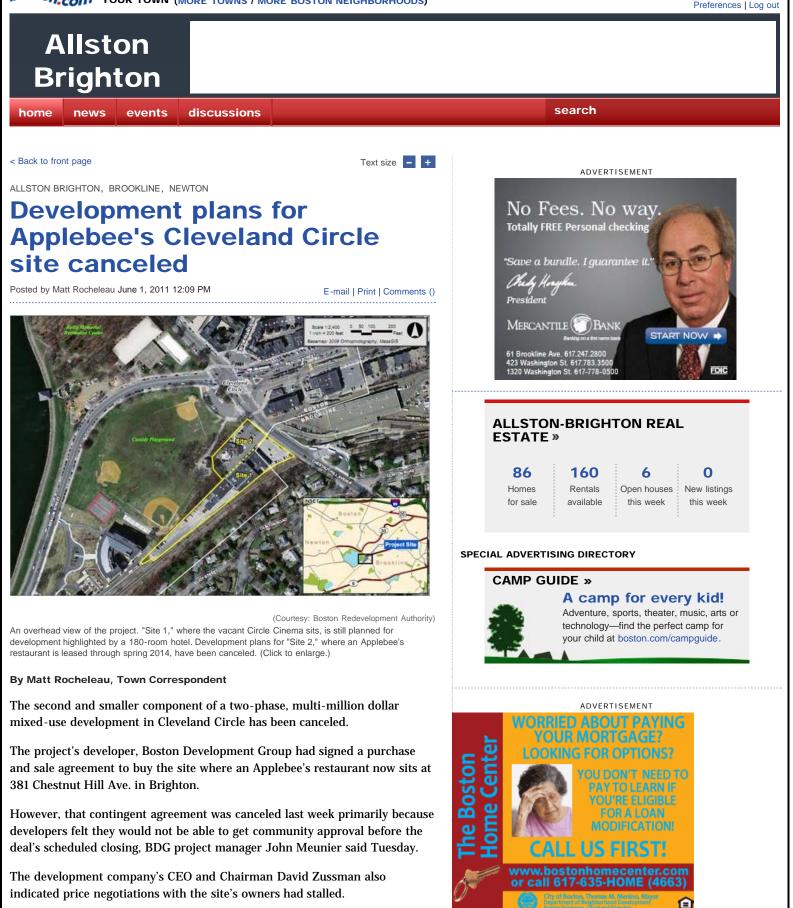
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Allston Brighton

"We told him we could honestly not pay that price," Zussman said, declining

to disclose the asking price or other terms.

He said that site is now off the table for development by BDG, "unless they come back to us, but we have no indication that they will."

David Shactman, a member of the trust that owns the site, confirmed the agreement had been canceled Tuesday, but declined to discuss the matter further. Phillip Nexon, a fellow member of the ownership trust, could not be reached.

Zussman said the project's first phase will not be impacted by the cancellation of the second one. The development's overall price tag, previously \$45 million, will be lower without the second phase, but the developers did not immediately have that figure Tuesday.

The second phase was scheduled to start after Applebee's lease expires in May 2014. Plans had called for demolishing the existing restaurant space and constructing a 39,000 square-foot building with around 30,000 square feet of office space, 9,000 square feet of retail and 37 parking spaces.

The first phase on an abutting, separately-owned property will demolish the old Circle Cinema theater – vacant since 2008 when it closed after a 68-year run – to make room for a new building that will include a 180-room hotel.

While the second phase would have been entirely in Boston's Brighton neighborhood, the project's first component straddles the Brighton-Brookline border.

The first phase property is addressed 375 Chestnut Hill Ave. in Boston and 399 Chestnut Hill Ave. in Brookline.

Forty of the hotel rooms are planned to be on the Brookline side along with around 18,000 square feet of office space, 8,500 square-feet of restaurant space and 16 parking spots. The other 140 rooms and 102 parking spaces are planned for the development's Brighton side.

Two companies – Hyatt Place and Hilton Garden Inn – are under consideration for the hotel space, according to development officials. After community concerns, BDG says it is no longer considering the Hampton Inn hotel brand.

BDG has a purchase and sale agreement signed for the first – and now only – phase site. That purchase is expected to be completed as planned, Meunier said.

Through Boston's large project review process, the city's redevelopment authority held its first community meeting about the project two weeks ago. Then, the chief concern among residents – from Brookline, Brighton and nearby Newton – was that the development may not live up to its full potential if it is designed as two separate sites and phases instead of one.

At that meeting, developers explained why the two sites were being handled and developed separately. They said the second site would not be available until Applebee's lease there expired in three years.

Zussman added then that, though "we desire as you do to build it as one site," BDG could neither afford to buy that site outright now, nor could the company afford to hold off developing site one until the second site was available.

But, residents including Eva Webster argued that it did not make sense to have an "inferior project" because of the timing of lease endings.

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"We can't let a small thing like that dictate the design of this project," said Webster at the May 17 meeting under a tent setup in the former cinema site's parking lot. "We're going to be stuck with this project for the rest of our lives."

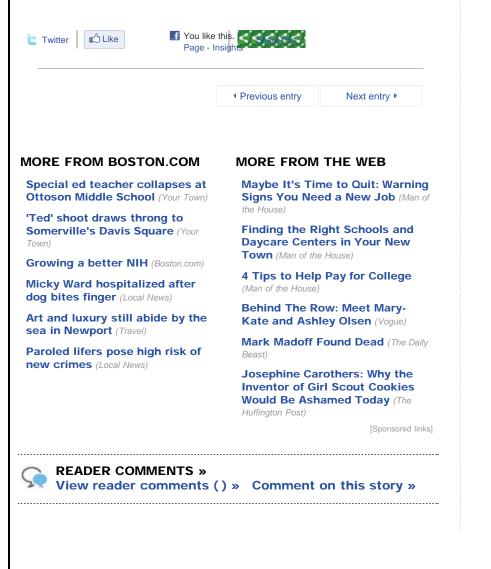
As that meeting began, BDG's project manager called the plans "still a work in progress."

"A key point of this process is for us to listen," Meunier added. "It's very important that meetings like this keep happening."

A second community meeting with the Boston Redevelopment Authority and project developers will be held Wednesday at 6:30 p.m. at the Hamilton School auditorium on Strathmore Road.

A separate community process about the development proposal began several months ago in Brookline. Last week, Town Meeting approved significant zoning changes in the hope of giving Brookline residents some leverage over two proposed large developments, including the cinema site.

E-mail Matt Rocheleau at mjrochele@gmail.com.



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