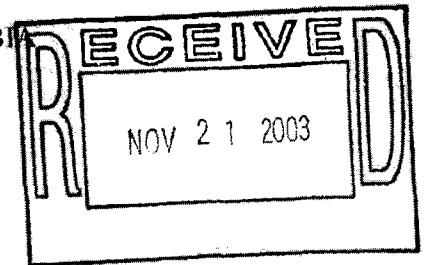


GOVERNMENT OF THE DISTRICT OF COLUMBIA
Department of Employment Services



Office of Employer Services



NOV 19 2003

Mr. Larry Clark
Vice President
Columbia Heights Ventures, L.L.C. c/o Donatelli & Klein, Inc
7200 Wisconsin Avenue, Suite 310
Bethesda, Maryland 20814

Dear Mr. Clark:

Enclosed is your copy of the signed First Source Employment Agreement between the D.C. Department of Employment Services (DOES) and **Columbia Heights Ventures, L.L.C. c/o Donatelli & Klein, Inc.**

Under the terms of the Agreement, you are required to use DOES as your first source to fill all new jobs created as the result of Contract Number: **S.O. 03-757**. In addition, at least 51% of the newly created jobs must be filled by District residents, as well as, at least 51% apprentices and trainees must be District residents.

You should post your job vacancies to the Department of Employment Services' Virtual One-Stop (VOS) at www.dcnetworks.org. VOS is an advanced web-based workforce development system, which allows employers to place job orders and search for applicants by skill-set or position. The system also accommodates the employer looking for specific industrial and economic data and has a series of Internet links to a variety of issues and topics of interest to employers. Should you need assistance in posting your job vacancies, please contact Job Bank at (202) 698-6001.

Also, enclosed is a Contract Compliance Form, which must be completed and submitted by you and your subcontractors each month. This form collects data on all new hires employed on the project. A DOES contract monitor will compare the information you provide on this form with your actual employment and payroll records. If you have any questions regarding the Contract Compliance Form, please contact Shirley McKoy at (202) 698-5772.

Thank you for participating in the First Source Employment Agreement Program, and we are looking forward to working with you.

Sincerely,

Margaret V. Wright

Margaret V. Wright
Acting Associate Director
Office of Employer Services

Enclosures

FIRST SOURCE EMPLOYMENT AGREEMENT

Contract Number: S.O. 03-757
Contract Amount: \$40,000,000
Project Name: Columbia Heights Station
Project Address: 14th & Irving (SW Corner- Sq. 2672) Ward: 1

This Employment Agreement, in accordance with D.C. Law 5-93 and Executive Order 83-265 for recruitment, referral, and placement of District residents, is between the District of Columbia, Department of Employment Services, hereinafter referred to as DOES, and Columbia Heights Ventures, L.L.C. c/o Donatelli & Klein, Inc.

Hereinafter, referred to as EMPLOYER. Under this Employment Agreement, the EMPLOYER will use DOES as its first source for recruitment, referral and placement of new hires or employees for the new jobs created by this project and will hire 51% D.C. residents for all new jobs created, as well, as 51% of apprentices employed in connection with the project shall be District residents registered in programs approved by the District of Columbia Apprenticeship Council.

I. General Terms

- A. The EMPLOYER will use DOES as its first source for the recruitment, referral and placement of employees.
- B. The EMPLOYER shall require all contractors and subcontractors with contracts totaling \$100,000 or more to enter into a First Source Employment Agreement with DOES.
- C. DOES will provide recruitment, referral and placement services to the EMPLOYER subject to the limitations set out in this Agreement.
- D. DOES participation in this Agreement will be carried out by the Office of the Director, with the Office of Employer Services, which is responsible for referral and placement of employees, or such other offices or divisions designated by DOES.

- E. This Agreement shall take effect when signed by the parties below and shall be fully effective for the duration of the contract and extension or modifications to the contract.
- F. This Agreement shall not be construed as an approval of the EMPLOYER'S bid package, bond application, lease agreement, zoning application, loan or contract/subcontract.
- G. DOES and the EMPLOYER agree that for purposes of this Agreement, new hires and jobs created (both union and nonunion) include all EMPLOYER'S job openings and vacancies in the Washington Metropolitan Area created as a result of internal promotions, terminations and expansions of the EMPLOYER'S workforce, as a result of this project, including loans, lease agreements, zoning applications, bonds, bids and contracts.
- H. For purposes of this Agreement, apprentices as defined in D.C. Law 2-156, are included.
- I. The EMPLOYER shall register an apprenticeship program with the D.C. Apprenticeship Council for construction or renovation contracts or subcontracts totaling \$500,000 or more. This includes any construction or renovation contract or subcontract signed as the result of a loan, bond, grant, Exclusive Right Agreement, street or alley closing, or a leasing agreement of real property for 1 year or more.

