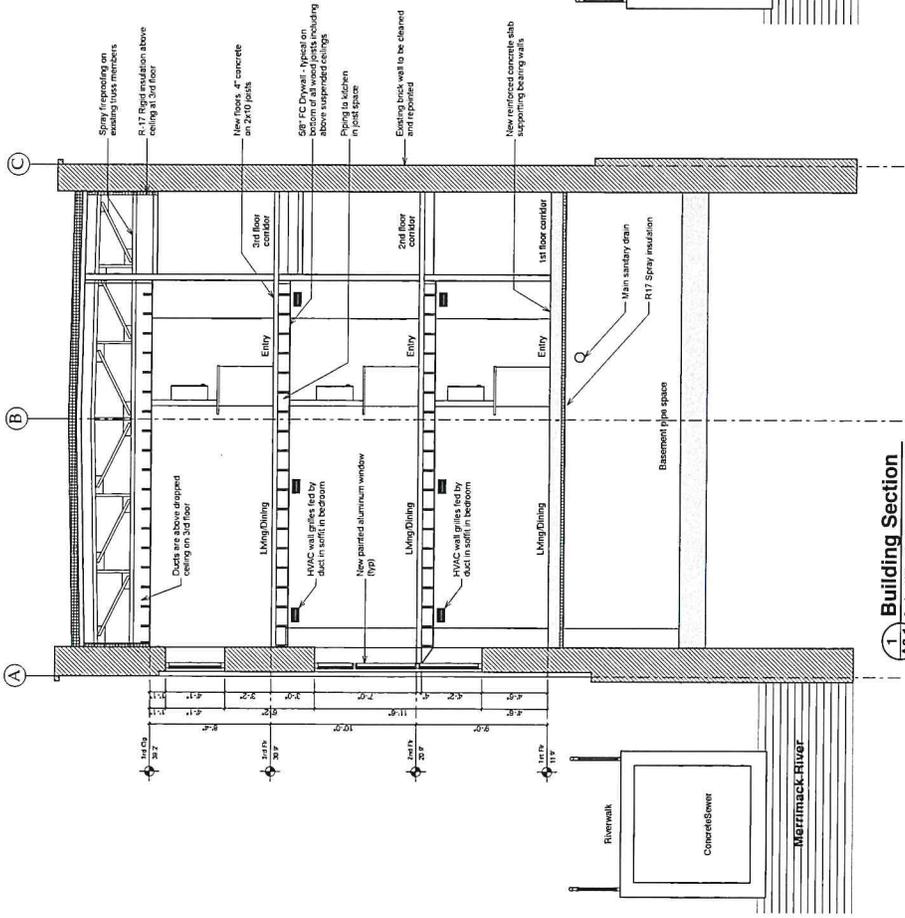
MILLING COMPANY  
MASSACHUSETTS MILLS - MAIN POWER  
LOWELL, MASSACHUSETTS

Exterior Elevation:

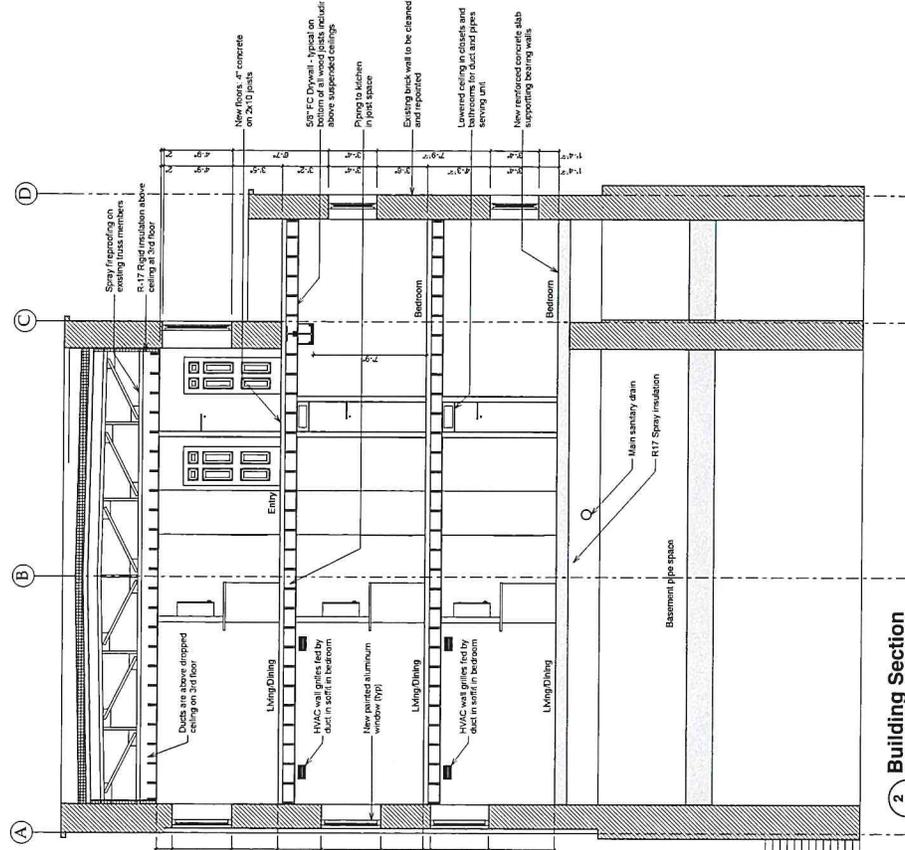
Russell Scott Steadle & Capone Architects Inc.  
120 Massachusetts Ave #4, Cambridge MA 02139 | 617-861-9773 | www.rscapone.com

Date: 08-30-23  
Rev: A2.3

Scale: 3/32" = 1'-0"



**1**  
A3.1 Building Section  
Scale 1/8" = 1'-0"



**2**  
A3.1 Building Section  
Scale 1/8" = 1'-0"

08-30-2

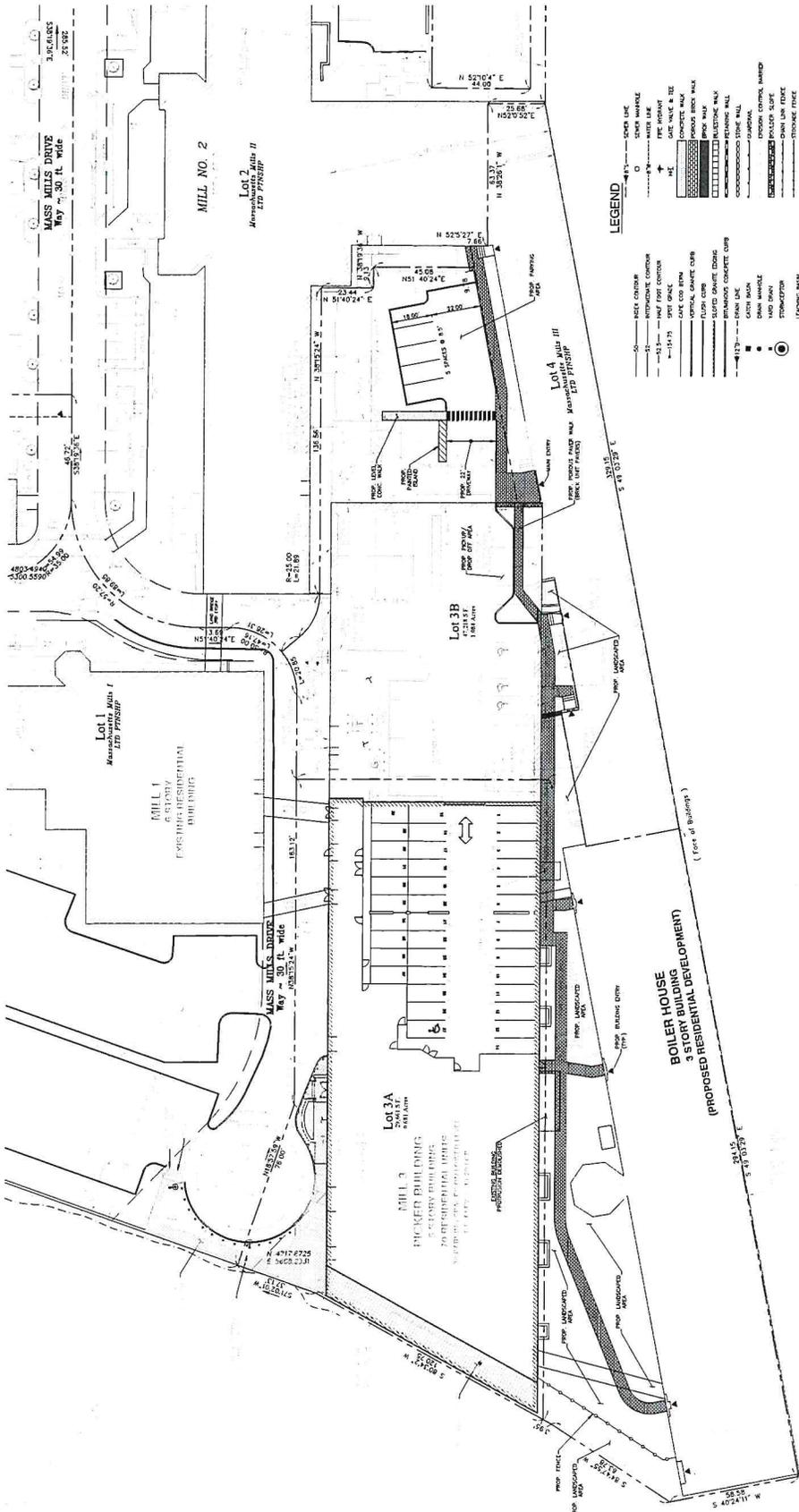
MULLING COMPANY  
MASSACHUSETTS MILLS - MAIN POWER  
LOWELL, MASSACHUSETTS

Russell Scott Steadle & Capone Architects Inc.  
10 MASSACHUSETTS AVENUE, LOWELL, MA 01851-1101  
Tel: 978.452.1100 Fax: 978.452.1101  
www.russellscott.com

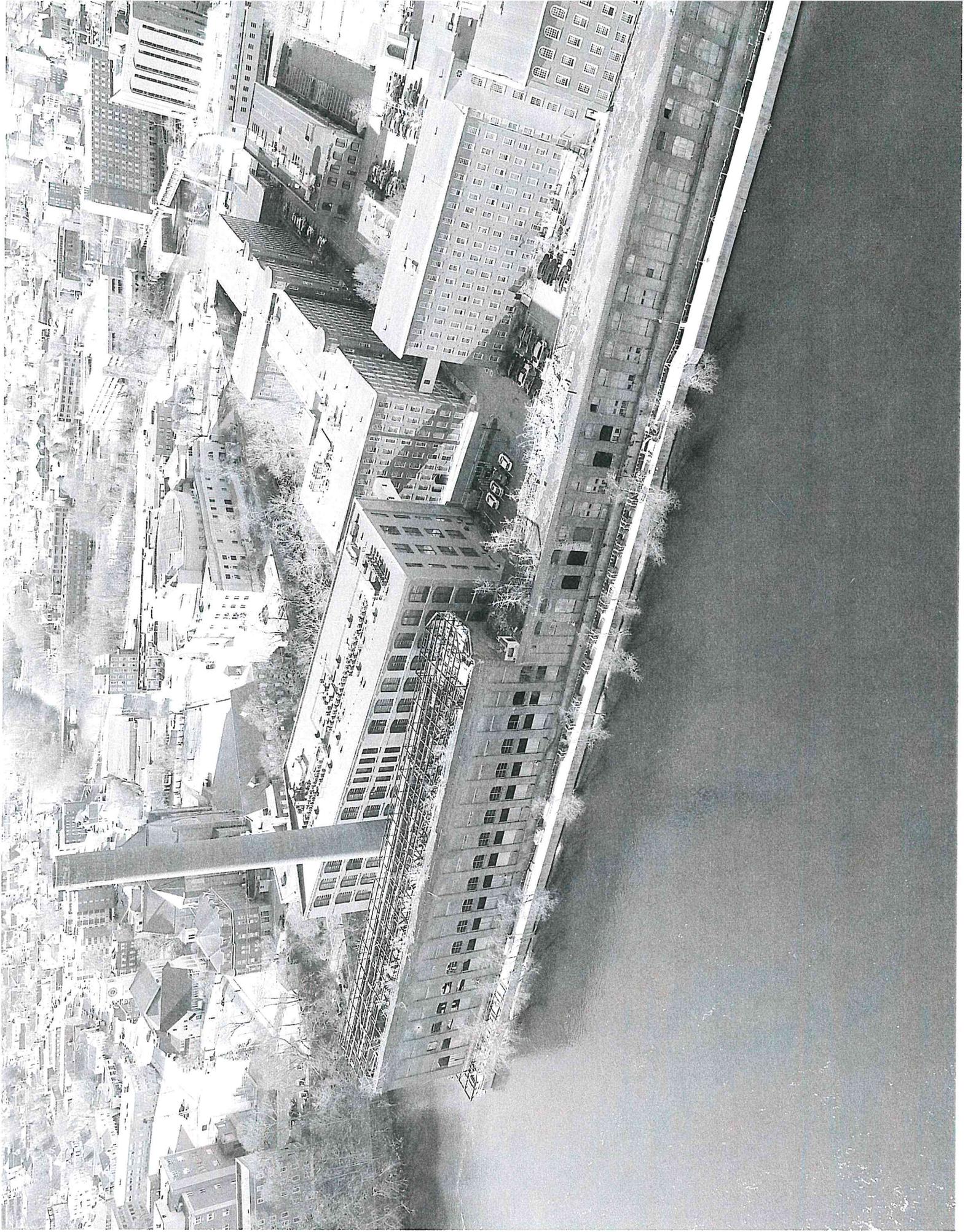
DATE: 08-30-23  
REV: A3

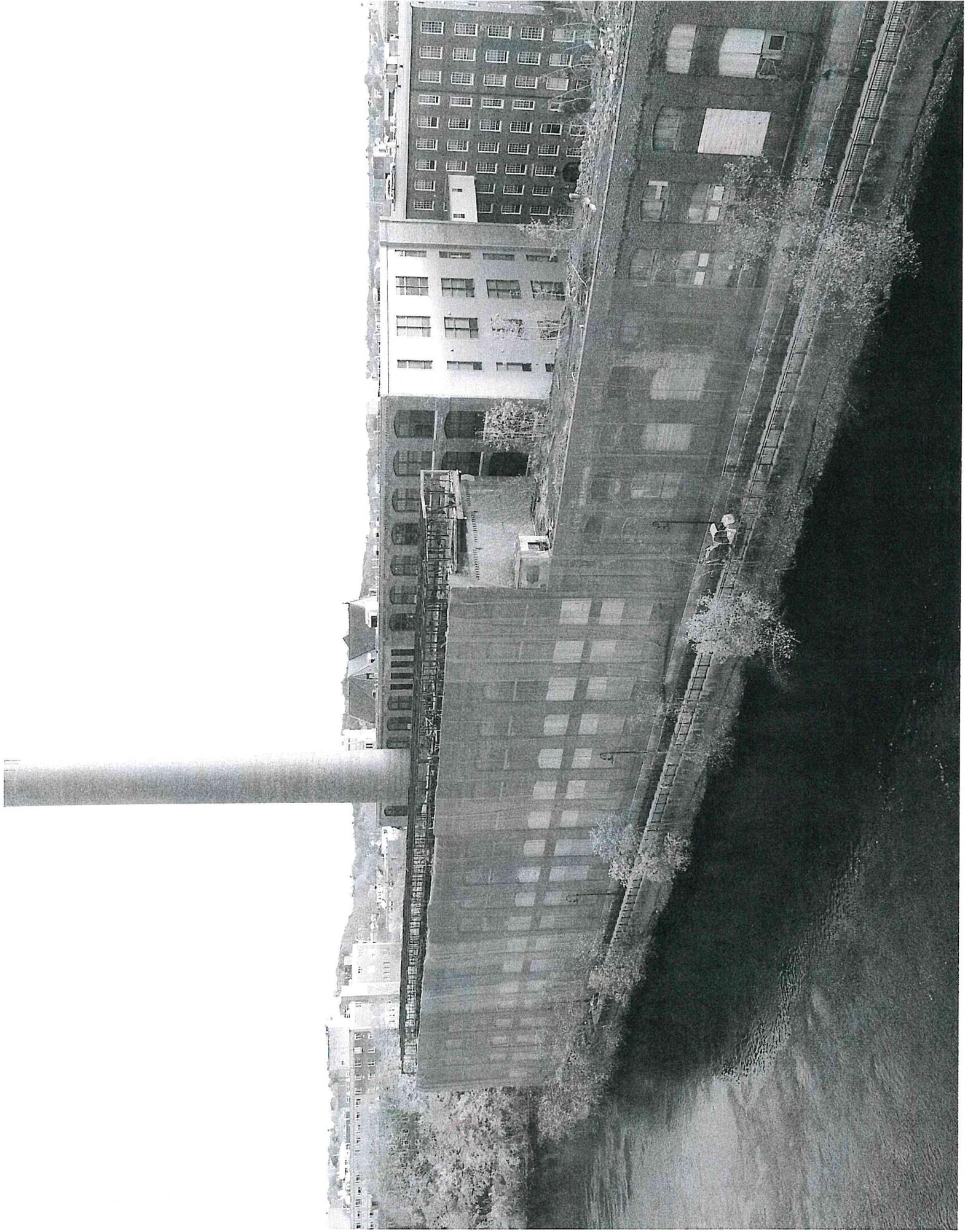
Scale: 1/8" = 1'-0"

