

FRIENDSHIP SHOPPING CENTER



PUD AND ZONING MAP AMENDMENT
PRE-HEARING SUBMISSION
ZONING COMMISSION CASE NO. 08-15

OCTOBER 24, 2008

ZONING COMMISSION
District of Columbia
CASE NO. 08-15
EXHIBIT NO. 20

DEVELOPMENT TEAM

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**CERTIFICATION OF COMPLIANCE WITH SECTION 3013 OF THE ZONING
REGULATIONS**

Friendship-Macomb SC Inc. hereby certifies that this Pre-Hearing Submission, together with the Consolidated Planned Unit Development and Zoning Map Amendment Application filed on May 16, 2008, complies with the provisions of Chapter 24 and Section 3013 of the Zoning Regulations, that the application is complete, and that no further changes to the project are expected to be submitted prior to the public hearing on this Application. Additional details on the project, the proposed materials and signage will be provided to the Commission in a supplemental filing not less than 20 days prior to the public hearing, as permitted under this section.

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3013.1(a)	Information Requested by the Commission; Updated Materials Reflecting Changes Requested by the Commission	Statement, Exhibits A-E
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3013.1(d)	Additional Information, Reports or Other Materials	Statement, Exhibits A-E
3013.1(e)	Reduced Plans	Exhibit A
3013.1(f)	List of Publicly Available Maps, Plans and Other Documents	Exhibit I
3013.1(g)	Estimated Time Required for Presentation of Applicant's Case	1 hour
3013.2	Two Sets of Full Size Plans	N/A
3013.4	Proposed First Source Employment Agreement	Exhibit J
3013.6(a)	List of Names and Addresses of All Property Owners within 200 Feet of the Subject Site	Exhibit F
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Respectfully submitted,
PILLSBURY WINTHROP SHAW PITTMAN LLP



Phil Feola
David Avitabile

I. INTRODUCTION

A. *Summary of Requested Action*

This document supports the application of Friendship-Macomb SC, Inc. (“Applicant”) to the Zoning Commission of the District of Columbia (“Commission”) for the consolidated review and one-step approval of a Planned Unit Development (“PUD”) and Zoning Map Amendment for the Friendship Shopping Center. The project site consists of Lot 813 in Square 1920 (“South Parcel”) and Lots 1 and 2 in Square 1920-N (“North Parcel”), collectively the “Property”. The Property is located in the Cleveland Park neighborhood of Ward 3 and consists of approximately 178,236 square feet of land area. It is bounded by Idaho Avenue on the west, Wisconsin Avenue on the east, and adjacent property fronting on Macomb Street to the south. Newark Street runs east-west through the center of the site, dividing it into two parcels. The Property is currently occupied by an existing Giant supermarket and additional retail and commercial uses, as well as surface parking for these uses.

The proposed PUD will replace an outdated shopping center with a mixed-use development featuring a new Giant grocery store and a balance of new residential, retail and other commercial uses. On the South Parcel, the Applicant will construct a two-story building that contains the new Giant supermarket as well as a mix of ground-floor retail and second-story commercial and residential uses. A two-story parking garage containing approximately 395 spaces will be constructed beneath the grocery store. The Applicant will also construct eight townhouses along Idaho Avenue; each townhouse will contain two off-street parking spaces. On the North Parcel, the Applicant will construct a new five-story building featuring ground-level retail uses, approximately 124 apartment units on floors 2 through 5 and a below grade parking

garage containing 124 parking spaces for the apartments. The Project Plans are attached as Exhibit A.

In total, the Project will feature approximately 136,484 square feet of retail and commercial uses and 140 – 150 residential units for a total gross floor area of approximately 354,820 square feet (1.99 FAR). The Applicant will set aside 8% of the gross floor area devoted to residential use, or approximately 13,184 square feet, as affordable housing, with 50% of the space set aside for low-income households and 50% set aside for moderate-income households. The Project will have a maximum height of approximately 61 feet. It will contain approximately 535 parking spaces. A revised tabulation of development data is attached as Exhibit B.

Anchored by a new state-of-the-art Giant supermarket, the redevelopment of the site will transform the Property into a vibrant community center. The Project will reinforce the existing character and scale of the adjoining neighborhoods, striking a balance between the residential character of Idaho Avenue to the west and the commercial character of Wisconsin Avenue to the east. The PUD takes advantage of its central location convenient to multiple surrounding residential neighborhoods, and will feature neighborhood-serving retail uses as well as the new Giant supermarket. The mixed-use development will also be well-served by Metrobus service along Wisconsin Avenue, providing connections for residents, shoppers, employees and visitors to the rest of the District.