Recruitment

- A. The EMPLOYER will complete the attached Employment Plan which will indicate the number of new jobs projected, salary range, hiring dates and union requirements. The EMPLOYER will notify DOES of its specific need for new employees as soon as that need is identified.
- B. Notification of specific needs, as set forth in Section II.A., must be given to DOES at least five (5) business days (Monday - Friday) before using any other referral source, and shall include, but need not be limited to, the number of employees needed by job title, qualification, hiring date, rate of pay, hours of work, duration of employment and work to be performed.

- C. Job openings to be filled by internal promotion from the EMPLOYERS'S current workforce need not be referred to DOES for placement and referral.
- D. The EMPLOYER will submit to DOES, prior to starting work on the project, the names; and social security numbers of all current employees, including apprentices, trainees and laid off workers who will be employed on the project.

Referral

- A. DOES will screen and refer applicants according to the qualifications supplied by the EMPLOYER.

Placement

- A. DOES will notify the EMPLOYER, prior to the anticipated hiring dates, of the number of applicants DOES will refer as agreed. DOES will make every reasonable effort to refer at least two qualified applicants for each job opening.
- B. The EMPLOYER will make all decisions on hiring new employees but will in good faith use reasonable efforts to select its new hires or employees from among the qualified persons referred by DOES.
- C. In the event DOES cannot refer the qualified personnel requested, within five (5) business days (Monday - Friday) from the date of notification, the EMPLOYER will be free to directly fill remaining positions for which no qualified applicants have been referred. In this event, the EMPLOYER will still be required to meet the 51% goal.
- D. After the EMPLOYER has selected its employees, DOES will not be responsible for the employees' actions and the EMPLOYER hereby releases DOES from any liability for employees' actions.

V. Training

DOES and the EMPLOYER may agree to develop skills training and on-the-job training programs; the training specifications and cost for such training will be mutually agreed upon by the EMPLOYER and DOES and covered in a separate Training Agreement.

Controlling Regulations and Laws

- A. If this Agreement conflicts with any labor laws or governmental regulations, the laws or regulations shall prevail.

- B. DOES will work within the terms of all collective bargaining agreements to which the EMPLOYER is a party.
- C. The EMPLOYER will provide DOES with written documentation that the EMPLOYER has provided the representative of any involved collective bargaining unit with a copy of this Agreement and has requested comments or objections. If the representative has any comments or objections the EMPLOYER will provide them to DOES.

11. Agreement Modifications, Renewal, and Monitoring

- A. If, during the term of this Agreement, the EMPLOYER should transfer possession of all or a portion of its business concerns affected by this Agreement to any other party by lease, sales, assignment or otherwise, the EMPLOYER as a condition of transfer shall:
 - 1. Notify the party taking possession of the existence of the EMPLOYER'S Agreement.
 - 2. Notify the party taking possession that full compliance with this Agreement is required in order to avoid termination of the project.
 - 3. EMPLOYER shall, additionally, advise DOES within seven (7) days of the transfer. This advice will include the name of the party taking possession and the name and telephone of that party's representative.
- B. DOES shall monitor EMPLOYER'S performance under this Agreement. The EMPLOYER will cooperate in DOES' monitoring effort and will submit a Contract Compliance Form to DOES monthly.
- C. To assist DOES in the conduct of the monitoring review, the EMPLOYER will make available payroll and employment records for the review period indicated.
- D. If additional information is needed during the review, the EMPLOYER will provide the requested information to DOES.

- E. The EMPLOYER and DOES, or such other agent as DOES may designate, may mutually agree to modify this Agreement.
- F. The project may be terminated because of the EMPLOYER'S non-compliance with the provisions of this Agreement.

This 1st day of June 20 03

DEPARTMENT OF EMPLOYMENT SERVICES


SIGNATURE OF EMPLOYER

for Columbia Heights Ventures, L.L.C.
c/o Donatelli & Klein, Inc.