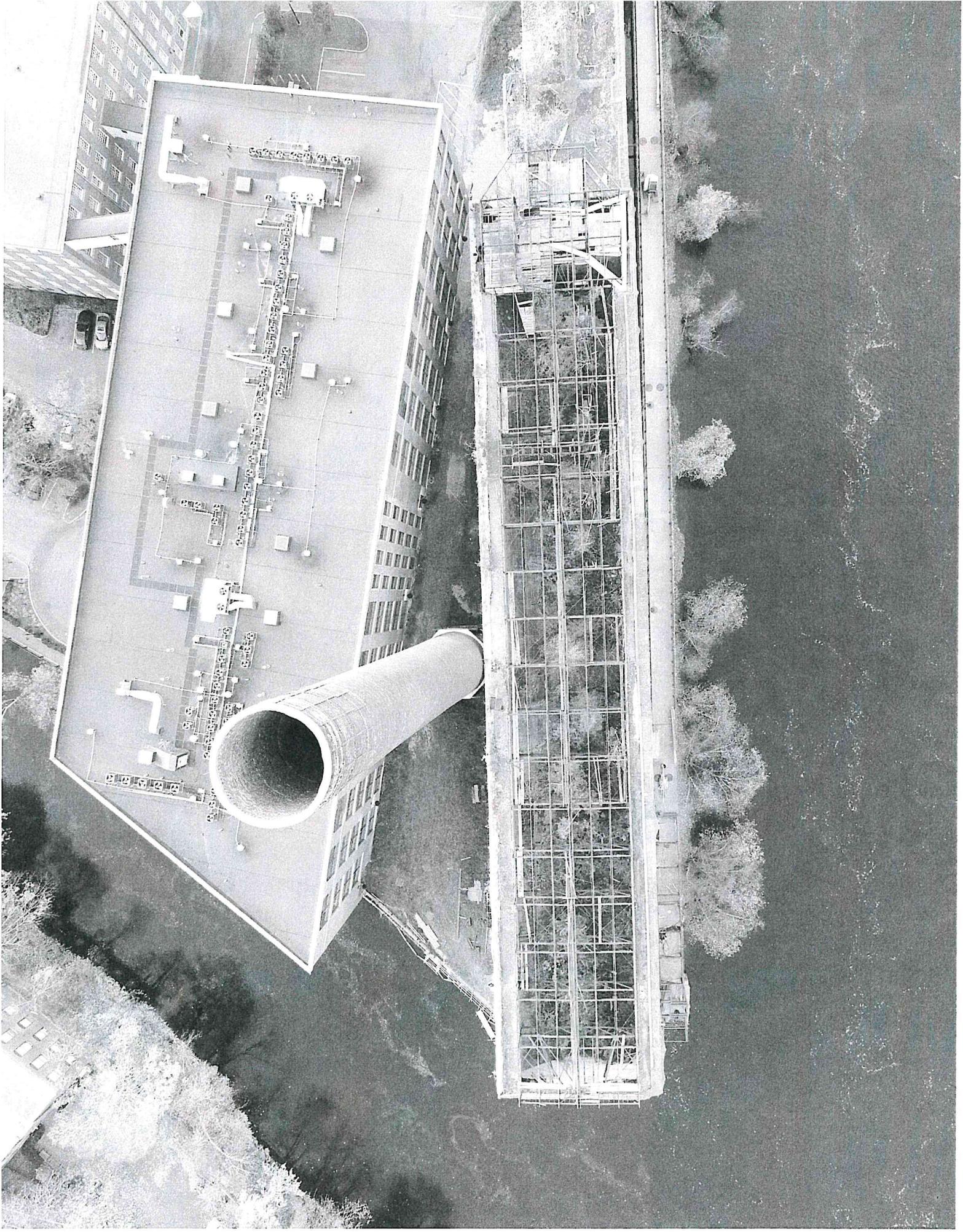


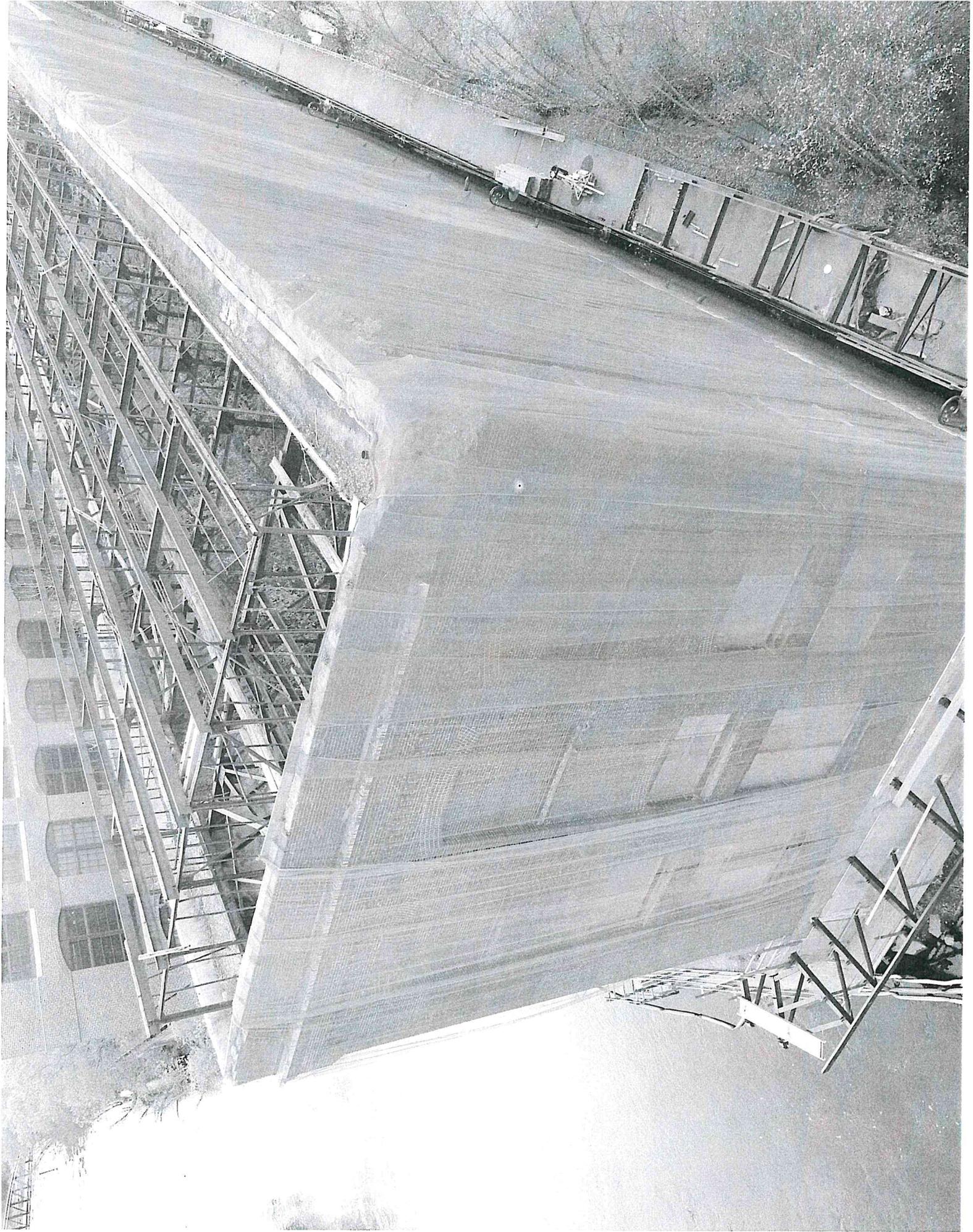


- LEGEND**
- 0' — 1" = 1' NECK OUTLINE
  - 1/8" = 1' INTERIOR CORNER
  - 1/16" = 1' SPOT BRICK
  - 1/32" = 1' SPOT BRICK
  - 1/64" = 1' SPOT BRICK
  - 1/128" = 1' SPOT BRICK
  - 1/256" = 1' SPOT BRICK
  - 1/512" = 1' SPOT BRICK
  - 1/1024" = 1' SPOT BRICK
  - 1/2048" = 1' SPOT BRICK
  - 1/4096" = 1' SPOT BRICK
  - 1/8192" = 1' SPOT BRICK
  - 1/16384" = 1' SPOT BRICK
  - 1/32768" = 1' SPOT BRICK
  - 1/65536" = 1' SPOT BRICK
  - 1/131072" = 1' SPOT BRICK
  - 1/262144" = 1' SPOT BRICK
  - 1/524288" = 1' SPOT BRICK
  - 1/1048576" = 1' SPOT BRICK
  - 1/2097152" = 1' SPOT BRICK
  - 1/4194304" = 1' SPOT BRICK
  - 1/8388608" = 1' SPOT BRICK
  - 1/16777216" = 1' SPOT BRICK
  - 1/33554432" = 1' SPOT BRICK
  - 1/67108864" = 1' SPOT BRICK
  - 1/134217728" = 1' SPOT BRICK
  - 1/268435456" = 1' SPOT BRICK
  - 1/536870912" = 1' SPOT BRICK
  - 1/1073741824" = 1' SPOT BRICK
  - 1/2147483648" = 1' SPOT BRICK
  - 1/4294967296" = 1' SPOT BRICK
  - 1/8589934592" = 1' SPOT BRICK
  - 1/17179869184" = 1' SPOT BRICK
  - 1/34359738368" = 1' SPOT BRICK
  - 1/68719476736" = 1' SPOT BRICK
  - 1/137438953472" = 1' SPOT BRICK
  - 1/274877906944" = 1' SPOT BRICK
  - 1/549755813888" = 1' SPOT BRICK
  - 1/1099511627776" = 1' SPOT BRICK
  - 1/2199023255552" = 1' SPOT BRICK
  - 1/4398046511104" = 1' SPOT BRICK
  - 1/8796093022208" = 1' SPOT BRICK
  - 1/17592186444416" = 1' SPOT BRICK
  - 1/35184372888832" = 1' SPOT BRICK
  - 1/70368745777664" = 1' SPOT BRICK
  - 1/140737491555296" = 1' SPOT BRICK
  - 1/281474983110592" = 1' SPOT BRICK
  - 1/562949966221184" = 1' SPOT BRICK
  - 1/112589993242368" = 1' SPOT BRICK
  - 1/225179986484736" = 1' SPOT BRICK
  - 1/450359972969472" = 1' SPOT BRICK
  - 1/900719945938944" = 1' SPOT BRICK
  - 1/1801439891877888" = 1' SPOT BRICK
  - 1/3602879783755776" = 1' SPOT BRICK
  - 1/7205759567511552" = 1' SPOT BRICK
  - 1/14411519135023104" = 1' SPOT BRICK
  - 1/28823038270046208" = 1' SPOT BRICK
  - 1/57646076540092416" = 1' SPOT BRICK
  - 1/115292153080184832" = 1' SPOT BRICK
  - 1/230584306160369664" = 1' SPOT BRICK
  - 1/461168612320739328" = 1' SPOT BRICK
  - 1/922337224641478656" = 1' SPOT BRICK
  - 1/184467448928295712" = 1' SPOT BRICK
  - 1/368934897856591424" = 1' SPOT BRICK
  - 1/737869795713182848" = 1' SPOT BRICK
  - 1/147573951426365696" = 1' SPOT BRICK
  - 1/295147902852731392" = 1' SPOT BRICK
  - 1/590295805705462784" = 1' SPOT BRICK
  - 1/118059161141092576" = 1' SPOT BRICK
  - 1/236118322282185152" = 1' SPOT BRICK
  - 1/472236644564370304" = 1' SPOT BRICK
  - 1/944473289128740608" = 1' SPOT BRICK
  - 1/188894657857481216" = 1' SPOT BRICK
  - 1/377789315714962432" = 1' SPOT BRICK
  - 1/755578631429924864" = 1' SPOT BRICK
  - 1/1511157262859849728" = 1' SPOT BRICK
  - 1/3022314525719699456" = 1' SPOT BRICK
  - 1/6044629051439398912" = 1' SPOT BRICK
  - 1/12089258108787993824" = 1' SPOT BRICK
  - 1/24178516217575987648" = 1' SPOT BRICK
  - 1/48357032435151975296" = 1' SPOT BRICK
  - 1/96714064870303950592" = 1' SPOT BRICK
  - 1/193428129740607901184" = 1' SPOT BRICK
  - 1/386856259481215802368" = 1' SPOT BRICK
  - 1/773712518962431604736" = 1' SPOT BRICK
  - 1/1547425037924863094592" = 1' SPOT BRICK
  - 1/3094850075849726189184" = 1' SPOT BRICK
  - 1/6189700151699452378368" = 1' SPOT BRICK
  - 1/12379400303398907567136" = 1' SPOT BRICK
  - 1/24758800606797815134272" = 1' SPOT BRICK
  - 1/49517601213595630268544" = 1' SPOT BRICK
  - 1/99035202427191260537088" = 1' SPOT BRICK
  - 1/198070404854382521074176" = 1' SPOT BRICK
  - 1/396140809708765042148352" = 1' SPOT BRICK
  - 1/792281619417530084296704" = 1' SPOT BRICK
  - 1/1584563238355060672593408" = 1' SPOT BRICK
  - 1/3169126476710121345186816" = 1' SPOT BRICK
  - 1/6338252953420242690373728" = 1' SPOT BRICK
  - 1/1267650590684048538074752" = 1' SPOT BRICK
  - 1/253530118136809707614944" = 1' SPOT BRICK
  - 1/507060236273619415229888" = 1' SPOT BRICK
  - 1/101412047254723883047776" = 1' SPOT BRICK
  - 1/202824094509447766095552" = 1' SPOT BRICK
  - 1/405648189018895532191104" = 1' SPOT BRICK
  - 1/811296378037791064382208" = 1' SPOT BRICK
  - 1/1622592776075822128764416" = 1' SPOT BRICK
  - 1/3245185552151644257528832" = 1' SPOT BRICK
  - 1/6490371104303288515057664" = 1' SPOT BRICK
  - 1/12980742206606577030115296" = 1' SPOT BRICK
  - 1/25961484413213154060230592" = 1' SPOT BRICK
  - 1/51922968826426308120461184" = 1' SPOT BRICK
  - 1/103845937652452616240922368" = 1' SPOT BRICK
  - 1/207691875304905232481844736" = 1' SPOT BRICK
  - 1/415383750609810464963689472" = 1' SPOT BRICK
  - 1/830767501219620929927378944" = 1' SPOT BRICK
  - 1/166153500239924185985475888" = 1' SPOT BRICK
  - 1/33230700047984837197095171776" = 1' SPOT BRICK
  - 1/66461400095969674394190343552" = 1' SPOT BRICK
  - 1/132922800191939348788380687104" = 1' SPOT BRICK
  - 1/265845600383878697576761374208" = 1' SPOT BRICK
  - 1/531691200767757395153522748416" = 1' SPOT BRICK
  - 1/106338240153551479030704549632" = 1' SPOT BRICK
  - 1/212676480307102958061409099264" = 1' SPOT BRICK
  - 1/42535296061420591612281818150528" = 1' SPOT BRICK
  - 1/85070592122841183224563636301056" = 1' SPOT BRICK
  - 1/170141184245682366491127272602112" = 1' SPOT BRICK
  - 1/340282368491364732982254545204224" = 1' SPOT BRICK
  - 1/680564736982729465964509090408448" = 1' SPOT BRICK
  - 1/13611294739654589319290181808168896" = 1' SPOT BRICK
  - 1/2722258947930917863858036361637793" = 1' SPOT BRICK
  - 1/5444517895861835727716072723275566" = 1' SPOT BRICK
  - 1/10889035797223671455432144465511132" = 1' SPOT BRICK
  - 1/21778071594447343110864288931022264" = 1' SPOT BRICK
  - 1/43556143188894686221725777862045128" = 1' SPOT BRICK
  - 1/87112286377789372443451555724090256" = 1' SPOT BRICK
  - 1/17422457275577874888690311144181051136" = 1' SPOT BRICK
  - 1/348449145511557497773818228883621022272" = 1' SPOT BRICK
  - 1/69689829102311499546764557776724444444" = 1' SPOT BRICK
  - 1/13937965820462299909352911555148888888" = 1' SPOT BRICK
  - 1/27875931640924599818705823111177777777" = 1' SPOT BRICK
  - 1/5575186328184919963741164622235555555" = 1' SPOT BRICK
  - 1/11150372656369839327483224484811111111" = 1' SPOT BRICK
  - 1/2230074531273967865496644896962222222" = 1' SPOT BRICK
  - 1/4460149062547935730993889793924444444" = 1' SPOT BRICK
  - 1/8920298125095871461987777787868888888" = 1' SPOT BRICK
  - 1/1784059625119154323977555577777777777" = 1' SPOT BRICK
  - 1/35681192502383086479551111155555555555" = 1' SPOT BRICK
  - 1/713623850047661729591022222222222222" = 1' SPOT BRICK
  - 1/1427247700095323459184444444444444444" = 1' SPOT BRICK
  - 1/2854495400190646918368888888888888888" = 1' SPOT BRICK
  - 1/5708990800381293836737777777777777777" = 1' SPOT BRICK
  - 1/1141798160076257673475555555555555555" = 1' SPOT BRICK
  - 1/22835963201525153471111111111111111111" = 1' SPOT BRICK
  - 1/4567192640305030694222222222222222222" = 1' SPOT BRICK
  - 1/9134385280610061388444444444444444444" = 1' SPOT BRICK
  - 1/1826877056121012776888888888888888888" = 1' SPOT BRICK
  - 1/3653754112240225553777777777777777777" = 1' SPOT BRICK
  - 1/7307508224480451107555555555555555555" = 1' SPOT BRICK
  - 1/14615016449609022151111111111111111111" = 1' SPOT BRICK
  - 1/2923003289921804430222222222222222222" = 1' SPOT BRICK
  - 1/5846006579843608860444444444444444444" = 1' SPOT BRICK
  - 1/1169201315968721772088888888888888888" = 1' SPOT BRICK
  - 1/2338402631937443544177777777777777777" = 1' SPOT BRICK
  - 1/4676805263874887088335555555555555555" = 1' SPOT BRICK
  - 1/9353610527749774176671111111111111111" = 1' SPOT BRICK
  - 1/1870722105549554353344444444444444444" = 1' SPOT BRICK
  - 1/3741444211099110866688888888888888888" = 1' SPOT BRICK
  - 1/7482888422198221733377777777777777777" = 1' SPOT BRICK
  - 1/1496577644396444366755555555555555555" = 1' SPOT BRICK
  - 1/29931552887928887335111111111111111111" = 1' SPOT BRICK
  - 1/5986310577545777467022222222222222222" = 1' SPOT BRICK
  - 1/1197262115491555494044444444444444444" = 1' SPOT BRICK
  - 1/2394524230983110890888888888888888888" = 1' SPOT BRICK
  - 1/4789048461966221781777777777777777777" = 1' SPOT BRICK
  - 1/957809692393244356355555555555555555" = 1' SPOT BRICK
  - 1/19156193848644887127111111111111111111" = 1' SPOT BRICK
  - 1/3831238769728977425422222222222222222" = 1' SPOT BRICK
  - 1/7662477539457954850844444444444444444" = 1' SPOT BRICK
  - 1/1532495487891590970168888888888888888" = 1' SPOT BRICK
  - 1/3064990975783181940337777777777777777" = 1' SPOT BRICK
  - 1/6129981951566363880675555555555555555" = 1' SPOT BRICK
  - 1/12259963931332727761351111111111111111" = 1' SPOT BRICK
  - 1/2451992786266545542262222222222222222" = 1' SPOT BRICK
  - 1/4903985572533091088452444444444444444" = 1' SPOT BRICK
  - 1/980797114506618177690488888888888888" = 1' SPOT BRICK
  - 1/1961594229013363553809777777777777777" = 1' SPOT BRICK
  - 1/3923188458026727107619555555555555555" = 1' SPOT BRICK
  - 1/78463769160534542152391111111111111111" = 1' SPOT BRICK
  - 1/1569275383210710830446222222222222222" = 1' SPOT BRICK
  - 1/3138550766421421660892444444444444444" = 1' SPOT BRICK
  - 1/6277101532842843321784888888888888888" = 1' SPOT BRICK
  - 1/1255420306568568663569777777777777777" = 1' SPOT BRICK
  - 1/2510840613137137330739555555555555555" = 1' SPOT BRICK
  - 1/50216812262742746614711111111111111111" = 1' SPOT BRICK
  - 1/1004336252454854922942222222222222222" = 1' SPOT BRICK
  - 1/2008672504909709845884444444444444444" = 1' SPOT BRICK
  - 1/4017345009819419691768888888888888888" = 1' SPOT BRICK
  - 1/8034690019638839383537777777777777777" = 1' SPOT BRICK
  - 1/1606938003927767876675555555555555555" = 1' SPOT BRICK
  - 1/32138760078555357533511111111111111111" = 1' SPOT BRICK
  - 1/6427752015711071510672222222222222222" = 1' SPOT BRICK
  - 1/1285550403142214221334444444444444444" = 1' SPOT BRICK
  - 1/2571100806284428442668888888888888888" = 1' SPOT BRICK
  - 1/5142201612568856885337777777777777777" = 1' SPOT BRICK
  - 1/1028440322537711377067555555555555555" = 1' SPOT BRICK
  - 1/20568806450754227541351111111111111111" = 1' SPOT BRICK
  - 1/4113761290151445508262222222222222222" = 1' SPOT BRICK
  - 1/8227522580302891016534444444444444444" = 1' SPOT BRICK
  - 1/1645504516065782033106688888888888888" = 1' SPOT BRICK
  - 1/3291009032131564066213377777777777777" = 1' SPOT BRICK
  - 1/6582018064263128132254666666666666666" = 1' SPOT BRICK
  - 1/13164036125262562626511111111111111111" = 1' SPOT BRICK
  - 1/2632807225052512525102222222222222222" = 1' SPOT BRICK
  - 1/5265614450105025050204444444444444444" = 1' SPOT BRICK
  - 1/1053122890210050504088888888888888888" = 1' SPOT BRICK
  - 1/2106245780420101008177777777777777777" = 1' SPOT BRICK
  - 1/4212491560840202016355555555555555555" = 1' SPOT BRICK
  - 1/84249831216804040327111111111111111111" = 1' SPOT BRICK
  - 1/1684996623360808065422222222222222222" = 1' SPOT BRICK
  - 1/3369993246721616130844444444444444444" = 1' SPOT BRICK
  - 1/6739986493443232261688888888888888888" = 1' SPOT BRICK
  - 1/1347997298688646452337777777777777777" = 1' SPOT BRICK
  - 1/2695994597377292894675555555555555555" = 1' SPOT BRICK
  - 1/53919891947545857893511111111111111111" = 1' SPOT BRICK
  - 1/1078397838950911577810222222222222222" = 1' SPOT BRICK
  - 1/2156795677901823155564444444444444444" = 1' SPOT BRICK
  - 1/4313591355803646311133777777777777777" = 1' SPOT BRICK
  - 1/862718271160729262226688888888888888" = 1' SPOT BRICK
  - 1/1725436442321458444533777777777777777" = 1' SPOT BRICK
  - 1/3450872884642916890667555555555555555" = 1' SPOT BRICK
  - 1/69017457692858337813351111111111111111" = 1' SPOT BRICK
  - 1/1380349153771666756266222222222222222" = 1' SPOT BRICK
  - 1/276069830754333352533444444444444444" = 1' SPOT BRICK
  - 1/5521396615086667050668888888888888888" = 1' SPOT BRICK
  - 1/1104279223017333410113377777777777777" = 1' SPOT BRICK
  - 1/220855844603466682022668888888888888" = 1' SPOT BRICK
  - 1/4417116892069333640453377777777777777" = 1' SPOT BRICK
  - 1/8834233784138667280906675555555555555" = 1' SPOT BRICK
  - 1/176684676822773356181335111111111111111" = 1' SPOT BRICK
  - 1/3533693536455467123626622222222222222" = 1' SPOT BRICK
  - 1/706738707291093424725334444444444444" = 1' SPOT BRICK
  - 1/1413477414582186849506675555555555555" = 1' SPOT BRICK
  - 1/282695482916437369901335111111111111111" = 1' SPOT BRICK
  - 1/5653909658328747398026622222222222222" = 1' SPOT BRICK
  - 1/1130781931665749596053344444444444444" = 1' SPOT BRICK
  - 1/2261563863331499192010668888888888888" = 1' SPOT BRICK
  - 1/4523127726662998384021337777777777777" = 1' SPOT BRICK
  - 1/904625545332599676804266888888888888" = 1' SPOT BRICK
  - 1/1809251090665199353608533777777777777" = 1' SPOT BRICK
  - 1/3618502181330398707216667555555555555" = 1' SPOT BRICK
  - 1/723700436266079741443335111111111111111" = 1' SPOT BRICK
  - 1/1447400772521595428886622222222222222" = 1' SPOT BRICK
  - 1/289480154504319085773344444444444444" = 1' SPOT BRICK
  - 1/578960309008638171556688888888888888" = 1' SPOT BRICK
  - 1/115792061807366343311337777777777777" = 1' SPOT BRICK
  - 1/231584123614726686622668888888888888" = 1' SPOT BRICK
  - 1/46316824722945337325334444444444444" = 1' SPOT BRICK
  - 1/926336494458906746506675555555555555" = 1' SPOT BRICK
  - 1/18526729889178139301335111111111111111" = 1' SPOT BRICK
  - 1/370534597783562786026622222222222222" = 1' SPOT BRICK
  - 1/74106919556712557205334444444444444" = 1' SPOT BRICK
  - 1/148213831135425144106688888888888888" = 1' SPOT BRICK
  - 1/29642766227085028821337777777777777" = 1' SPOT BRICK
  - 1/59285532454170057642668888888888888"