B. Community Outreach

The Applicant has commissioned Street-Works LLC, an urban mixed-use developer and design consultant, to create a comprehensive plan for redeveloping the site. Since 2005, Street-Works has developed and modified the project in response to community concerns raised both at open public meetings and smaller forums composed of neighborhood representatives. In order to

keep the community up-to-date on the development planning and to solicit additional feedback, the Applicant has set up a website at www.wisconsinavegiant.com. Since the filing of the application in May, the Applicant's team, led by Street-Works, has held a series of meetings with the community to present the PUD application and gather additional feedback.

II. COMMENTS OF THE OFFICE OF PLANNING AND THE ZONING COMMISSION

A. OP Setdown Report

The District of Columbia Office of Planning ("OP") filed a report with the Zoning Commission addressing the PUD application on July 18, 2008, recommending that the application be set down for a public hearing. In its report, OP noted that the redevelopment of the site would provide a greatly improved supermarket and other improved neighborhood-serving retail uses, and would be a benefit to the District and the immediate neighborhood. OP also found that the proposed zoning map amendment and development were not inconsistent with the Property's designations on the Future Land Use and Generalized Policy Land Use maps, and that the Project would further many of the policies of the Comprehensive Plan.

OP noted that the Applicant submitted a revised site plan and elevations of the project that depicted modifications to the design made based on input received from the Office of Planning and the surrounding residential community. First, the Applicant demonstrated that it had moved the entrance to the grocery store loading area more than 70 feet to the north, away from the residential uses to the south. Second, the Applicant included revised elevations that illustrated refinements to the architectural design of the Project.

In its report, the Office of Planning requested that the Applicant address additional issues. The Applicant's response to these issues is as follows:

1. Detail of environmental/green building initiatives.

The Applicant has designed the project as a whole to achieve the equivalent of a Silver rating under the LEED for Neighborhood Development (LEED-ND) rating system.

Furthermore, the North Parcel residential component of the project has been designed to achieve the equivalent of a Silver rating under the LEED for Homes Mid-Rise rating system.¹

Attached as Exhibit C are the LEED-ND Pilot Project and LEED for Homes Mid-Rise Pilot Project Checklists that the Applicant intends to follow in developing the PUD.

2. Traffic and Truck Management Plan.

Attached as Exhibit D and Exhibit E are the Applicant's Traffic and Parking Management Plan and Truck Management Plan, respectively. Both plans have been developed based on input from OP, the District's Department of Transportation ("DDOT"), and the surrounding community. Also included in Exhibit D is information from WMATA on service enhancements to the "30" Metrobus lines that serve the Wisconsin Avenue corridor, including a new limited-stop bus line that has been introduced and provides faster travel times for those traveling from upper Wisconsin Avenue to Downtown during peak periods on weekdays.

3. Elevations of roof structures with labeled dimensions and setbacks.

As shown on the Plan marked A110 in Exhibit A, the mechanical equipment on the roof of the grocery has been sited toward the north and east edges of the grocery store—away from

¹ According to the U.S. Green Building Council, the LEED-ND system will reduce urban sprawl, encourage healthy living, and increase transportation choice through projects that meet high levels of environmentally responsible and sustainable development. LEED-ND is currently in its pilot period and is expected to launch in 2009. Per the USGBC, LEED for Homes is a rating system that promotes the design of high-performance homes that use less energy, water, and natural resources, create less waste, and are healthier for the occupants.

the residential area to the southwest. In addition, the proposed screen wall enclosure will assist in buffering and minimizing noise from the rooftop mechanical equipment. The use of the enclosure represents a marked improvement over the existing condition, in which no such buffer exists. The roof structures will conform to the requirements of Title 20 of the D.C. Municipal Regulations, which set the maximum sound level for mechanical equipment at 60 decibels as measured from the property line (see 20 DCMR § 2801.2).

4. Locations of bicycle parking.

As shown on the plans marked A102 and A103, the Applicant shall provide secure, weather-protected bicycle storage within both garages as well as through bicycle racks at street level.

5. Analysis of the requested theoretical lot relief.

As described in Section III.B below, the Applicant has addressed the areas of requested relief.

6. Refinement of the architecture, building facades, materials and landscaping.

As shown on the architectural plans, elevations, and drawings (Exhibit A), the architectural design of the Project has been further refined based on continued input from the Office of Planning.

7. Details on the level and location of affordable housing units.

The PUD application notes that the project will create approximately 138 multi-family residential units as well as 8 townhouses, and that it will create approximately 13,148 square feet of affordable housing. Fifty percent of the affordable living space will be set aside as affordable housing for households earning below 50% of the average median income. The other fifty

percent will be set aside as affordable housing for households earning below 80% of the average median income. The affordable housing will be distributed as shown on the plans marked A104 – A105.