NAME OF COMPANY

7200 Wisconsin Ave. - Suite 310

Bethesda, MD 20814

ADDRESS

(301) 654-0700

TELEPHONE

EMPLOYMENT PLAN

Instructions:-

- o Submit original to the Department of Employment Services (DOES) with First Source Employment Agreement.
- o Upon approval of project by the originating agency, DOES will contact Employer.

NAME OF FIRM Columbia Heights Ventures L.L.C. c/o Donatelli & Klein, Inc.

ADDRESS 7200 Wisconsin Ave. Suite 310, Bethesda, MD 20814

TELEPHONE NUMBER (301)654-0700 FEDERAL IDENTIFICATION NO. _____

CONTACT PERSON Larry Clark TITLE V.P.

TYPE OF BUSINESS Real Estate Development

ORIGINATING DISTRICT AGENCY _____

TYPE OF PROJECT New Residential Building FUNDING AMOUNT _____

PROJECTED START DATE 6/04 PROJECT DURATION 12/05

NEW JOB CREATION PROJECTIONS (Attach additional sheets, as needed.) Please indicate the new position(s) your firm will create as a result of this project

	JOB TITLE	# OF JOBS F/T P/T	SALARY RANGE	UNION MEMBERSHIP REQUIRED NAME LOCAL#	PROJECTED HIRE DATE
A	Property Mgr.	1	\$45,000+/-		12/05
B	Asst. Prop. Mgr.	1	\$40,000+/-		12/05
C	Maint. Engineer	1	\$40,000+/-		12/05
D	Security Guard	2	\$35,000+/-		12/05
E	Leasing Agent	1	\$40,000+/-		6/05

CURRENT EMPLOYEES: Please list the names and social security numbers of all current employees including apprentices and those who will be employed on the project. Attach additional pages as needed.

[illegible]

Signature:

Cultu

Date:

6/1/03

***For Office Use Only:**
Profile No. _____

Contract Compliance Form
Reporting Compliance with Mayor's Order 83-265 and D.C. Law 5-93
First Source Employment Agreement

Instructions:

To be completed by the employer and submitted on the 10th of each month until completion of the project. Forward to:

Department of Employment Services (DOES)
609 H Street, N.E., Room 431
Washington, D.C. 20002
Telephone: (202) 698-5772 Fax: (202) 698-5720
Website: www.does.dc.gov

Reporting Period _____, 20____
Name of Firm: _____
Address: _____
Contact Person: _____ E-mail: _____
Title: _____ Telephone Number: _____
Employer Federal Identification Number: _____
Contract/Loan Number: _____
Project Location: _____
Project Start Date: _____ Project End Date: _____
Contracting/Lending Agency: _____

I. Vacancies, Referrals and Hires

Please provide monthly and cumulative statistics for the numbers of jobs created, referrals made and hires.

	This Month	Cumulative
Number of Vacancies Currently Available		
Number of Vacancies Listed with DOES		
Total Number of Hires		
Number of District Residents Hired		
Number of DOES Referrals Hired		
Number of Current Employees Transferred to Work on Project		
Referrals Made by Other Sources		
DOES Referrals Made		

II. New Hires This Month

List the name, social security number, job title, hire date, and place of residence for all new hires this month. Referral sources are: (1) DOES and (2) Other Referral Sources (specify).

[illegible]

III. Current Workforce This Month

List the name, social security number, address, job title, and hire date of all current employees transferred to work on the project this month.

Name	SSN	Address	Job Title	Hire Date

IV. Laid Off Employees This Month

List the name, social security number, address, job title, and hire date of all laid off employees transferred to work on the project this month.

Name	SSN	Address	Job Title	Hire Date

V. Termination This Month

List the name, social security number of all employees employed on the project that were terminated and/or resigned during this reporting period.

Name	SSN	Job Title	Termination Date	Place of Residence

VI. Indicate whether your firm is:

1. A Certified Local Small Disadvantaged Business: Yes ____ No ____
If yes, certification number:

2. A non-certified Local Small Disadvantaged Business Yes ____ No ____

VII. Do you have a registered Apprenticeship program with the D.C. Apprenticeship Council?

Yes ____ No ____

If yes, D.C. Apprenticeship Council Registration Number:

VIII. Subcontractor

Indicate whether your firm is a subcontractor on this project: Yes ____ No ____
If yes, specify Prime Contractor:

IX. Comments:

Describe any problems you have experienced in meeting your job creation projections in implementing the First Source Employment Agreement.

Signature

Date