## SECTION 8 ATTACHMENTS



# LOWELL HISTORIC BOARD



City of Lowell · Lowell City Hall  
375 Merrimack Street · Room 51  
Lowell, Massachusetts 01852  
(978) 674-1443 · sstowell@lowellma.gov

[www.historiclowell.net](http://www.historiclowell.net)

October 12, 2023

Adam Baacke, Chair  
Community Preservation Committee  
Lowell City Hall  
375 Merrimack Street, Room 51  
Lowell, MA 01852

REFERENCE: MASSACHUSETTS COTTON MILLS (BOILER HOUSE AND MAIN POWER BUILDING) – COMMUNITY PRESERVATION ACT APPLICATION

Dear Chair Baacke and Members of the Community Preservation Committee:

On behalf of the Lowell Historic Board, I would like to state my strong support for the Mullins Company's application for Community Preservation Act funding for the Boiler House and Main Power Building in the Massachusetts Cotton Mills complex. Earlier rehabilitations by the same developer at the site have played a crucial role in the revitalization of downtown Lowell in the late 1980s and are among Lowell's preservation success stories.

The buildings occupy one of the most scenic locations in the city at the confluence of the Merrimack and Concord Rivers. These prominent buildings are listed on the National and State Registers of Historic Places through their inclusion in both the Lowell National Historical Park & Preservation District and the Locks and Canals Historic District. They are also National Historic Landmarks through inclusion in the Locks and Canals district. Finally, they are also listed on the State Register through inclusion in the Downtown Lowell Historic District, a local historic and architectural review district under the jurisdiction of this agency.

The complete rehabilitation of this nationally significant millyard has been a goal for many years and with the completion of this project, that goal will be achieved. Presently nearly 98% of 5.2 million square feet of mill space has been rehabilitated downtown and the completion of this project will push the total to nearly 100%. In addition, the conversion of the buildings into 82 units of mixed-income housing will serve a community need for new housing units.

The Lowell Historic Board looks forward to working with the Massachusetts Cotton Mills team on the design review, approval, and permitting of this project, enthusiastically supports the funding of their application, and hopes you will look favorably upon their request.

Sincerely,

Stephen R. Stowell  
Administrator

Yovani Baez-Rose  
*Assistant City Manager/DPD Director*

Camilo Espitia  
*Deputy Director*

October 13, 2023

Chairman Adam Baacke  
375 Merrimack Street  
Second Floor, Room 51  
Lowell, MA 01852

SUBJECT: Community Preservation Act Application  
Massachusetts Mills: Boiler House & Main Power Buildings

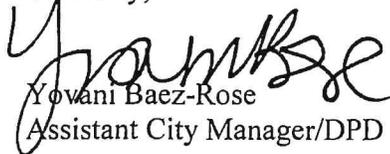
Dear Chairman Baacke,

I am writing to express the City of Lowell's strong support for Massachusetts Mills' application for Community Preservation Act funding. The Mullins Company is converting the remaining two buildings in the Massachusetts Mills complex into 82 units of quality mixed-income housing.

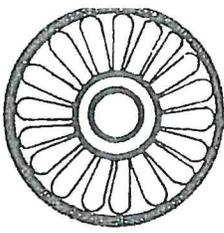
The continued development of the Massachusetts Mills is a priority for the City. Located at the confluence of the Merrimack and Concord Rivers, the Boiler House and Main Power Buildings are among the most prominent of Lowell's historic mills and the only severely deteriorated mill buildings remaining in the core of the downtown. The proposed project will preserve and re-store the architectural integrity of the historically significant building. However, due to the expense of such rehabilitation, Community Preservation Act funding is a crucial component of the financial feasibility of this project.

The Mullins Company was a great partner to the City of Lowell and a central figure in making sure the Riverwalk extension project was feasible. Without the support of Mullins the recently opened Riverwalk extension would not have been possible. It would be a great benefit to the City of Lowell to see these buildings, adjacent to a heavily utilized recreational trail rehabilitated.

Sincerely,

  
Yovani Baez-Rose  
Assistant City Manager/DPD Director

SECTION 9 ATTACHMENTS



# COMMONWEAL COLLABORATIVE

---

66 WEST STREET, LEOMINSTER, MASSACHUSETTS 01453

Telephone: 978/537-6414 Facsimile: 978/537-8056

Email: CommonColl@aol.com

September 11, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Blvd.  
Boston, Massachusetts 02125

Re: MA HRTC Applications, August 31, 2023, Round 59  
Massachusetts Cotton Mills: Main Power House, MHC No. SHRTC 1238 and Boiler House B, MHC No. SHRTC 10  
Lowell MA

Dear Brona:

It is unclear to me if the original of this letter was sent directly to your office as requested. As a result, I am forwarding this copy. Although the heading references only the Main Power House, both (2) buildings are noted in the body of the text which would also include Boiler House B. As a result, I am including two (2) copies, one for each application.

Thanking you for your consideration, I am

Respectfully,

Dianne L. Siergiej  
Commonweal Collaborative

inc: (2, as specified)

cc: J. Mullins, Massachusetts III LP

Thomas A. Golden, Jr.  
City Manager

Doreen Burgess  
Assistant to the  
City Manager

August 31, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Boulevard  
Boston, MA 02125

SUBJECT: Massachusetts Historic Rehabilitation Tax Credit Application  
Massachusetts Mills: Main Power  
August 31, 2023, Round 59

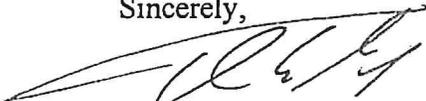
Dear Ms. Simon:

I am writing to express the City of Lowell's strong support for Massachusetts Mills' application for the Massachusetts Historic Rehabilitation Tax Credit. The Mullins Company is converting the remaining two buildings in the Massachusetts Mills complex into 82 units of quality mixed-income housing. I would also like to thank you for the credits previously awarded, and strongly urge you to consider further allocation of tax credits to this project.

The continued development of the Massachusetts Mills is a high priority for the City. Located at the confluence of the Merrimack and Concord Rivers, the Main Power House is among the most prominent of Lowell's historic mills and is currently vacant. The proposed project will preserve and re-store the architectural integrity of the historically significant building. However, due to the expense of such rehabilitation, Historic Rehabilitation Tax Credits are a crucial component of the financial feasibility of this project.

I ask you to give strong consideration to Massachusetts Mills' application. Please do not hesitate to contact me or Yovani Baez-Rose at 978-674-4252 should you have any additional questions.

Sincerely,



**Thomas A. Golden, Jr.**  
City Manager

Cc: Yovani Baez-Rose  
Assistant City Manager/ DPD Director

Thomas A. Golden, Jr.  
*City Manager*

Doreen Burgess  
*Assistant to the  
City Manager*

August 31, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Boulevard  
Boston, MA 02125

SUBJECT: Massachusetts Historic Rehabilitation Tax Credit Application  
Massachusetts Mills: Main Power  
August 31, 2023, Round 59

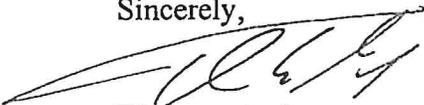
Dear Ms. Simon:

I am writing to express the City of Lowell's strong support for Massachusetts Mills' application for the Massachusetts Historic Rehabilitation Tax Credit. The Mullins Company is converting the remaining two buildings in the Massachusetts Mills complex into 82 units of quality mixed-income housing. I would also like to thank you for the credits previously awarded, and strongly urge you to consider further allocation of tax credits to this project.

The continued development of the Massachusetts Mills is a high priority for the City. Located at the confluence of the Merrimack and Concord Rivers, the Main Power House is among the most prominent of Lowell's historic mills and is currently vacant. The proposed project will preserve and re-store the architectural integrity of the historically significant building. However, due to the expense of such rehabilitation, Historic Rehabilitation Tax Credits are a crucial component of the financial feasibility of this project.

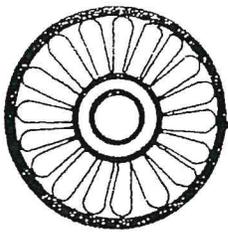
I ask you to give strong consideration to Massachusetts Mills' application. Please do not hesitate to contact me or Yovani Baez-Rose at 978-674-4252 should you have any additional questions.

Sincerely,



**Thomas A. Golden, Jr.**  
*City Manager*

Cc: *Yovani Baez-Rose*  
*Assistant City Manager/ DPD Director*



# COMMONWEAL COLLABORATIVE

66 WEST STREET, LEOMINSTER, MASSACHUSETTS 01453

Telephone: 978/537-6414 Facsimile: 978/537-8056

Email: CommonColl@aol.com

HAND DELIVERED

August 31, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Blvd.  
Boston, Massachusetts 02125

Re: State Historic Rehabilitation Tax Credit Program Re-Application  
Massachusetts Mills Boiler House  
Lowell, Massachusetts  
MHC No. SHRTC 10

Dear Brona:

For consideration in the August 31, 2023/Round 59 of the State Historic Rehabilitation Tax Credit Program, please find enclosed one (1) copy of the above-referenced re-application with appropriate support documentation which includes:

- Signed Cover Sheets for Parts 1 and 2
- Signed Executive Agent/Lobbyist Questionnaire
- Updated Financial Statements and Budgets
  - Total Project Costs and Certified Rehabilitation Expenditures
  - Sources and Uses of Funds
- Updated Project Schedule/Timeline
- DUA Certificate of Compliance
- Updated Letters of Support
  - Mary Thompson, Board Chair, Preservation Massachusetts
  - Stephen Stowell, Administrator of the Lowell Historic Board (copy enclosed, original mailed directly to MHC)
- Response to MHC Request for Additional Information, August 18, 2023
- Architectural Drawings: A1.1 - A1.3, A2.1, A2.2, A3.1, A4.1, A4.2, X1.1, X1.2

Sufficient funds were secured to complete rehabilitation of the Picker House of the Massachusetts Mills Complex. Approvals from NPS of Amendment K to Part 2 of the HPCA, which separated the Boiler House from the rest of the project, and from MHC of Amendment 1 to the Massachusetts HRTC Application to phase the project were given on February 4, 2015 and August 10, 2015, respectively. Seeking funding for the Boiler House has continued as work proceeded on Mill No. 3/Picker House whose rehabilitation is now complete. On May 3, 2018, the Picker House project was selected for a Community Excellence Award for Excellence in Historic Preservation by the Lowell National Historical Park and Lowell Heritage Partnership.

Of the \$6,970,000 in MA HRTC's awarded to the project to date, \$4,482,803.40 were used in funding the rehabilitation of the Picker House, leaving a balance of only \$2,487,197 (71.7 percent) in credits to be applied towards the total of \$3,466,000 in credits for which the Boiler House project qualifies.

No rehabilitation work can be done on the Boiler House without additional financing. Although ongoing, the process of funding work on the Boiler House is not yet complete. With only approximately 71 percent

of historic rehabilitation tax credits for which the project qualifies committed to the rehabilitation of the Boiler House, funding will remain inadequate. As a result, the Boiler House will continue as a vacant, blight on the site and a detriment to completing the rehabilitation of the entire Massachusetts Mills complex.

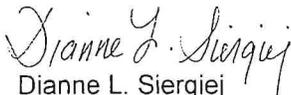
Clearly, its difficult location on a congested site have inhibited the adaptive use of the mill. Although the Boiler House has been boarded and the watchful eye of property management has greatly decreased access, vandalism and physical deterioration remain the greatest threats to the historic fabric of the property.

The Massachusetts Mills complex is listed as a National Historic Landmark as part of the Locks and Canals Historic District. Mills No. 1 and 2 of the Massachusetts Mill complex were adapted to housing as the subjects of certified historic rehabilitations between 1987 and 1992. Those projects have been recognized as exemplary by many preservation groups. Rehabilitation of the Picker House/Mill No. 3 was viewed on a tour at the Preservation Mass Historic Preservation Conference in September 2017. Rehabilitation of the Boiler House along with the adjacent Main Power House will complete the adaptive reuse of the complex.

Copies of the federal HPCA with support documentation, Amendments as well as previous state historic rehabilitation tax credit applications for these buildings remain on file at your office. Please call if I can be of any assistance in your review.

Thanking you for your consideration, I am

Respectfully,

  
Dianne L. Siergiej  
Principal

Enc. (as specified)

cc: J. Mullins, The Joseph R. Mullins Co.

**MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION**

**RE-APPLICATION**

**MASSACHUSETTS COTTON MILLS  
BOILER HOUSE B PROJECT**

**169.2 BRIDGE STREET  
LOWELL, MASSACHUSETTS**

**ROUND 59  
AUGUST 31, 2023**

## **PART 1 AND PART 2 COVER PAGES**

MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION

PART 1 – EVALUATION OF SIGNIFICANCE

Project No.: \_\_\_\_\_ MHC No. SHRTC 10 \_\_\_\_\_

**Instructions:** Read the instructions carefully before completing application. No certification will be made unless a completed application form has been received. Type or print clearly in black ink. If additional space is needed, use continuation sheets or attach blank sheets. A copy of this form may be provided to the Department of Revenue. The decision by the Massachusetts Historical Commission with respect to certification is made on the basis of descriptions in this application form. In the event of any discrepancy between the application form and other, supplementary material submitted with it (such as architectural plans, drawings and specifications), the application form shall take precedence.

1. Name of property: MASSACHUSETTS MILLS: BOILER HOUSE AND MILL NO. 3/PICKER HOUSE (PHASE 2 OF 2)

Address of property: Street 169.2 BRIDGE STREET  
City LOWELL State MA Zip 01852-1217

Listed individually in the National Register of Historic Places: \_\_\_\_\_ give date of listing: \_\_\_\_\_  
 Located in a National Register Historic District as a contributing resource: name of District: Lowell Locks and Canals Historic District  
 Eligible for listing (previous determined by MHC): \_\_\_\_\_  
 Level of Significance (local, national, NHL) NHL  
 NPS Project Number (if application for federal tax credits submitted) 45998 Assigned in 2023 (Previously 12917: 11062 MA in 1987)  
 No determination of eligibility (submit Form B): \_\_\_\_\_

2. Project contact:

Name DIANNE L. SIERGIEL, COMMONWEAL COLLABORATIVE  
Street 66 WEST STREET City LEOMINSTER  
State MA Zip 01453 Daytime Telephone Number 978/682-5088

3.

Name JOSEPH R. MULLINS Signature  Date 8-24-23  
Organization MASSACHUSETTS MILLS III LIMITED PARTNERSHIP  
Social Security or Taxpayer Identification Number 04-3047613  
Street 11 BEACON STREET, SUITE 432 City Boston  
State MASSACHUSETTS Zip 02108 Daytime Telephone Number 781/849-3388

■ See attachments (please list): Submitted with previous applications

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**M ASSACHUSETTS HISTORICAL COM M ISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION**

**PART 2 - DESCRIPTION OF REHABILITATION**

Massachusetts Mills: Boiler House and Mill No. 3/Picker House  
Property Name

95 Bridge Street Lowell, MA

Project Number \_\_\_\_\_ MHC No. SHRTC 10  
NPS No. 12917 (11062 in 1987)

Property Address

1. Name of property: MASSACHUSETTS MILLS: BOILER HOUSE AND MILL NO. 3/PICKER HOUSE (PHASE 2 OF 2)

Address of property: Street 169.2 BRIDGE STREET  
City LOWELL State MA Zip 01852-1217

Has a Part 1 - Evaluation of Significance been submitted for this property?  yes  no

If yes, Date Part 1 submitted: April 30, 2004 (with previous Part 2 of initial round) Date of certification: Both buildings were certified as historic structures by NPS as contributing buildings to the Massachusetts Mills complex listed in the National Register of Historical Places in 1976 and as a National Historic Landmark in 1977 as part of the Locks and Canals Historic District when an initial Part 1 was filed for rehabilitation of the complex in 1987.