B. Zoning Commission Setdown Meeting

At its public meeting on July 28, 2008, the Zoning Commission voted unanimously to set down the PUD application for public hearing. As a part of its preliminary discussion of the PUD, members of the Zoning Commission inquired about the materials that will be used for landscaping, hardscaping and the buildings, as well as information on signage and the green building initiatives. In reviewing the architectural design, the Commissioners recognized that the July 21st submission reflected “significant process” on the design, and asked the Applicant to continue to refine the elevations based on continued guidance from OP.

As shown on the attached plans, the Project has been modified to provide a revised architectural design that is more consistent with the traditional massing and articulation of Wisconsin Avenue apartment buildings.

Commission members also asked for more information regarding the grocery store loading area, including sections of the store as it faces the residential properties along Idaho Avenue and details on any screening. Adjacent residential properties are acoustically and visually buffered from the grocery store loading docks in a number of ways. First, as noted above, the loading entrance has been moved away from these residential properties, and the Applicant will construct a pocket park between the loading area and the homes to the south as an amenity for the surrounding neighborhood. Second, as shown on the sections of the loading area included with Exhibit A, the loading area is located below the grade of the pocket park and surrounding properties, which will further reduce impacts. Third, an acoustic wall and trees will

increase the level of visual and aural buffering. Finally, all of the berths are located within the building—the open area is intended only as a turnaround area for the trucks so that they will be able to enter and exit the loading area without maneuvering on the public streets. These improvements represent a significant improvement over the existing loading for the Giant, which is neither covered nor buffered.

The Commission also asked for more information on the improvements planned along Newark Street, including the paving system and its impact, if any, on vehicular through traffic. The proposed paving systems and other improvements will enhance the functionality and safety of Newark Street for pedestrians, cyclists, and transit users accessing the site. An overlay of Newark Street today is included with the plan marked as A103. This graphic demonstrates that the proposed width of Newark Street will not be changed and will remain as it is today. As a result, the proposed improvements will not adversely affect the ability of through traffic to continue to use Newark Street. Moreover, vehicular traffic will continue to be able to use Newark Street to access the site.

Finally, the Commission asked for information on the planned phasing of the project. Phase I will consist of the main building on the South Parcel, which includes the grocery store, the street level retail, second-story commercial and 14 loft-style apartments. Other planned improvements, including the townhouses on the South Parcel and the building on the North Parcel, will be constructed either concurrently with the grocery store or subsequent to its completion.

III. SUMMARY OF REQUESTED RELIEF

A. Appropriateness of Rezoning

The Property is currently located in the MW/C-1 and R-5-A Zone Districts, and in the Low Density Commercial and Low Density Residential categories on the Future Land Use Map. The majority of the site is designated as a Neighborhood Commercial Center on the Generalized Policy Map. The Applicant has requested a PUD-related map amendment for approximately 152,848 square feet of the site to the C-2-A Zone District. The balance of the property, approximately 25,388 square feet, will remain in the R-5-A Zone District. The map amendment proposes to remove the MW Overlay designation from the site for purposes of the PUD.

During the Zoning Commission setdown meeting and in response to concerns raised by some members of the community, the Commission asked for information regarding the ability of the Commission to rezone property out of an Overlay District in conjunction with a PUD. The text and prior precedent support the Commission's ability to approve such a rezoning.

Under the Zoning Act of 1938, the Zoning Commission is empowered to "divide the District of Columbia into districts or zones," D.C. Code § 6-641.01, as well as "from time to time amend the regulations . . . or the maps", D.C. Code § 6-641.03. The Zoning Regulations that govern the review and approval of Planned Unit Developments specifically permit related requests to change the zoning of the property involved (see 11 DCMR § 2406.2). The Zoning Regulations do not distinguish overlay zones from base zone districts. Both types of zones are applied through a zoning map amendment procedure, and both types of zones may be removed through a zoning map amendment procedure. Nothing in the Zoning Regulations suggests that the use of a PUD-related zoning map amendment somehow precludes rezonings into, or out of, overlay districts. For this reason, the Commission has the authority to remove overlay district

designations, including neighborhood commercial overlay designations, from property through PUD-related map amendments, which it has exercised in the past (see, e.g. Z.C. Order No. 05-37, approving removal of H Street Overlay designation from a portion of the property through a map amendment).

Moreover, PUD-related map amendments out of overlay districts do not threaten the integrity of the overlay district because the Commission is able to consider the effect of the map amendment in light of the merits of the PUD. A PUD-related zoning map amendment is a conditional, temporary change to existing zoning that does not begin until a PUD covenant is recorded, ceases if the PUD is not built, and ends once the PUD use terminates. Moreover, since the map amendment is tied to the PUD, the Commission may impose greater limitations on the permitted height, density and uses than what is otherwise permitted in the requested zone category. Therefore, the Commission may condition the map amendment in a manner that furthers the purposes of the PUD yet protects the core features of an overlay district.