2. Project contact:

Name DIANNE L. SIERGIEJ, COMMONWEAL COLLABORATIVE  
Street 66 WEST STREET City LEOMINSTER  
State MASSACHUSETTS Zip 01453 Daytime Telephone Number 978/537-6414

3. Owner:

Name JOSEPH. R. MULLINS Signature *Joseph R Mullins* Date 9-24-13  
Organization MASSACHUSETTS MILLS III LIMITED PARTNERSHIP  
Social Security or Taxpayer Identification Number 04 3047613  
Street 11 BEACON STREET, STE 432 City BOSTON  
State MASSACHUSETTS Zip 02108 Daytime Telephone Number 781/849-3388

4. Data on building and rehabilitation project:

Mill No. 3, 1891, 1904 & 1910		Total number of housing units before rehabilitation: <u>0</u>
Date building constructed: <u>Boiler House, 1909-11</u>	Type of construction: <u>Masonry</u>	Number that are affordable: <u>0</u>
Use(s) before rehabilitation: <u>Vacant</u>	Proposed use(s) after rehabilitation: <u>Residential</u>	Total number of housing units after rehabilitation: <u>Mill No. 3: 70 Boiler House 55</u>
Estimated cost of cert. rehab. expend.: <u>\$53,972.203</u>	Estimated cost of total project: <u>\$70,589.207</u>	Number that are affordable: <u>84</u>
This application covers phase number <u>2</u> of <u>2</u> phases	Project/phase start date (est.): <u>April 2025</u>	Floor area before rehabilitation: <u>Mill No. 3: 215,589 SF; Boiler Hs.: 15, 529 SF</u>
		Floor area after rehabilitation: <u>Mill No. 3: 109,040 SF; Boiler Hs.: 77, 645 SF</u>
		Completion date (est.): <u>April 2027</u>

Please also attach a budget summary which details and provides the total certified rehabilitation expenditures within the overall project cost. Please also submit a budget summary detailing and totaling the entire project costs, both certified rehabilitation expenditures and other expenditures.

See Attached Budgets and Project Schedule

**EXECUTIVE AGENT/LOBBYIST  
QUESTIONNAIRE/ATTACHMENT**

**MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION  
QUESTIONNAIRE/ATTACHMENT**

1. Name of property: Massachusetts Mills: Boiler House and Mill No. 3/Picker House  
(Phase 2 of 2)

Address of property:  
Street 169.2 Bridge Street  
City Lowell  
State Massachusetts Zip 01852-1217

2. Project contact:

Name Dianne L. Siergiej, Principal, Commonweal Collaborative  
Street 66 West Street  
City Leominster  
State Massachusetts Zip 01453  
Daytime Telephone Number 978/682-5088

3. Owner:

Name Joseph R. Mullins  
Signature *Joseph R. Mullins* Date *09-24-2013*  
Organization Massachusetts Mills III Limited Partnership  
Social Security or Taxpayer Identification Number: 04-3047613  
Street 11 Beacon Street, STE 432  
City Boston  
State Massachusetts Zip 02108  
Daytime Telephone Number 781/849-3388

4. Has the applicant or property owner retained an executive agent/lobbyist for the purpose of influencing the decision of the MHC in awarding an historic rehabilitation tax credit for this project? (see G. L. c. 3, § 39 definition of executive agent).

yes  no

If yes, name of executive agent:

Agent's Company  
Street  
City  
State Zip  
Daytime Telephone Number

Date retained by applicant or project owner as executive agent:

**FINANCIAL STATEMENTS  
AND BUDGETS**

BOILER HOUSE B AND MILL NO. 3/PICKER HOUSE (COMBINED PHASES 1 and 2)  
 MASSACHUSETTS COTTON MILLS, LOWELL, MA  
 USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES  
 AUGUST 31, 2023

<u>USES</u>	<u>TOTAL PROJECT COST</u>	<u>CERTIFIED REHAB EXPENDITURES</u>
<b>Acquisition</b>		
Land	2,913,978	-
Building - Shell	786,327	-
Building - Rehabilitation Costs	85,184	85,184
Subtotal: Site Acquisition	3,785,489	85,184
<b>Construction</b>		
Direct Construction - Residential	44,271,783	41,247,353
Commercial	-	-
Construction Contingency	2,707,540	-
Subtotal: Construction Costs	46,979,323	41,247,353
Environmental Costs and Monetized Punch	2,750,000	-
Subtotal: Construction Costs	49,729,323	41,247,353
<b>General Development Costs</b>		
Architecture and Engineering	961,530	936,894
Surveys & Permits	287,221	286,610
Clerk of Works	98,695	98,695
Environmental Engineer	461,314	115,234
Bond Premium	469,680	469,680
Legal - Development	779,070	751,011
Title & Recording	75,350	-
Accounting & Cost Cert.	74,775	4,775
Marketing & Rent Up & FF&E	110,000	-
Real Estate Taxes During Construction	30,638	30,106
Insurance - Building Insurance	1,472,158	972,158
Relocation	-	-
Appraisal/Market Study	38,200	37,290
Security During Construction	-	-
Construction Loan Interest - During Construction	2,817,336	2,817,336
Construction Loan Interest - Post Construction	625,572	-
Inspecting Engineer	124,700	124,700
Fee: Permanent Loan Financing Fee	268,640	-
Fee: Construction Loan Financing Fee	584,110	141,398
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	208,891	-
Other: Consultants	163,418	163,418
Other: M.I.P. First-Year	10,000	-
Other: Other Development Costs	300,000	75,000
Other: Operating Reserve	500,000	-
Other: Utilities and Testing	90,741	90,741
Soft Cost Contingency	709,094	2,021
Subtotal: General Development Costs	11,261,133	7,117,067
Subtotal: Acquisition, Construction & GDC	\$ 64,775,945	\$ 48,449,604
<b>Developer's Proceeds</b>		
Residential Development Overhead & Fee	5,813,262	5,522,599
Commercial	-	-
Subtotal - Developer's Proceeds	5,813,262	5,522,599
<b>TOTAL DEVELOPMENT COSTS</b>	<b>\$ 70,589,207</b>	<b>\$ 53,972,203</b>
Historic Rehabilitation Tax Credit Percentage		20.0%
Amount of Historic Rehabilitation Tax Credit (Qualified)		\$ 10,794,441

BOILER HOUSE B AND MILL NO. 3/PICKER HOUSE (COMBINED PHASES 1 and 2)  
 MASSACHUSETTS COTTON MILLS, LOWELL MA  
 SOURCES & USES OF FUNDS  
 AUGUST 31, 2023

SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	\$ 7,500,000	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 3,785,489
Federal LIHTC Syndication	\$24,872,751	Direct Construction	\$49,729,323
Federal HRTC Syndication Proceeds	<u>\$10,253,013</u>	General Development Costs	\$17,074,394
General Partner Equity			
Developer Contribution - Overhead/Fee	\$ 1,379,542		
Developer Contribution	<u>\$ 3,821,770</u>		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 3,538,063		
State HRTC Loan	<u>\$ 8,756,255</u>		
Additional State Resources			
Mass. DHCD	\$ 5,500,000		
Mass. DHCD - HSF	\$ 1,000,000		
Mass. DHCD - HOME	\$ 550,000		
Mass Housing Finance Agency - Debt	<u>\$ 1,000,000</u>		
City Resources - Loan(s)	\$ 1,500,000		
Brownsfield Tax Credits	<u>\$ 917,813</u>		
<b>TOTAL SOURCES</b>	<b>\$ 70,589,207</b>	<b>TOTAL USES</b>	<b>\$ 70,589,207</b>

MASSACHUSETTS COTTON MILLS, LOWELL, MA  
 USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES  
 AUGUST 31, 2023

<u>USES</u>	<u>TOTAL PROJECT COST</u>	<u>CERTIFIED REHAB EXPENDITURES</u>
<b><u>Acquisition</u></b>		
Land	2,250,000	-
Building - Shell	500,000	-
Building - Rehabilitation Costs	-	-
Subtotal: Site Acquisition	2,750,000	-
<b><u>Construction</u></b>		
Direct Construction - Residential	24,325,396	23,079,550
Commercial	-	-
Construction Contingency	2,707,540	-
Subtotal: Construction Costs	27,032,936	23,079,550
Environmental Costs and Monetized Punch	2,750,000	-
Subtotal: Construction Costs	29,782,936	23,079,550
<b><u>General Development Costs</u></b>		
Architecture and Engineering	450,000	450,000
Surveys & Permits	275,000	275,000
Clerk of Works	75,000	75,000
Environmental Engineer	100,000	100,000
Bond Premium	350,000	350,000
Legal - Development	400,000	380,000
Title & Recording	55,400	-
Accounting & Cost Cert.	70,000	-
Marketing & Rent Up & FF&E	110,000	-
Real Estate Taxes During Construction	20,000	20,000
Insurance - Building Insurance	800,000	300,000
Relocation	-	-
Appraisal/Market Study	20,000	20,000
Security During Construction	-	-
Construction Loan Interest - During Construction	2,516,037	2,516,037
Construction Loan Interest - Post Construction	625,572	-
Inspecting Engineer	100,000	100,000
Fee: Permanent Loan Financing Fee	92,000	-
Fee: Construction Loan Financing Fee	442,712	-
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	144,807	-
Other: Consultants	100,000	100,000
Other: M.I.P. First-Year	10,000	-
Other: Other Development Costs	300,000	75,000
Other: Operating Reserve	500,000	-
Other: Utilities and Testing	-	-
Soft Cost Contingency	705,653	-
Subtotal: General Development Costs	8,262,181	4,761,037
<b>Subtotal: Acquisition, Construction &amp; GDC</b>	<b>\$ 40,795,117</b>	<b>\$ 27,840,587</b>
<b><u>Developer's Proceeds</u></b>		
Residential Development Overhead & Fee	3,913,262	3,717,599
Commercial	-	-
Subtotal - Developer's Proceeds	3,913,262	3,717,599
<b>TOTAL DEVELOPMENT COSTS</b>	<b>\$ 44,708,379</b>	<b>\$ 31,558,186</b>
Historic Rehabilitation Tax Credit Percentage		20.0%
Amount of Historic Rehabilitation Tax Credit (Qualified)		\$ 6,311,637
Amount of Historic Rehabilitation Tax Credit (Allocated)		\$ 2,507,197

MASSACHUSETTS COTTON MILLS BOILER HOUSE B (PHASE 2 OF 2)  
 MASSACHUSETTS COTTON MILLS, LOWELL MA  
 SOURCES & USES OF FUNDS  
 AUGUST 31, 2023

SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	\$ 4,000,000	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 2,750,000
Federal LIHTC Syndication	\$ 15,172,751	Direct Construction	\$ 29,782,936
Federal HRTC Syndication Proceeds	<u>\$ 5,995,456</u>	General Development Costs	\$ 12,175,442
General Partner Equity			
Developer's Contribution - Overhead/Fee	\$ 927,598		
Developer's Contribution	<u>\$ 3,821,770</u>		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 2,639,736		
State HRTC Loan	<u>\$ 4,733,255</u>		
Additional State Resources			
Mass. DHCD	\$ 5,500,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	<u>\$ -</u>		
City Resources - Loan(s)	\$ 1,000,000		
Brownsfield Tax Credits	<u>\$ 917,813</u>		
<b>TOTAL SOURCES</b>	<b>\$ 44,708,379</b>	<b>TOTAL USES</b>	<b>\$ 44,708,379</b>

## **PROJECT SCHEDULE/TIMELINE**

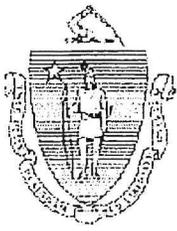
Massachusetts Mills: Boiler House and Mill No. 3/Picker Building &, Lowell, MA  
 Project Timeline: Phases 1 and 2  
 August 31, 2023

Event	Date	Status
Preliminary Submission to MHC/NPS (as Amendment H to HPCA)	November 1, 2003	Completed
Additional Submission to MHC/NPS (Revised Part 2)	January 1, 2004	Completed
Submission of Amendment I to MHC/NPS	March 1, 2004	Completed
NPS Conditional Approval of Amendment I	May 1, 2004	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$1,000,000)	May 1, 2004	Completed
Lowell Historic Board Approval	November 1, 2004	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$750,000)	January 1, 2005	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$250,000)	October 1, 2005	Completed
Submission of Amendment J	April 30, 2010	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$500,000)	July 21, 2010	Completed
NPS Conditional Approval of Amendment J	October 29, 2010	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$300,000)	November 16, 2010	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$300,000)	March 11, 2011	Completed
Lowell City Council Approval of request to DHCD for modification of existing Smart Growth Overlay District (SGOD) to include the Mass Mills site (path to final Zoning approval under Chapter 40R)	April 28, 2011	Completed
Applications to Mass Housing/DHCD (LIHTC's)	April 28, 2011	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	July 19, 2011	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	October 26, 2011	Completed
DHCD Approval of SGOD Modification to include Mass Mills Site (path to final Zoning approval under Chapter 40R)	October 27, 2011	Completed
Lowell Planning Board Approval of SGOD Modification to include Mass Mills Site (path to final Zoning approval under Chapter 40R)	January 5, 2012	Completed
Lowell City Council Approval of SGOD Modification to include Mass Mills Site (path to final Zoning approval under Chapter 40R)	February 8, 2012	Completed
Re-applications to Mass Housing / DHCD (LIHTC's)	February 10, 2012	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	March 11, 2012	Completed
Lowell Historic Board Plan Approval Under SGOD (Final Zoning approval under Chapter 40 R)	May 21, 2012	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	July 15, 2012	Completed
Re-applications to Mass Housing / DHCD (LIHTC's)	October 12, 2012	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	November 13, 2012	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	March 12, 2013	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	July 8, 2013	Completed
Re-applications to Mass Housing / DHCD (LIHTC's)	August 2, 2013	Completed
Mass Housing / DHCD LIHTC Allocation and Loan Commitments	November 15, 2013	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	November 26, 2013	Completed
Re-application to MHC for State Historic Rehab Tax Credits	January 15, 2014	Completed
Mass Housing / DHCD LIHTC Allocation & Commitment	January 15, 2014	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	March 27, 2014	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	July 9, 2014	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	November 12, 2014	Completed
Re- application to MHC for State Historic Rehab Tax Credits	January 15, 2015	Completed
HPCA Amendment K Approved Separating Mill No. 3/Picker Building from Boiler House MA Mills	February 2, 2015	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	April 9, 2015	Completed
Execution of Construction Contract (Phase 1)	April 10, 2015	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2015	Completed
Submission of Amendment 1 to MA HRTC Application requesting phasing of the project	June 2, 2015	Completed
Issuance of Demolition Permit (Phase 1)	June 11, 2015	Completed
Issuance of Building Permit (Phase 1)	July 30, 2015	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000)	August 3, 2015	Completed
Amendment 1 to MA HRTC Application requesting phasing of the project Approved	August 10, 2015	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2015	Completed
Start of Construction Rehabilitation (Phase 1)	October 28, 2015	Completed
Closing (Acquisition/Financing) Phase 1	December 4, 2015	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$200,000, Phase 2)	December 17, 2015	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2016	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$100,000, Phase 2)	March 30, 2015	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2016	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$100,000, Phase 2)	July 21, 2016	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2016	Completed
MHC Allocation of State Historic Rehab Tax Credits (\$100,000, Phase 2)	December 12, 2016	Completed
Completion of Construction Rehabilitation (Phase 1)	December 31, 2016	Completed

Massachusetts Mills: Boiler House and Mill No. 3/Picker Building &, Lowell, MA  
 Project Timeline: Phases 1 and 2  
 August 31, 2023

Event	Date	Status
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2017	Completed
Submission of Part 3 State Historic Rehab Tax Credits	March 10, 2017	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2017	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	August 7, 2017	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2017	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	November 20, 2017	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2018	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	April 19, 2018	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2018	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	July 26, 2018	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2018	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	December 21, 2018	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2019	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	April 26, 2019	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2019	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	August 12, 2019	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2019	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	December 12, 2019	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2020	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	April 9, 2020	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	April 30, 2020	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	August 9, 2020	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	August 31, 2020	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	December 29, 2020	Completed
Re-application to MHC for State Historic Rehab Tax Credits (Phase 2)	January 15, 2021	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	April 29, 2021	Completed
Re-application to MHC for State Historic Rehab Tax Credits	April 30, 2021	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	August 18, 2021	Completed
Re-application to MHC for State Historic Rehab Tax Credits	August 31, 2021	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	December 28, 2021	Completed
Re application to MHC for State Historic Rehab Tax Credits	January 15, 2022	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	April 29, 2022	Completed
Re-application to MHC for State Historic Rehab Tax Credits	April 30, 2022	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	August 30, 2022	Completed
Re application to MHC for State Historic Rehab Tax Credits	August 31, 2022	Completed
MHC Allocation of State Historic Rehab Tax Credits (Phase 2)	December 30, 2022	Completed
Submission to NPS Historic Preservation Certification Application Part 1	January 11, 2023	Completed
Re- application to MHC for State Historic Rehab Tax Credits	January 17, 2023	Completed
Submission to MHC Historic Preservation Certification Application Part 2	January 17, 2023	Completed
NPS Approval of HPCA Part 1	March 30, 2023	Completed
Pre-Application for Additional Funding Sources with City of Lowell	June 2023	Completed
MHC Notice of Failure to Allocate State Historic Rehab Tax Credits (Phase 2)/Request for Additional Information	August 18, 2023	Completed
Re-application to MHC for State Historic Rehab Tax Credits	August 31, 2023	Completed
Final Application for Additional Funding Sources with City of Lowell	September 2023	Expected
Submission to Lowell Historic Board, Zoning & Conservation Commission	October 2023	Expected
Application to Mass Housing/DHCD (LIHTC's): Pre-App	October 2023	Expected
Lowell Historic Board Zoning & Conservation Commission Approval	December 2023	Expected
Application to Mass Housing/DHCD (LIHTC's): One Stop+	January 2024	Expected
Notice of Funding DHCD Award	March 2024	Expected
Notice of Funding Awards from Other Sources	March 2024	Expected
Initiation Closing Process (Acquisition/Financing)	March 2024	Expected
Construction Bids	January 2025	Expected
Constructor Selection	February 2025	Expected
Execution of Construction Contract	March 2025	Expected
Closing Process (Acquisition/Financing)	March 2025	Expected
Issuance of Building Permit	April 2025	Expected
Start of Construction Rehabilitation	April 2025	Expected
Completion of Construction Rehabilitation	April 2027	Expected

**DEPARTMENT OF UNEMPLOYMENT ASSISTANCE  
CERTIFICATE OF COMPLIANCE**



THE COMMONWEALTH OF MASSACHUSETTS  
EXECUTIVE OFFICE OF LABOR AND WORKFORCE DEVELOPMENT  
DEPARTMENT OF UNEMPLOYMENT ASSISTANCE

Maura Healey  
GOVERNOR  
  
Kim Driscoll  
LT. GOVERNOR



433946824

Lauren E. Jones  
SECRETARY  
  
Katie Dishnica  
DIRECTOR

Massachusetts Mills III LP  
11 Beacon St Ste 432  
Boston, MA 02108-3023

EAN: 22027723  
August 24, 2023

Certificate Id:73817

The Department of Unemployment Assistance certifies that as of 8/24/2023 ,Massachusetts Mills III LP is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

This certificate expires in 30 days from the date of issuance.

Katie Dishnica, Director

Department of Unemployment Assistance

## LETTERS OF SUPPORT



## Massachusetts

August 27, 2023

Ms. Brona Simon  
State Historic Preservation Officer  
Massachusetts Historical Commission  
220 Morrissey Boulevard  
Boston, MA 02125

Post Office Square  
6 Main Street Ext. Suite 613  
Plymouth, MA 02360  
617-723-3383

**Re: Application for Massachusetts State Historic Rehabilitation Tax Credit  
Massachusetts Mills: Boiler House and Mill No. 3/Picker House, Lowell**

Dear Ms. Simon,

I am writing to you on behalf of Preservation Massachusetts in support of Massachusetts Mills III LP's application for the Massachusetts Mills: Boiler House and Mill No.3/Picker House (phase 2 of 2), located at 169.2 Bridge Street in Lowell for the Massachusetts Historic Rehabilitation Tax Credit. Preservation Massachusetts is the statewide historic preservation non-profit organization and by virtue of Massachusetts Regulations 830 CMR 63.38R.1, we are required to review each project seeking application to MHC for state tax credits.

Massachusetts Mills No. 3 is a masonry structure, constructed between 1909 and 1911 and holding a prominent place within the city of Lowell, at the convergence of the Concord and Merrimack Rivers. The structure has stood vacant for years, and has sustained water damage, neglect, and deferred maintenance. The mill is a contributing structure to the Locks and Canals Historic District, in Lowell, listed as a National Historic Landmark.

As we understand the proposal, the successful rehabilitation of the Boiler House is a key part of the nearly complete rehabilitation of the Massachusetts Mills complex. This blighted building is among the most visible of the mill promontory. Significant changes include ongoing structural engineering studies and architectural plans, along with the selection of a general contractor. The rehabilitated Boiler House space will create 55 units of affordable housing for downtown Lowell.

The project proponent also intends to apply for the federal rehabilitation tax credit, so all work will comply with the *Secretary of the Interior's Standards for Rehabilitation*. This project appears to meet the criteria for eligibility for the MHRTC. Please note, however, that we are not able to certify the project's compliance with the applicable tax regulations. The project also has the support of the local historical commission. I urge your favorable consideration of historic tax credits for this project that will restore an important part of Lowell's history while continuing an active and conscious investment in its historic resources to economic and community revitalization and services.

Sincerely,

A handwritten signature in dark ink, appearing to read "Mary Thompson".

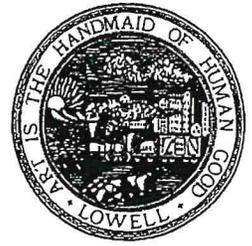
Mary Thompson, Board Chair  
Preservation Massachusetts



## LOWELL HISTORIC BOARD

City of Lowell · J.F.K. Civic Center  
Fifty Arcand Drive · Lowell, Massachusetts 01852  
phone (978) 970-4270 · fax (978) 970-4262

[www.historiclowell.net](http://www.historiclowell.net)



August 28, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
220 Morrissey Boulevard  
Boston, MA 02125

REFERENCE: MASSACHUSETTS COTTON MILLS (BOILER HOUSE B), LOWELL – STATE  
HISTORIC TAX CREDIT APPLICATION

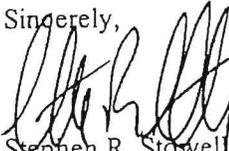
Dear Ms. Simon:

On behalf of the Lowell Historic Board, I would like to state my strong support for additional State Historic Tax Credit financing for Boiler House B at the Massachusetts Cotton Mills complex. Earlier historic rehabilitations by the same developer at the site have played a crucial role in the revitalization of downtown Lowell in the late 1980s and are among Lowell's preservation success stories.

Boiler House B occupies one of the most scenic locations in the city at the confluence of the Concord and Merrimack Rivers. This prominent building is listed on the National and State Registers of Historic Places through its inclusion in both the Lowell National Historical Park & Preservation District and the Locks and Canals Historic District. They are also National Historic Landmarks through its inclusion in the Locks and Canals district.

The complete rehabilitation of this nationally significant millyard has been a community goal for many years. Additional State Historic Tax Credit financing is critical in reaching this goal. The Lowell Historic Board has been working with the Massachusetts Cotton Mills team on the design review, approval, and permitting of their project on the local level, enthusiastically supports the funding of their application, and hopes you will look favorably upon their request.

Sincerely,



Stephen R. Stowell  
Administrator

## Response to Request for Additional Information

### MA HRTC Application Massachusetts Cotton Mills Boiler House B (Section 19)

Letter dated August 18, 2023 Brona Simon, Executive Director MHC to Joseph R. Millins, Massachusetts Mills III LP

**Structure:** Five floor levels will be built of Fire-Retardant-Treated (FRT) Wood in the large, open interior to allow construction of 55 residential units. Floors will consist of 4" concrete on 10" light gauge metal joists (see Building Sections A3.1 and Window Elevations & Details, 5/A4.1

**Steel Framing on the Roof:** Complete removal of the roof top penthouse was approved by NPS in the Part 2's of both the 1987 and 2003 Historic Preservation Certification Applications for the Boiler House. The surviving steel framing will also be removed. This space is needed for the installation of the mechanical system.

**42" High Guardrail on the Roof:** The guard rail will only be located at the area of the hatch for roof access (see 5<sup>th</sup> Floor Loft & Roof Plans, 2/A1.3 Roof Plan and South and West Elevations, 1/A2.1, South Elevation).

**Exterior/Perimeter Brick Walls:** Exterior walls will remain exposed after being repainted (see Building Sections A3.1). This treatment removes the rehabilitated building from the possibility of meeting energy standards of Passive House.

**RESPONSE TO MHC REQUEST  
FOR ADDITIONAL INFORMATION**

## Response to Request for Additional Information

### MA HRTC Application Massachusetts Cotton Mills Boiler House B (Section 19)

Letter dated August 18, 2023 Brona Simon, Executive Director MHC to Joseph R. Millins, Massachusetts Mills III LP

**Structure:** Five floor levels will be built of Fire-Retardant-Treated (FRT) Wood in the large, open interior to allow construction of 55 residential units. Floors will consist of 4" concrete on 10" light gauge metal joists (see Building Sections, A3.1 and Window Elevations & Details, 5/A4.1

**Steel Framing on the Roof:** Complete removal of the roof top penthouse was approved by NPS in the Part 2's of both the 1987 and 2003 Historic Preservation Certification Applications for the Boiler House. The surviving steel framing will also be removed. This space is needed for the installation of the mechanical system.

**42" High Guardrail on the Roof:** The guard rail will only be located at the area of the hatch for roof access (see 5<sup>th</sup> Floor Loft & Roof Plans, 2/A1.3 Roof Plan and South and West Elevations, 1/A2.1, South Elevation).

**Exterior/Perimeter Brick Walls:** Exterior walls will remain exposed after being repainted (see Building Sections, A3.1). This treatment removes the rehabilitated building from the possibility of meeting energy standards of Passive House.

**Windows:** Although research continues, no historical photographs that clearly show the configuration of the windows have been located to date. Attached is a drawing of the original window details in the contemporaneous Section 10 of Mill No. 3/Picker House which are used as the model for replacement windows in the rehabilitation of that mill and for Boiler House B.

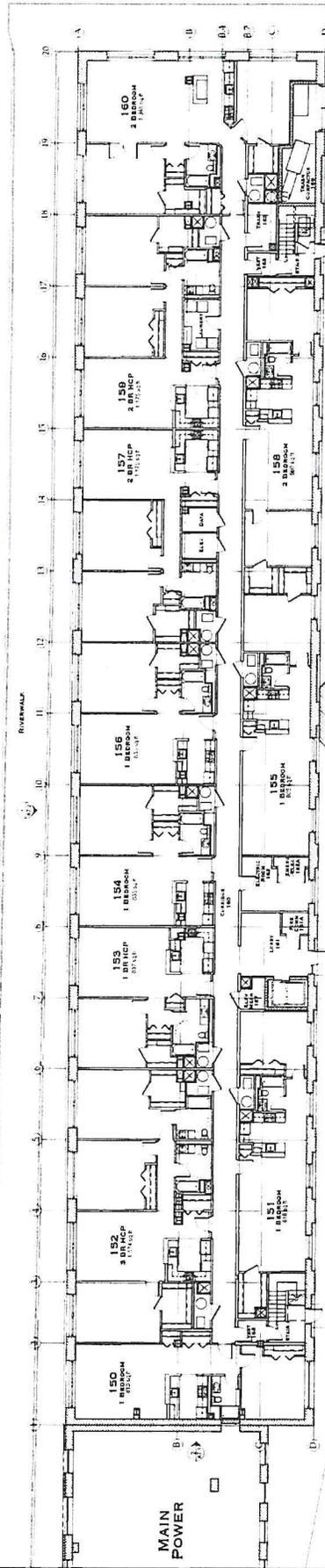
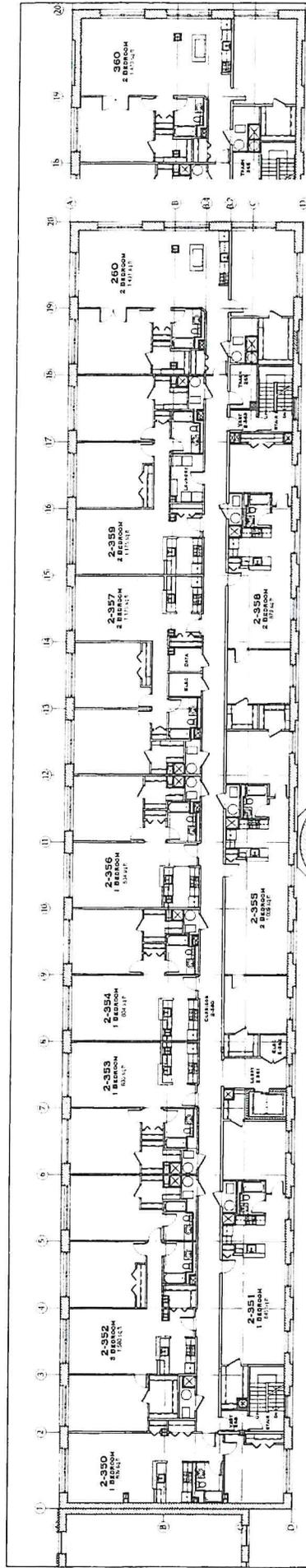
**Replacement Windows:** Proposed replacement windows are specified to have exterior muntins and spacer bars (see Window Elevations & Details, A4.1 ).

**Flooring:** LVP flooring will be of a solid color and not in a pattern that imitates wood. As suggested by NPS, industrial carpeting will be used in corridors, stairs, bedrooms and some community spaces.

**Mechanical Ductwork:** Duckwork will be concealed above hard ceilings to be installed on each level (see Building Sections, A3.1).

# ARCHITECTURAL PLANS



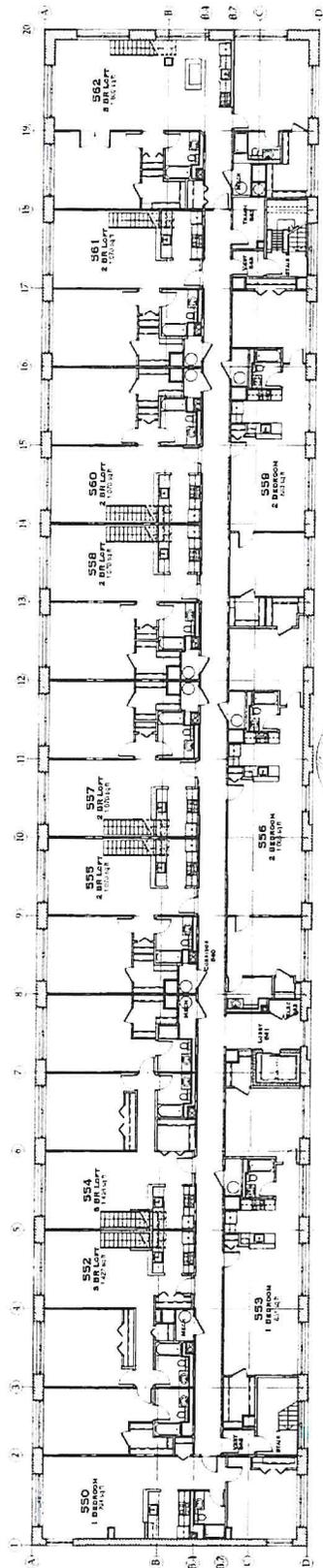


**UNIT COUNT**

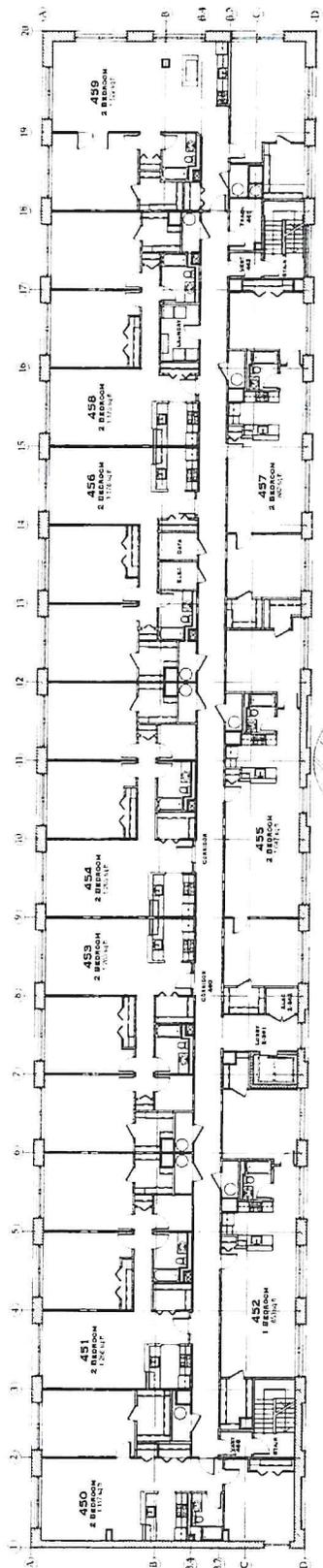
19	1 BR	32.9%
30	2 BR	56.1%
6	3 BR	11.0%

08-30-23  
 MULLINS COMPANY  
 MASSACHUSETTS MILLS - BOILER HOUSE  
 FLOORS, MASSACHUSETTS  
 Russell Scott Steele & Capone Architects Inc  
 ARCHITECTS  
 DATE: 08/30/23  
 A1.1

PICKER BUILDING



5th Floor Plan



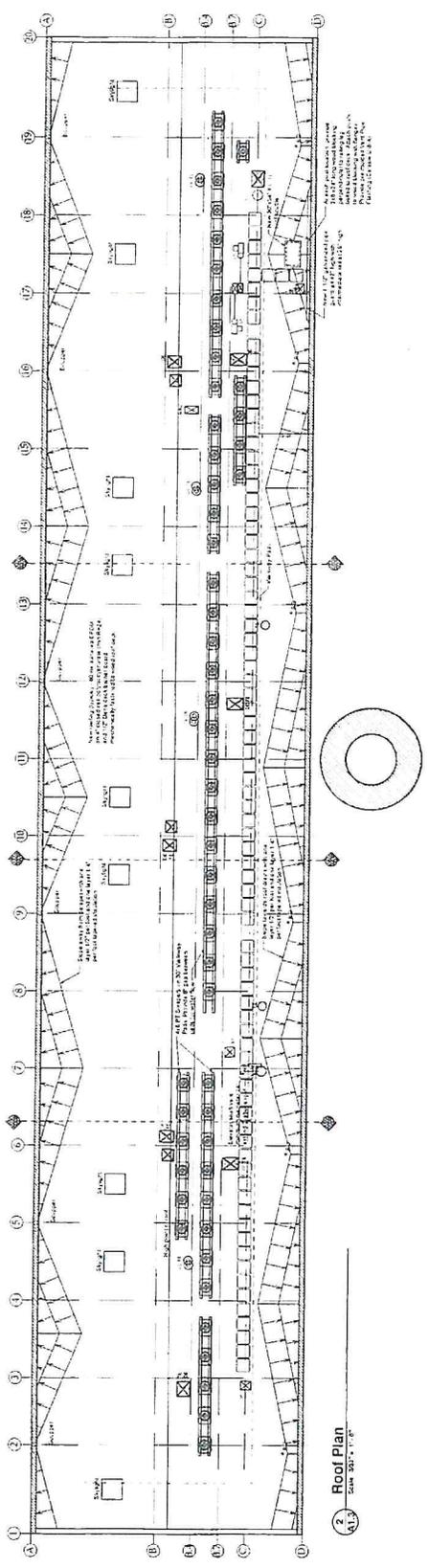
4th Floor Plan

08-30-23

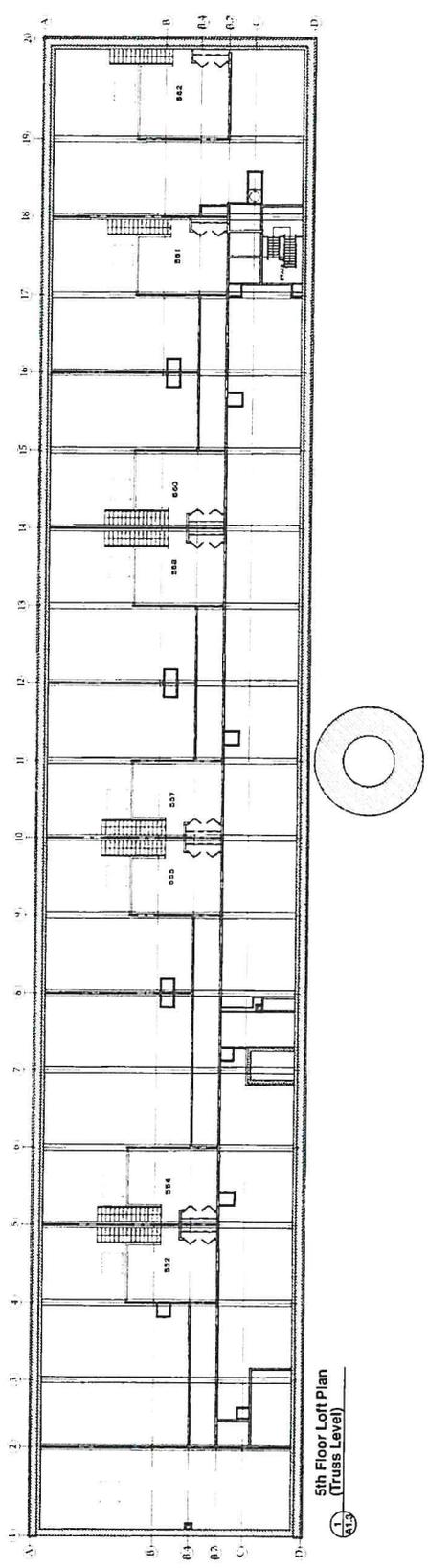
MULLINS COMPANY  
 MASSACHUSETTS MILLS - BOILER HOUSE 4th & 5th  
 FLOOR PLANS  
 8.33.23

Russell Scott Steedle & Capone Architects Inc

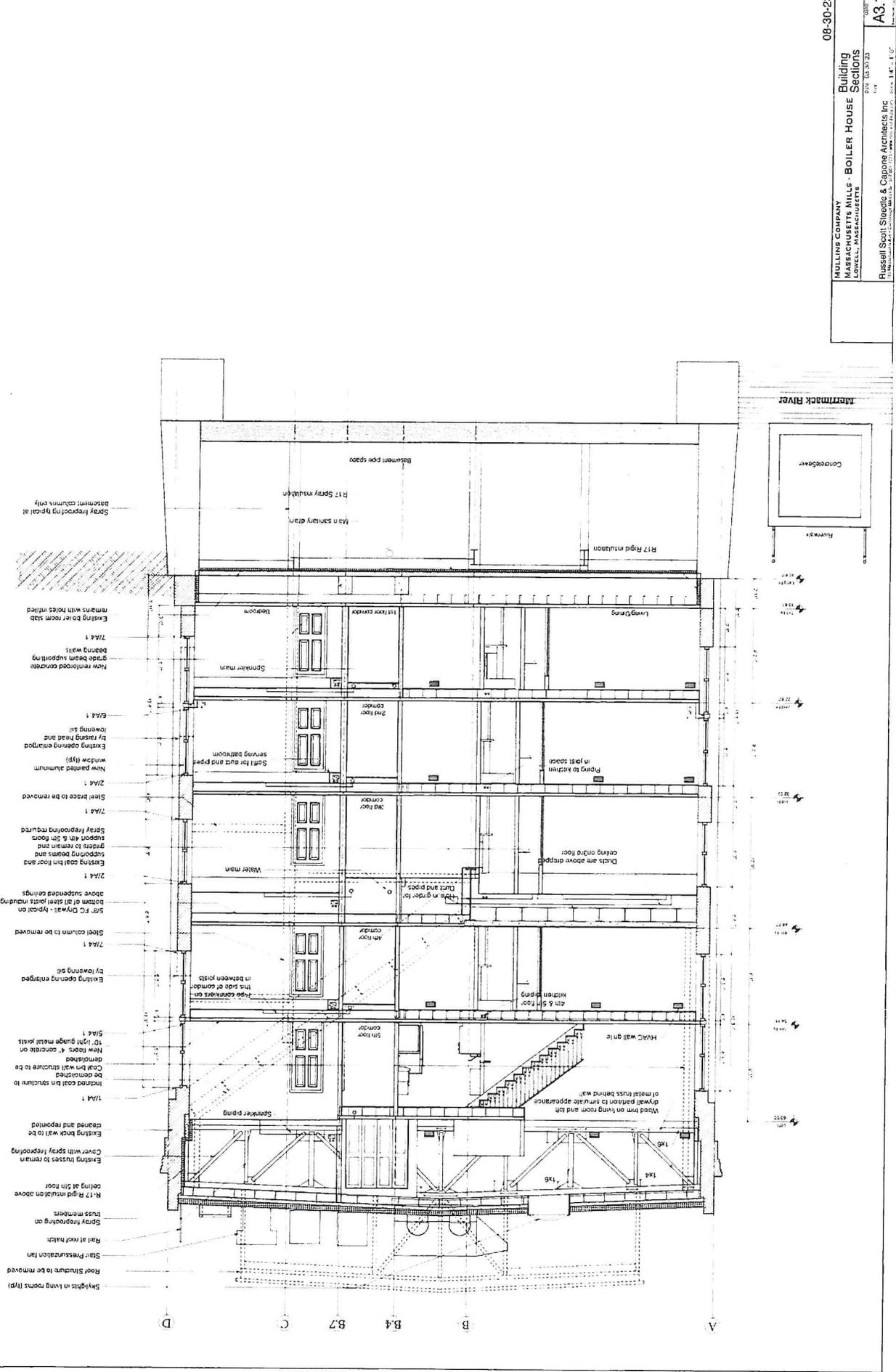
A1.2



2  
A1.3  
Roof Plan  
Scale: 3/8" = 1'-0"



1  
A1.3  
5th Floor Loft Plan  
(Truss Level)



Skylights in living rooms (typ)  
 Roof structure to be removed  
 Star Pressure-lam  
 Rest at roof hatch  
 Spray Insulating on  
 truss members  
 R-17 rigid insulation above  
 ceiling at 5th floor  
 Existing trusses to remain  
 Cover with spray insulating  
 cleaned and repointed  
 Existing brick wall to be  
 1544 1  
 Insulated coal bin structure to be  
 demolished  
 Coal bin wall structure to be  
 demolished  
 New floors & concrete on  
 15th gauge metal joists  
 Existing opening enlarged  
 by lowering slab  
 7144 1  
 Steel column to be removed  
 SFR C/Wall - typical on  
 bottom of steel joists including  
 above suspended ceilings  
 Existing coal bin floor and  
 supporting beams and  
 girders to remain and  
 support 4th & 5th floors  
 Spray insulating required  
 7144 1  
 Steel brace to be removed  
 New painted aluminum  
 window (typ)  
 Existing opening enlarged  
 by raising head and  
 lowering sill  
 6144 1  
 New reinforced concrete  
 grade beam supporting  
 bearing walls  
 7144 1  
 Existing boiler room slab  
 remains with floor raised  
 Spray insulating typical at  
 basement columns only



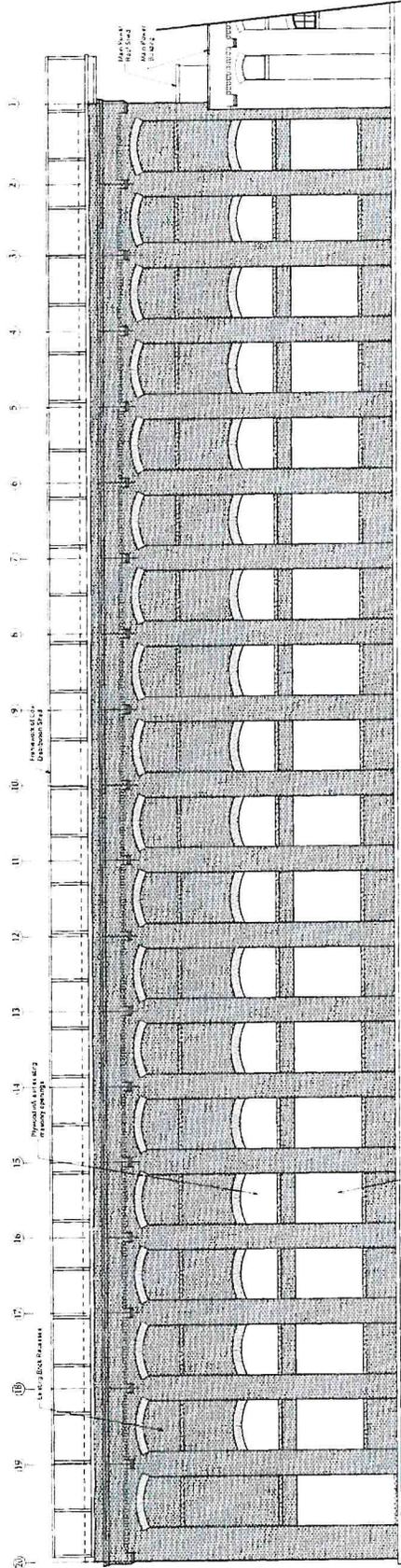
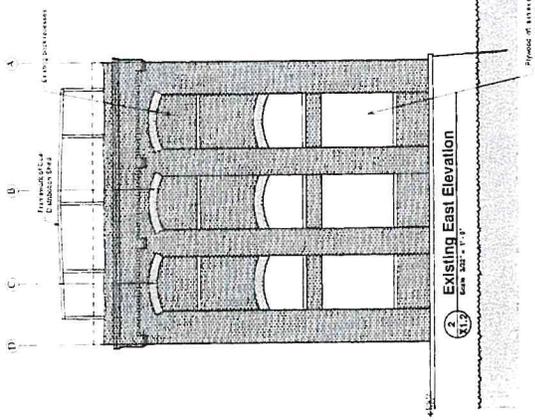
Northmark River

08-30-23  
 MILLING COMPANY  
 1000 N. WASHINGTON ST. MILLS - BOILER HOUSE SECTIONS  
 502 A3.07.23  
 A3.1  
 Russell Scott, Shogren & Capone Architects Inc.  
 1100 N. WASHINGTON ST. MILLS - BOILER HOUSE SECTIONS, SCALE: 1/4" = 1'-0"



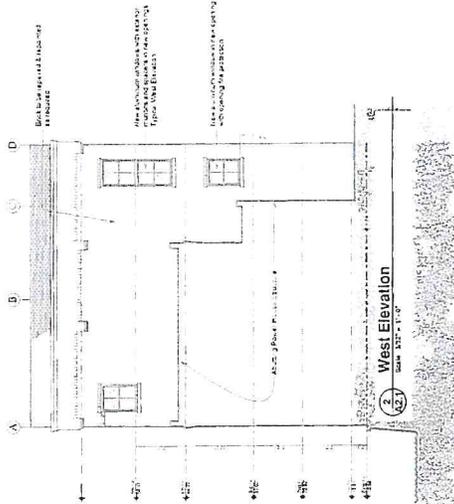




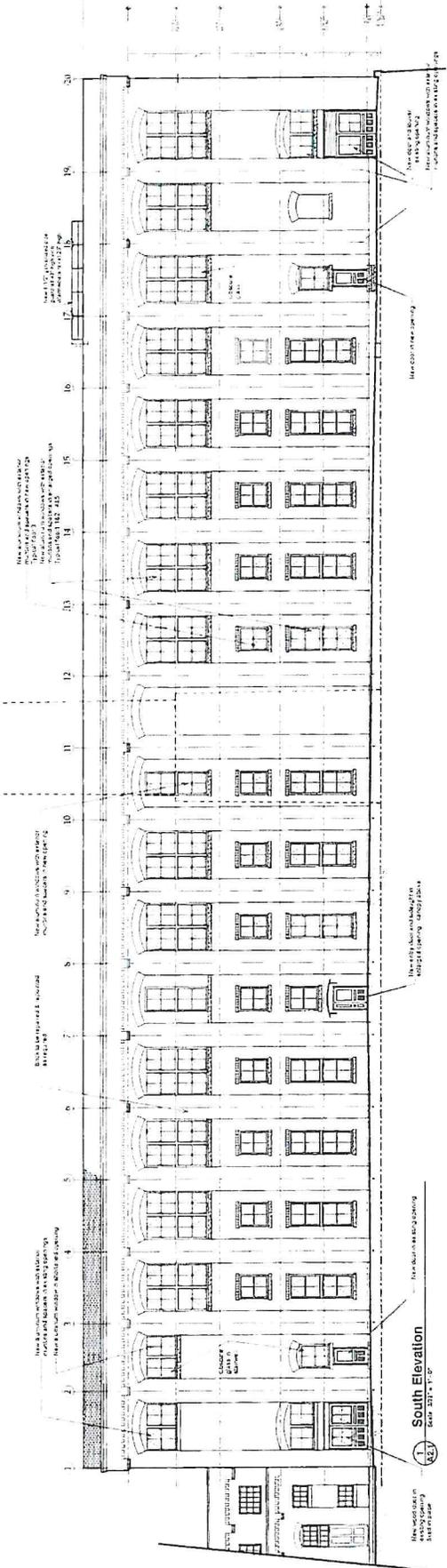


#3  
 Existing North Elevation - Boiler House  
 X1.2  
 Scale: 1/8" = 1'-0"

08-30-23  
 MULLINE COMPANY  
 MASSACHUSETTS MILLS - BOILER HOUSE  
 LOVELL, MASSACHUSETTS  
 North & East  
 Existing Elevations  
 Rev: 08/30/23  
 Russell Scott Steadie & Capone Architects Inc  
 150 Main Street, Lowell, MA 01850  
 Tel: 978.452.1100  
 Fax: 978.452.1101  
 www.russellscott.com  
 X1.2



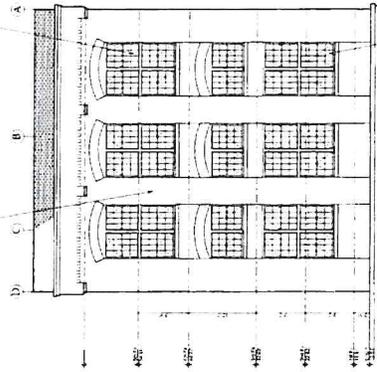
West Elevation  
Scale 1/8" = 1'-0"



South Elevation  
Scale 1/8" = 1'-0"

08-30-23  
MULLINS COMPANY  
MILLS - BOILER HOUSE Elevations  
LOWELL, MASSACHUSETTS  
Russell Scott Stearns & Capens Architects, Inc.  
1102 SOUTH ST. LOWELL, MASSACHUSETTS 01854  
Scale: 3/32" = 1'-0"  
Sheet: A2.1

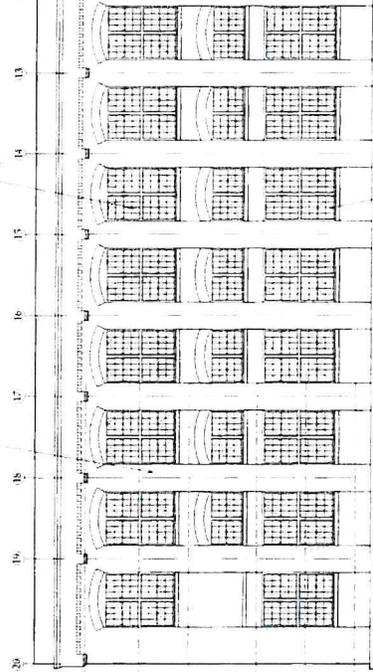
See Section 11.000 for window and door details. Refer to Section 11.000 for window and door details. Refer to Section 11.000 for window and door details.



2 East Elevation  
Scale: 1/8" = 1'-0"

See Section 11.000 for window and door details. Refer to Section 11.000 for window and door details. Refer to Section 11.000 for window and door details.

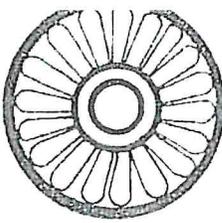
See Section 11.000 for window and door details. Refer to Section 11.000 for window and door details. Refer to Section 11.000 for window and door details.



1 North Elevation  
Scale: 1/8" = 1'-0"

See Section 11.000 for window and door details. Refer to Section 11.000 for window and door details. Refer to Section 11.000 for window and door details.

06-30-23  
**MULLINE COMPANY**  
 MASSACHUSETTS MILLS - BOILER HOUSE Elevations  
 LOWELL, MASSACHUSETTS  
 062  
 06/30/23  
 Russell Scott Steedle & Capone Architects Inc.  
 175 NORTH STREET, LOWELL, MA 01850  
 TEL: 978.452.1100 FAX: 978.452.1101  
**A2.2**



# COMMONWEAL COLLABORATIVE

66 WEST STREET, LEOMINSTER, MASSACHUSETTS 01453  
Telephone: 978/537-6414 Facsimile: 978/537-8056  
Email: CommonColl@aol.com

HAND DELIVERED

August 31, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Blvd.  
Boston, Massachusetts 02125

Re: State Historic Rehabilitation Tax Credit Program Re-Application  
Massachusetts Cotton Mills Main Power House  
Lowell, Massachusetts  
MHC No. SHRTC 1238

Dear Brona:

For consideration in the August 31, 2023/Round 59 of the State Historic Rehabilitation Tax Credit Program, please find enclosed one (1) copy of the above-referenced re-application with appropriate support documentation which includes:

- Signed Cover Sheets for Parts 1 and 2
- Signed Executive Agent/Lobbyist Questionnaire
- Updated Financial Statements and Budgets
  - Total Project Costs and Certified Rehabilitation Expenditures
  - Sources and Uses of Funds
- Updated Project Schedule/Timeline
- DUA Certificate of Compliance
- Updated Letters of Support
  - Mary Thompson, Board Chair, Preservation Massachusetts
  - Stephen Stowell, Administrator of the Lowell Historic Board (copy enclosed, original mailed directly to MHC)
- Response to MHC Request for Additional Information, August 18, 2023
- Architectural Drawings: A1.1, A1.2, A2.1, A3.1, X1.1

Thanking you for your consideration, I am

Respectfully,

Dianne L. Siergiej, Principal

enc. (as specified)

cc: J. Mullins, Mass Mills III LP

**MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION**

**RE-APPLICATION**

**MASSACHUSETTS COTTON MILLS  
MAIN POWER HOUSE**

**169.1 BRIDGE STREET  
LOWELL, MASSACHUSETTS**

**ROUND 59  
AUGUST 31, 2023**

---

**PART 1 AND PART 2 COVER PAGES**

MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION

PART 1 – EVALUATION OF SIGNIFICANCE

Project No.: MHC No. HRC. 1238

**Instructions:** Read the instructions carefully before completing application. No certification will be made unless a completed application form has been received. Type or print clearly in black ink. If additional space is needed, use continuation sheets or attach blank sheets. A copy of this form may be provided to the Department of Revenue. The decision by the Massachusetts Historical Commission with respect to certification is made on the basis of descriptions in this application form. In the event of any discrepancy between the application form and other, supplementary material submitted with it (such as architectural plans, drawings and specifications), the application form shall take precedence.

1. Name of property: MASSACHUSETTS MILLS: MAIN POWER HOUSE (Section 18)  
Address of property: Street 169.1 BRIDGE STREET  
City LOWELL State MA Zip 01852-1217  
 Listed individually in the National Register of Historic Places: \_\_\_\_\_ give date of listing: \_\_\_\_\_  
 Located in a National Register Historic District as a contributing resource: name of District: Lowell Locks and Canals Historic District  
 Eligible for listing (previous determined by MHC): \_\_\_\_\_  
 Level of Significance (local, national, NHL) NHL  
 NPS Project Number (if application for federal tax credits submitted) 45998 Assigned in 2023  
 No determination of eligibility (submit Form B): \_\_\_\_\_

2. Project contact:  
Name DIANNE L. SIERGIEJ. COMMONWEAL COLLABORATIVE  
Street 66 WEST STREET City LEOMINSTER  
State MA Zip 01453 Daytime Telephone Number 978/682-5088

3.  
Name JOSEPH R. MULLINS Signature *Joseph R. Mullins* Date 11-24-13  
Organization MASSACHUSETTS MILLS III LIMITED PARTNERSHIP  
Social Security or Taxpayer Identification Number 04-3047613  
Street 11 BEACON STREET, SUITE 432 City Boston  
State MASSACHUSETTS Zip 02108 Daytime Telephone Number 781/849-3388

See attachments (please list): Submitted with previous application  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION**

**PART 2 - DESCRIPTION OF REHABILITATION**

Massachusetts Cotton Mills: Main Power House (Section 18)

Property Name

169.1 Bridge Street Lowell  
Property Address

Project Number \_\_\_\_\_ MHC No. SHRTC 1238

1. Name of property: MASSACHUSETTS COTTON MILLS: MAIN POWER HOUSE (SECTION 18)  
Address of property: Street 169.1 BRIDGE STREET  
City LOWELL State MA Zip 01852-1217

Has a Part 1 - Evaluation of Significance been submitted for this property?  yes  no  
If yes, Date Part 1 submitted: January 11, 2023 Date of certification: Main Power House is listed as a contributing resource to the Massachusetts Cotton Mills complex listed in the National Register of Historic Places in 1976 and as a National Historic Landmark in 1977 as part of the Locks and Canals Historic District.

2. Project contact:  
Name DIANNE L. SIERGIEJ, COMMONWEAL COLLABORATIVE  
Street 66 WEST STREET City LEOMINSTER  
State MASSACHUSETTS Zip 01453 Daytime Telephone Number 978/537-6414

3. Owner:  
Name JOSEPH. R. MULLINS Signature *Joseph R Mullins* Date 02-24-23  
Organization MASSACHUSETTS MILLS III LIMITED PARTNERSHIP  
Social Security or Taxpayer Identification Number 04 3047613  
Street 11 BEACON STREET, STE 432 City BOSTON  
State MASSACHUSETTS Zip 02108 Daytime Telephone Number 781/849-3388

4. Data on building and rehabilitation project:

Date building constructed: <u>1909-11</u>	Total number of housing units before rehabilitation: <u>0</u>
Type of construction: <u>Masonry</u>	Number that are affordable: <u>0</u>
Use(s) before rehabilitation: <u>Vacant</u>	Total number of housing units after rehabilitation: <u>27</u>
Proposed use(s) after rehabilitation: <u>Residential</u>	Number that are affordable: <u>27</u>
Estimated cost of cert. rehab. expend.: <u>\$15,153,214</u>	Floor area before rehabilitation: <u>12,031 SF</u>
Estimated cost of total project: <u>\$22,283,001</u>	Floor area after rehabilitation: <u>35,624 SF</u>
This application covers phase number <u>1</u> of <u>1</u> phases	Completion date (est.): <u>April 2027</u>
Project/phase start date (est.): <u>April 2025</u>	

Please also attach a budget summary which details and provides the total certified rehabilitation expenditures within the overall project cost. Please also submit a budget summary detailing and totaling the entire project costs, both certified rehabilitation expenditures and other expenditures.

See Attached Budgets and Project Schedule

**EXECUTIVE AGENT/LOBBYIST  
QUESTIONNAIRE/ATTACHMENT**

MASSACHUSETTS HISTORICAL COMMISSION  
STATE HISTORIC REHABILITATION TAX CREDIT PROGRAM  
HISTORIC PRESERVATION CERTIFICATION APPLICATION  
QUESTIONNAIRE/ATTACHMENT

1. Name of property: Massachusetts Cotton Mills: Main Power House

Address of property:  
Street 169.1 Bridge Street  
City Lowell  
State Massachusetts Zip 01852-1217

2. Project contact:

Name Dianne L. Siergiej, Principal, Commonweal Collaborative  
Street 66 West Street  
City Leominster  
State Massachusetts Zip 01453  
Daytime Telephone Number 978/682-5088

3. Owner:

Name Joseph R. Mullins  
Signature *Joseph R. Mullins* Date *2-24-23*  
Organization Massachusetts Mills III Limited Partnership  
Social Security or Taxpayer Identification Number: 04-3047613  
Street 11 Beacon Street, STE 432  
City Boston  
State Massachusetts Zip 02108  
Daytime Telephone Number 781/849-3388

4. Has the applicant or property owner retained an executive agent/lobbyist for the purpose of influencing the decision of the MHC in awarding an historic rehabilitation tax credit for this project? (see G. L. c. 3, § 39 definition of executive agent).

yes  no

If yes, name of executive agent:

Agent's Company  
Street  
City  
State Zip  
Daytime Telephone Number

Date retained by applicant or project owner as executive agent:

**FINANCIAL STATEMENTS  
AND BUDGETS**

MASSACHUSETTS COTTON MILLS, LOWELL, MA  
 USES OF FUNDS & CERTIFIED REHABILITATION EXPENDITURES  
 AUGUST 31, 2023

USES	TOTAL PROJECT COST	CERTIFIED REHAB EXPENDITURES
<b>Acquisition</b>		
Land	1,000,000	-
Building - Shell	350,000	-
Building - Rehabilitation Costs	-	-
Subtotal: Site Acquisition	1,350,000	-
<b>Construction</b>		
Direct Construction - Residential	10,629,038	9,866,255
Commercial	-	-
Construction Contingency	1,212,904	-
Subtotal: Construction Costs	11,841,942	9,866,255
Environmental Costs and Monetized Punch	1,500,000	-
Subtotal: Construction Costs	13,341,942	9,866,255
<b>General Development Costs</b>		
Architecture and Engineering	400,000	400,000
Surveys & Permits	150,000	150,000
Clerk of Works	60,000	60,000
Environmental Engineer	100,000	100,000
Bond Premium	200,000	200,000
Legal - Development	350,000	332,500
Title & Recording	55,400	-
Accounting & Cost Cert	50,000	-
Marketing & Rent Up & FF&E	54,000	-
Real Estate Taxes During Construction	100,000	100,000
Insurance - Building Insurance	728,177	228,177
Relocation	-	-
Appraisal/Market Study	20,000	20,000
Security During Construction	-	-
Construction Loan Interest - During Construction	1,603,148	1,603,148
Construction Loan Interest - Post Construction	300,208	-
Inspecting Engineer	25,000	25,000
Fee: Permanent Loan Financing Fee	54,050	-
Fee: Construction Loan Financing Fee	212,455	-
Fee: Letter of Credit	-	-
Fee: LIHTC Application and Syndication Fees	68,766	-
Other: Consultants	100,000	100,000
Other: M.I.P. First-Year	5,875	-
Other: Other Development Costs	225,000	75,000
Other: Operating Reserve	250,000	-
Other: Utilities and Testing	-	-
Soft Cost Contingency	486,208	-
Subtotal: General Development Costs	5,598,287	3,393,825
Subtotal: Acquisition, Construction & GDC	\$ 20,290,228	\$ 13,260,080
<b>Developer's Proceeds</b>		
Residential Development Overhead & Fee	1,992,773	1,893,134
Commercial	-	-
Subtotal - Developer's Proceeds	1,992,773	1,893,134
TOTAL DEVELOPMENT COSTS	\$ 22,283,001	\$ 15,153,214
Historic Rehabilitation Tax Credit Percentage		20.0%
Amount of Historic Rehabilitation Tax Credit (Qualified)		\$ 3,030,643
Amount of Historic Rehabilitation Tax Credit (Allocated)		\$ -

MASSACHUSETTS COTTON MILLS, LOWELL, MA  
 SOURCES & USES OF FUNDS  
 AUGUST 31, 2023

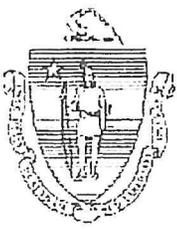
SOURCES OF FUNDS		USES OF FUNDS	
Permanent Mortgage Loan	<u>\$ 2,350,000</u>	<i>See Detailed Uses Sheet</i>	
Limited Partner Equity		Acquisition	\$ 1,350,000
Federal LIHTC Syndication	\$ 7,175,374	Direct Construction	\$13,341,942
Federal HRTC Syndication Proceeds	<u>\$ 2,878,823</u>	General Development Costs	\$ 7,591,059
General Partner Equity			
Developer's Contribution - Overhead/Fee	\$ 547,273		
Developer's Contribution	<u>\$ 2,062,906</u>		
Value of State HRTC's (Loan)			
State LIHTC Loan	\$ 1,295,870		
State HRTC Loan	<u>\$ 2,272,755</u>		
Additional State Resources			
Mass. DHCD	\$ 2,700,000		
Mass. DHCD - HSF	\$ -		
Mass. DHCD - HOME	\$ -		
Mass Housing Finance Agency - Debt	<u>\$ -</u>		
City Resources - Loan(s)	\$ 1,000,000		
Brownfield Tax Credits	<u>\$ -</u>		
<b>TOTAL SOURCES</b>	<b>\$ 22,283,001</b>	<b>TOTAL USES</b>	<b>\$ 22,283,001</b>

## PROJECT SCHEDULE/TIMELINE

MAIN POWER HOUSE, MASSACHUSETTS COTTON MILLS LOWELL, MA  
 PROJECT TIMELINE  
 AUGUST 31, 2023

EVENT	DATE	STATUS
Submission to NPS and MHC Historic Preservation Certification Application Part 1	Dec 2022	Completed
Submission to MHC MA Historic Rehabilitation Tax Credit Application Part 1	Dec 2022	Completed
Approval by MHC HRTC Application Part 1	Jan 2023	Completed
Approval by NPS HPCA Part 1	Mar 2023	Completed
Submission to NPS and MHC Historic Preservation Certification Application Part 2	Mar 2023	Completed
Submission to MHC MA Historic Rehabilitation Tax Credit Application Part 2	Mar 2023	Completed
Pre-Application for Additional Funding Sources with City of Lowell	Jun 2023	Completed
MHC Notice of Failure to Allocate State Historic Rehab Tax Credits	August 18, 2023	Completed
Re-application to MHC for MA Historic Rehabilitation Tax Credits	August 31, 2023	Completed
Final Application for Additional Funding Sources with City of Lowell	Sep 2023	Expected
Submission to Lowell Historic Board Zoning & Conservation Commission	Oct 2023	Expected
Lowell Historic Board + Conservation Commission Approval	Sep 2023	Expected
Application to Mass Housing/DHCD (LIHTC's): Pre-App	Oct 2023	Expected
MHC Allocation of State Historic Rehab Tax Credits	Dec 2023	Expected
Application to Mass Housing/DHCD (LIHTC's): One Stop+	Jan 2024	Expected
Notice of Funding DHCD Award	Mar 2024	Expected
Notice of Funding Awards from Other Sources	Mar 2024	Expected
Initiation Closing Process (Acquisition/Financing)	Mar 2024	Expected
MHC Allocation of State Historic Rehab Tax Credits	Dec 2023	Expected
Construction Bids	Jan 2025	Expected
Constructor Selection	Feb 2025	Expected
Execution of Construction Contract	Mar 2025	Expected
Completion Closing Process (Acquisition/Financing)	Mar 2025	Expected
Issuance of Building Permit	Apr 2025	Expected
Start of Construction Rehabilitation	Apr 2025	Expected
Completion of Construction Rehabilitation	Apr 2027	Expected

**DEPARTMENT OF UNEMPLOYMENT ASSISTANCE  
CERTIFICATE OF COMPLIANCE**



THE COMMONWEALTH OF MASSACHUSETTS  
EXECUTIVE OFFICE OF LABOR AND WORKFORCE DEVELOPMENT  
DEPARTMENT OF UNEMPLOYMENT ASSISTANCE

Maura Healey  
GOVERNOR

Kim Driscoll  
LT. GOVERNOR



433946824

Lauren E. Jones  
SECRETARY

Katie Dishnica  
DIRECTOR

Massachusetts Mills III LP  
11 Beacon St Ste 432  
Boston, MA 02108-3023

EAN: 22027723  
August 24, 2023

Certificate Id:73817

The Department of Unemployment Assistance certifies that as of 8/24/2023 ,Massachusetts Mills III LP is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

This certificate expires in 30 days from the date of issuance.

Katie Dishnica, Director

Department of Unemployment Assistance

## LETTERS OF SUPPORT



Post Office Square  
6 Main Street Extension Suite 613  
Plymouth, MA 02360  
617-723-3383

---

August 27, 2023

Ms. Brona Simon  
State Historic Preservation Officer  
Massachusetts Historical Commission  
220 Morrissey Boulevard  
Boston, MA 02125

**Re: Application for Massachusetts State Historic Rehabilitation Tax Credit  
Massachusetts Cotton Mills: Main Power House (Section 18), Lowell, Massachusetts**

Dear Ms. Simon:

I am writing to you to express Preservation Massachusetts' support of Massachusetts Mills III Limited Partnership's application for the Massachusetts Cotton Mills: Main Power House (Section 18) project, located at 169.1 Bridge Street in Lowell, for the Massachusetts Historic Rehabilitation Tax Credit. Preservation Massachusetts is the statewide historic preservation non-profit organization. By virtue of Massachusetts Regulations 830 CMR 63.38R.1, our organization reviews each project seeking state tax credits.

The Main Power House (Section 18) was constructed from 1909-1911 for the Massachusetts Cotton Mills. The mill company was chartered in 1839 and manufactured heavy sheetings, shirtings and drillings. The Main Power House is a 1 ½ story open interior brick structure fronting the Merrimack River. It is utilitarian in style with brick piers dividing the north elevation into equal bays with large windows set in a segmented arch. It's construction greatly increased the mill's capacity for power production, utilizing both boilers and waterpower. It continued in operation until Massachusetts Cotton Company ceased operations at the mill in 1928, shortly after becoming part of the Pepperell Manufacturing company. The property is part of the Locks and Canals Historic District.

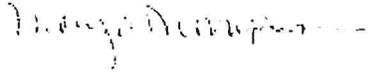
The successful rehabilitation of the Main Power House (Section 18) will turn this underutilized building into 27 units of affordable housing for the city of Lowell. The proposed scope of work includes repair and repointing of exterior elevations, returning fenestration to its historic appearance, replacing windows based on historic fenestration, etc. The interior open space will be framed to create two floors for the residential units.

The project proponent also intends to apply for the federal rehabilitation investment tax credit, so all work will comply with the *Secretary of the Interior's Standards for Rehabilitation*. Accordingly, this project appears to meet the criteria for eligibility for the Massachusetts Historic Rehabilitation Tax Credit. Please note, however, that we are not in a position to certify the project's compliance with the applicable tax regulations.

I encourage your favorable consideration of the Main Power House (Section 18) of the Massachusetts Cotton Mills project for tax credits. This project will restore one of two remaining blighted buildings in the mill complex and continue the great history of adaptively reusing the mills of Lowell's history while promoting active and conscious investment in its historic resources as a means of economic and community revitalization.

Thank you for your attention to this letter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Mary Thompson".

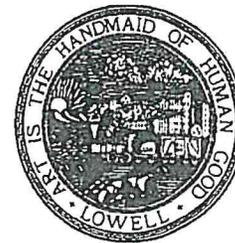
Mary Thompson, Board Chair  
Preservation Massachusetts



# LOWELL HISTORIC BOARD

City of Lowell · J.F.K. Civic Center  
Fifty Arcand Drive · Lowell, Massachusetts 01852  
phone (978) 970-4270 · fax (978) 970-4262

[www.historiclowell.net](http://www.historiclowell.net)



August 28, 2023

Brona Simon, Executive Director  
Massachusetts Historical Commission  
220 Morrissey Boulevard  
Boston, MA 02125

REFERENCE: MASSACHUSETTS COTTON MILLS (MAIN POWER HOUSE), LOWELL – STATE  
HISTORIC TAX CREDIT APPLICATION

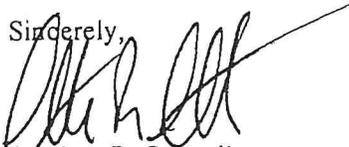
Dear Ms. Simon:

On behalf of the Lowell Historic Board, I would like to state my strong support for State Historic Tax Credit financing for the Main Power House at the Massachusetts Cotton Mills Complex. Earlier historic rehabilitations by the same developer at the site have played a crucial role in the revitalization of downtown Lowell in the late 1980s and are among Lowell's preservation success stories.

The Main Power House is one of the final buildings in need of rehabilitation in this millyard. It is listed in the National and State Registers of Historic Places through its inclusion in both the Lowell National Historical Park & Preservation District and the Locks and Canals Historic District. It is also a National Historic Landmarks through its inclusion in the Locks and Canals Historic District.

The complete rehabilitation of this nationally significant millyard has been a community goal for many years. Additional State Historic Tax Credit financing is critical in reaching this goal. The Lowell Historic Board has been working with the Massachusetts Cotton Mills team on the design review, approval, and permitting of their project on the local level and enthusiastically supports the funding of their application and hopes you will look favorably upon their request.

Sincerely,

  
Stephen R. Stowell  
Administrator

**RESPONSE TO MHC REQUEST  
FOR ADDITIONAL INFORMATION**

**Response to Request for Additional Information**

**MA HRTC Application Massachusetts Cotton Mills Main Power House (Section 18)**

Letter dated August 18, 2023 Brona Simon, Executive Director MHC to Joseph R. Millins, Massachusetts Mills III LP

**Structure:** Three floor levels will be built of Fire-Retardant-Treated (FRT) Wood in the large, open interior to allow construction of 27 residential units. Floors will consist of 4" concrete on 2x10 joists (see Building Sections, A3.1 and Exterior Elevations 3/A2.1).

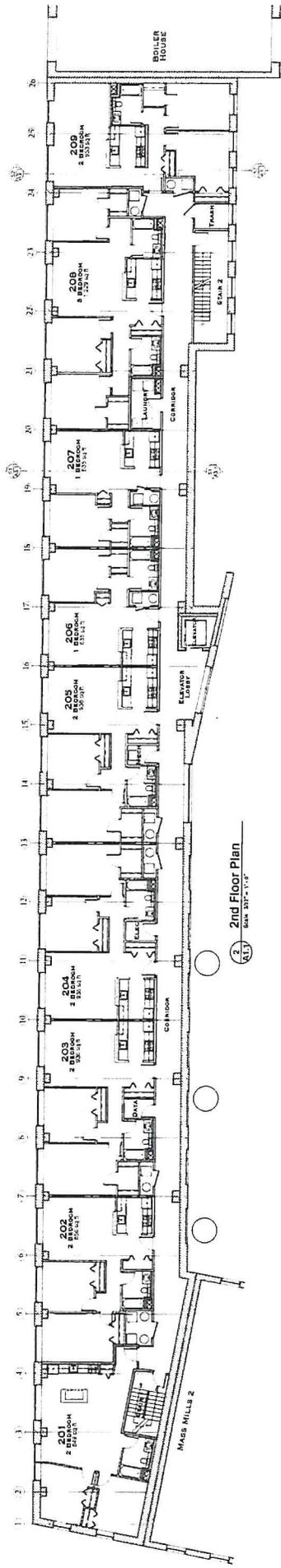
**Exterior/Perimeter Brick Walls:** Exterior walls will remain exposed after being repainted (see Building Sections, A3.1). This treatment removes the rehabilitated building from the possibility of meeting energy standards of Passive House.

**Unit Layouts:** Floor plans for units 101, 201 and 301 have been revised to locate cabinets on an interior wall (see First and Second Floor Plans, A1.1, Third Floor Plan and Roof Plan, A1.2).

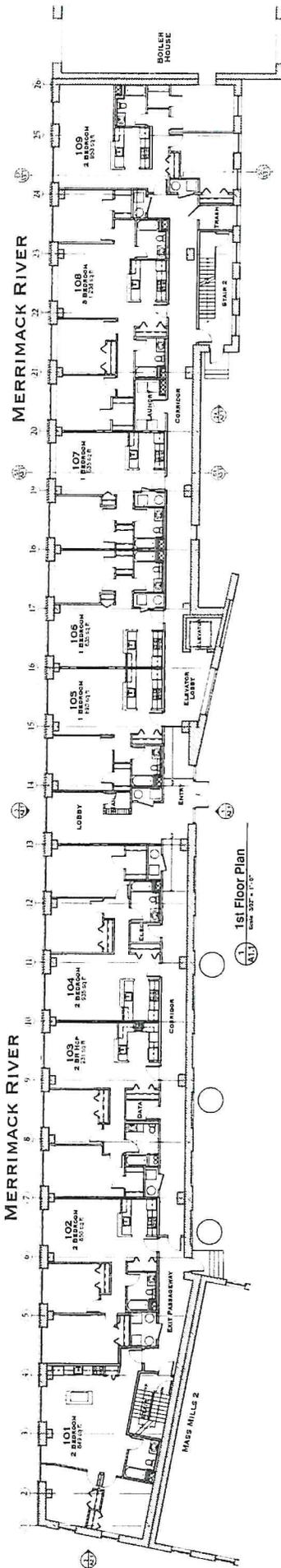
**Mechanical Systems:** Mechanicals and ductwork will be concealed above hard ceilings to be installed on each level (see Building Sections, A3.1).

**Window Specifications:** A supplier has not yet been selected for replacement windows. As a result, shop drawings are not yet available. Replacement windows are specified to have applied exterior muntins and spacer bars.

# ARCHITECTURAL PLANS



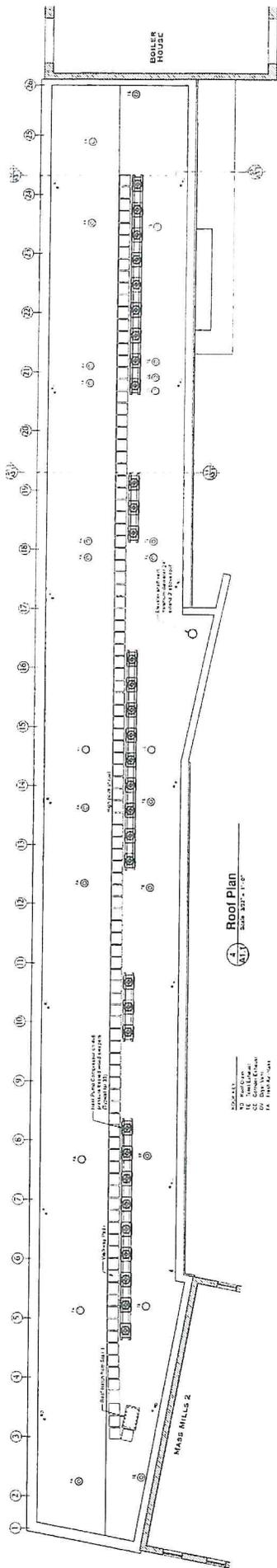
2 2nd Floor Plan  
Scale: 3/32" = 1'-0"



1 1st Floor Plan  
Scale: 3/32" = 1'-0"

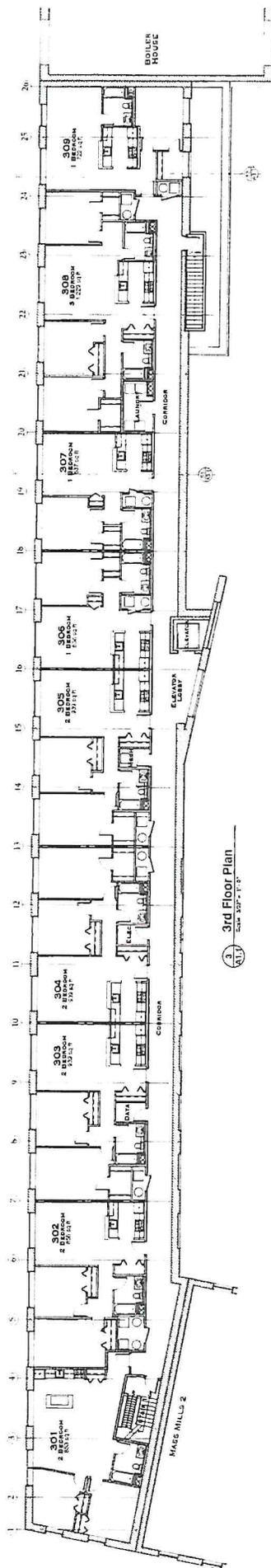
08-30-23

MULLINE COMPANY  
MERRIMACK RIVER  
LOWELL, MASSACHUSETTS  
Russell Scott Steedle & Capone Architects Inc  
DATE: 08-30-23  
SCALE: 1/4" = 1'-0"  
PROJECT: A11.1



4  
A1.1  
Roof Plan  
Scale: 3/32" = 1'-0"

SYMBOLS:  
 1.2. Floor Slab  
 1.3. Floor Joist  
 1.4. Column  
 1.5. Beam  
 1.6. Wall



3  
A1.1  
3rd Floor Plan  
Scale: 3/32" = 1'-0"

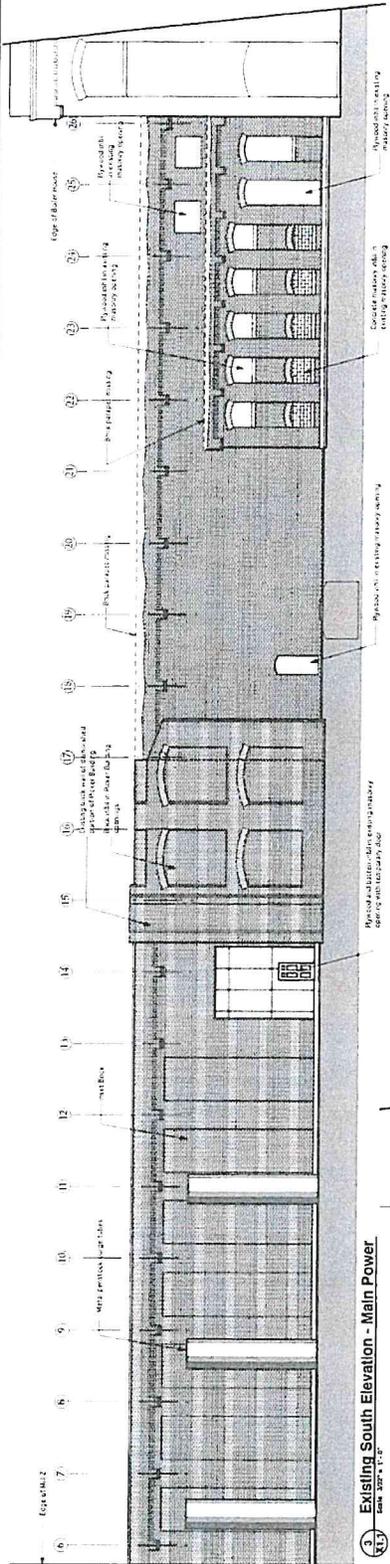
08-30-23

MILLING COMPANY  
 MASS MILLS 2  
 LOCAL MASSACHUSETTS  
 Russell Scott Steedle & Company Architects Inc.

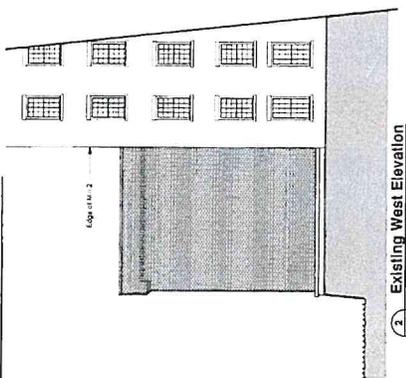
Third Floor Plan  
 and Roof Plan  
 08-30-23  
 A1.2



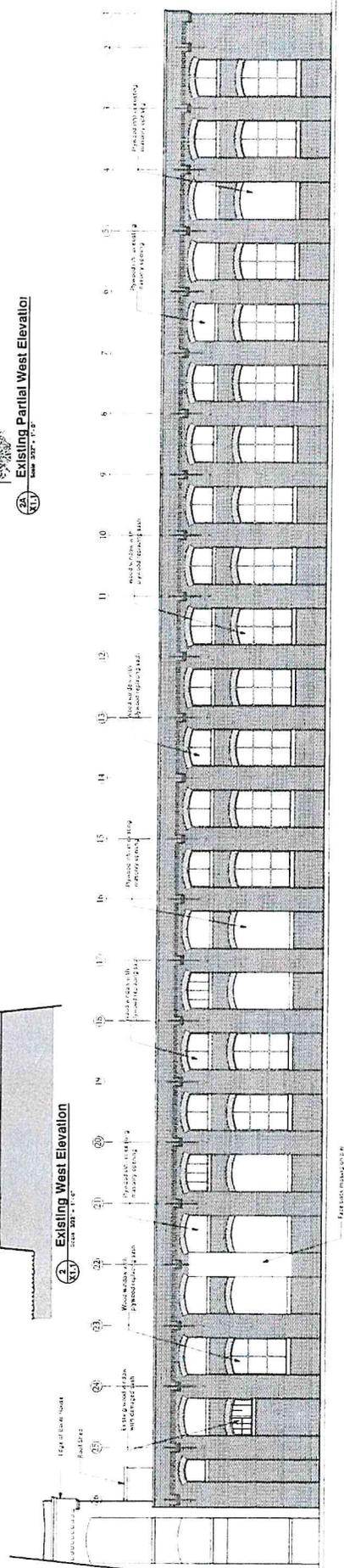




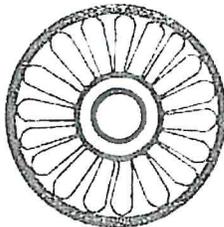
3 Existing South Elevation - Main Power  
Scale 3/32" = 1'-0"



2 Existing West Elevation  
Scale 3/32" = 1'-0"



1 Existing North Elevation - Main Power  
Scale 3/32" = 1'-0"



# COMMONWEAL COLLABORATIVE

66 WEST STREET, LEOMINSTER, MASSACHUSETTS 01453  
Telephone: 978/537-6414 Facsimile: 978/537-8056  
Email: CommonColl@aol.com

**RECEIVED**

HAND DELIVERED

AUG 31 2023

August 31, 2023

**MASS. HIST. COMM**

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Blvd.  
Boston, Massachusetts 02125

Re: State Historic Rehabilitation Tax Credit Program Re-Application  
Massachusetts Mills Boiler House  
Lowell, Massachusetts  
MHC No. SHRTC 10

Dear Brona:

For consideration in the August 31, 2023/Round 59 of the State Historic Rehabilitation Tax Credit Program, please find enclosed one (1) copy of the above-referenced re-application with appropriate support documentation which includes:

- Signed Cover Sheets for Parts 1 and 2
- Signed Executive Agent/Lobbyist Questionnaire
- Updated Financial Statements and Budgets
  - Total Project Costs and Certified Rehabilitation Expenditures
  - Sources and Uses of Funds
- Updated Project Schedule/Timeline
- DUA Certificate of Compliance
- Updated Letters of Support
  - Mary Thompson, Board Chair, Preservation Massachusetts
  - Stephen Stowell, Administrator of the Lowell Historic Board (copy enclosed, original mailed directly to MHC)
- Response to MHC Request for Additional Information, August 18, 2023
- Architectural Drawings: A1.1 - A1.3, A2.1, A2.2, A3.1, A4.1, A4.2, X1.1, X1.2

Sufficient funds were secured to complete rehabilitation of the Picker House of the Massachusetts Mills Complex. Approvals from NPS of Amendment K to Part 2 of the HPCA, which separated the Boiler House from the rest of the project, and from MHC of Amendment 1 to the Massachusetts HRTC Application to phase the project were given on February 4, 2015 and August 10, 2015, respectively. Seeking funding for the Boiler House has continued as work proceeded on Mill No. 3/Picker House whose rehabilitation is now complete. On May 3, 2018, the Picker House project was selected for a Community Excellence Award for Excellence in Historic Preservation by the Lowell National Historical Park and Lowell Heritage Partnership.

Of the \$6,970,000 in MA HRTC's awarded to the project to date, \$4,482,803.40 were used in funding the rehabilitation of the Picker House, leaving a balance of only \$2,487,197 (71.7 percent) in credits to be applied towards the total of \$3,466,000 in credits for which the Boiler House project qualifies.

No rehabilitation work can be done on the Boiler House without additional financing. Although ongoing, the process of funding work on the Boiler House is not yet complete. With only approximately 71 percent

of historic rehabilitation tax credits for which the project qualifies committed to the rehabilitation of the Boiler House, funding will remain inadequate. As a result, the Boiler House will continue as a vacant, blight on the site and a detriment to completing the rehabilitation of the entire Massachusetts Mills complex.

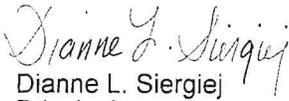
Clearly, its difficult location on a congested site have inhibited the adaptive use of the mill. Although the Boiler House has been boarded and the watchful eye of property management has greatly decreased access, vandalism and physical deterioration remain the greatest threats to the historic fabric of the property.

The Massachusetts Mills complex is listed as a National Historic Landmark as part of the Locks and Canals Historic District. Mills No. 1 and 2 of the Massachusetts Mill complex were adapted to housing as the subjects of certified historic rehabilitations between 1987 and 1992. Those projects have been recognized as exemplary by many preservation groups. Rehabilitation of the Picker House/Mill No. 3 was viewed on a tour at the Preservation Mass Historic Preservation Conference in September 2017. Rehabilitation of the Boiler House along with the adjacent Main Power House will complete the adaptive reuse of the complex.

Copies of the federal HPCA with support documentation, Amendments as well as previous state historic rehabilitation tax credit applications for these buildings remain on file at your office. Please call if I can be of any assistance in your review.

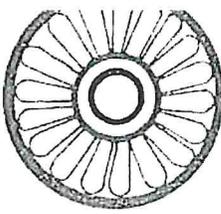
Thanking you for your consideration, I am

Respectfully,

  
Dianne L. Siergiej  
Principal

Enc. (as specified)

cc: J. Mullins, The Joseph R. Mullins Co.



# COMMONWEAL COLLABORATIVE

66 WEST STREET, LEOMINSTER, MASSACHUSETTS 01453  
Telephone: 978/537-6414 Facsimile: 978/537-8056  
Email: CommonColl@aol.com

**RECEIVED**

HAND DELIVERED

**AUG 31 2023**

August 31, 2023

**MASS. HIST. COMM**

Brona Simon, Executive Director  
Massachusetts Historical Commission  
Massachusetts Archives at Columbia Point  
220 Morrissey Blvd.  
Boston, Massachusetts 02125

Rè: State Historic Rehabilitation Tax Credit Program Re-Application  
Massachusetts Cotton Mills Main Power House  
Lowell, Massachusetts  
MHC No. SHRTC 1238

Dear Brona:

For consideration in the August 31, 2023/Round 59 of the State Historic Rehabilitation Tax Credit Program, please find enclosed one (1) copy of the above-referenced re-application with appropriate support documentation which includes:

- Signed Cover Sheets for Parts 1 and 2
- Signed Executive Agent/Lobbyist Questionnaire
- Updated Financial Statements and Budgets
  - Total Project Costs and Certified Rehabilitation Expenditures
  - Sources and Uses of Funds
- Updated Project Schedule/Timeline
- DUA Certificate of Compliance
- Updated Letters of Support
  - Mary Thompson, Board Chair, Preservation Massachusetts
  - Stephen Stowell, Administrator of the Lowell Historic Board (copy enclosed, original mailed directly to MHC)
- Response to MHC Request for Additional Information, August 18, 2023
- Architectural Drawings: A1.1, A1.2, A2.1, A3.1, X1.1

Thanking you for your consideration, I am

Respectfully,

Dianne L. Siergiej, Principal

enc. (as specified)

cc: J. Mullins, Mass Mills III LP



Yovani Baez-Rose  
*Assistant City Manager/Director*

Lloyd DeJesus  
*Director*

TO: Thomas A. Golden, Jr., City Manager  
FROM: Yovani Baez- Rose, Assistant City Manager/DPD Director  
DATE: February 27, 2024  
RE: Community Preservation Act – Funding Recommendations

The Community Preservation Act (CPA) was signed into law in 2000 as a tool to assist communities in preserving open space, and historic sites, and creating affordable housing.

The CPA requires that communities spend, or set aside for future spending, a minimum of 10% of their annual CPA revenues for each of the three following categories: open space/outdoor recreation, historic preservation, and community housing. The remaining 70% of the funds are undesignated, and can be used for any allowable project in any of the CPA categories.

Funding for the CPA comes from two sources. The first is a surcharge on local property taxes of one (1), two (2), or three (3) percent. The second is from a state match from the Community Preservation Trust Fund whose source of funds is surcharges on documents filed at the Registry of Deeds.

### **Funding**

The City of Lowell approved a 1% surcharge on local property taxes to fund the City's CPA. The City approved the following exemptions to the surcharge:

- (1) First \$100,000 of residential property value;
- (2) Full commercial property value;
- (3) Low-income, and low- or moderate-income senior homeowners.

The City also receives a state match from the Commonwealth's Community Preservation Fund.

### **Community Preservation Committee Responsibilities**

Upon passage of the CPA in Lowell, a nine (9) member Community Preservation Committee (CPC) was created to administer the CPA. The CPC is tasked with studying the needs, possibilities, and resources of the City of Lowell in regards to community preservation. In conducting such studies the CPC will consult with municipal boards, commissions, authorities, the City Manager, the Mayor, and the City Council, as well as City agencies, and personnel. The

CPC worked with City staff, along with significant public outreach to create a Community Preservation Plan.

The CPC has completed a full application and review process for proposals for CPA funds, attached are recommendations for approval and appropriation.

All projects receiving CPA funds must receive BOTH:

- (1) A favorable recommendation from the CPC; and
- (2) Approval from the City Council.

The City Council may vote to approve less funding than recommended by the CPC, but may not fund a project that has not been approved by the CPC, or change the funding source for the approval.

On January 25, 2024, the CPC met and recommended for approval the following projects; note there were no Open Space applications and Open Space funds were set aside for future use. On Wednesday, February 21, 2024 the City Council Finance Subcommittee heard presentations from applicants and made a positive recommendation on each application.

## **OPEN SPACE AND OUTDOOR RECREATION**

### **COMMUNITY HOUSING**

1. Suffolk Place – Community Housing
  - a. Applicant: Acre Crossing
  - b. Funding Recommendation: \$200,000
    - i. Approval is conditional on Suffolk Place executing an affordability restriction on the property consistent with MassHousing’s standards.
  - c. Scope of work includes the construction of a new mixed-use building at 408 Suffolk St & 585 Market St containing 33 affordable homeownership units.
2. Mass Mills – Community Housing/Historic Preservation
  - a. Applicant: Mullins Management Company
  - b. Funding Recommendation: \$146,089.11
    - i. Approval is conditional on Mass Mills executing an affordability restriction on the property consistent with MassHousing’s standards.
  - c. Scope of work includes the rehabilitation of the historic Boiler House B and Main Power House at 169.1 and 169.2 Bridge St, and the conversion of the buildings to contain 82 affordable housing units.

### **HISTORIC PRESERVATION**

1. Project Vlahos – Historic Preservation
  - a. Applicant: 199 Market Street, LLC
  - b. Funding Recommendation: \$265,000
    - i. Approval is conditional on Project Vlahos executing a Historic Preservation restriction on the property.

- c. Scope of work includes the restoration/rehabilitation of the historic building at 199-201 Market Street. The building will contain 1 ground floor commercial unit and 2 residential units.
2. 150 Middlesex Street – Historic Preservation
- a. Applicant: Julio Rodriguez
  - b. Funding Recommendation: \$200,000
    - i. Approval is conditional on 150 Middlesex executing a Historic Preservation restriction on the property.
  - c. Scope of work includes the restoration/rehabilitation of the historic building at 150 Middlesex Street and the conversion of the property into 9 residential units.

CC: Lloyd DeJesus, Director of Development Services  
Francesca Cigliano, Senior Planner  
Dylan Ricker, Associate Planner