Here, the Applicant has requested that the Commission rezone the Property to remove it from the MW Overlay. The Commission clearly has the power to rezone the Property out of the MW Overlay, as demonstrated by the text of the Zoning Act, Zoning Regulations and prior precedent.

Moreover, the effect of removing the MW Overlay is consistent with the intent and purposes of the Zoning Regulations. The PUD process itself provides the public review of large

developments otherwise called for under Section 1308.2 of the MW Overlay.² The Project will advance the goal of the neighborhood commercial overlay district, which is to preserve and enhance neighborhood shopping areas, and will conform to key provisions of the Overlay designed to advance this goal, including the provision of ground-floor retail and service uses along both Wisconsin Avenue and Newark Street and the elimination of curb cuts and driveways along Wisconsin Avenue.

Finally, the proposed map amendment is not inconsistent with the Comprehensive Plan. As set forth in greater detail in the PUD Application, dated May 16, 2008, the proposed C-2-A Zone District is consistent with the Property's Low Density Commercial designation on the Future Land Use Map. In addition, the PUD and map amendment are essential to permit the redevelopment of the Property into the true Neighborhood Commercial Center that is shown on the Generalized Policy Map. The Plan also explicitly recognizes that the additional density and height achieved through the PUD process are bonuses that may exceed the general recommendations. Indeed, the Rock Creek West Element includes a policy that specifically calls for infill development on commercial areas, including mixed-use projects that combine housing and commercial uses. For all of the above reasons and as concluded by the Office of Planning, the rezoning of the Property to the C-2-A Zone District is consistent with the Comprehensive Plan of the District of Columbia.

² While the map amendment eliminates the need for special exception approval under Section 1308.3 of the MW Overlay, the Zoning Regulations would permit the Commission to grant the special exception if the provision applied. Under Section 2405.7, the Commission has the authority to approve special exceptions that might otherwise be required, and under Section 2405.8, the Commission need not apply the standards normally applied by the BZA when reviewing those exceptions. The Commission's authority under these sections includes both traditional "use" exceptions as well as other exceptions such as roof structure relief under Section 411.

B. Flexibility Under the PUD Guidelines

An updated Tabulation of Development Data is included as Exhibit B. The PUD process was created to allow greater flexibility in planning and design than is possible under conventional zoning procedures. The PUD regulations permit additional height, density and other flexibility from the area requirements of the regulations. The PUD regulations also permit the Zoning Commission to modify the amount of parking spaces and loading facilities depending on the uses and location of the project. Finally, the PUD regulations specifically allow the Zoning Commission to approve any zoning relief that would otherwise require the approval of the Board of Zoning Adjustment (“BZA”). This includes both uses ordinarily approved by the BZA as a special exception and other relief, such as relief from the roof structure requirements.

1. Lot Occupancy Requirements

The entire North Parcel is proposed to be zoned C-2-A. In this zone, the maximum permitted lot occupancy for portions of the building devoted to residential use is 60%. The portion of the Project on the North Parcel devoted to residential use will occupy approximately 75% of the underlying lot area. However, under the recently adopted Inclusionary Zoning requirements, a project in the C-2-A Zone District that is subject to IZ would be permitted to achieve a lot occupancy of 75%. Since the IZ Regulations are not yet effective but the Applicant is complying with the affordable housing requirements of the IZ Regulations, the Applicant requests that the Commission approve a lot occupancy of 75% for the residential portions of the Project as an area of flexibility of the PUD.

2. Roof Structures

The Applicant also requests flexibility from the roof structure provisions of the Zoning Regulations, including the requirements that roof structures be contained under a single

enclosure of an equal height and the requirement that roof structures be set back at a ratio of one-to-one from all exterior walls. This relief is required in order to accommodate the combination of uses within each building on the South Parcel as well as the specific requirements of the new Giant grocery store.

- First, for reasons of building efficiency and operation, the elevator core for the grocery store is located along the south wall of the building. As a result, the roof structure containing the elevator core is not set back from the building wall at a one-to-one ratio, and the Applicant requests relief to accommodate the lack of setback. The impact of the roof structure will not be significant because the south façade of the building itself is set back approximately 21 feet from the property line, and the roof structure is the same height as the parapet wall.
- Second, some of the flats on the second floor of the building on the South Parcel will contain pop-up roof structures containing stairways for the occupants to reach private roof terraces. These roof structures will not be set back from the exterior walls. Furthermore, there will be multiple structures. The building is well under the maximum height permitted in the C-2-A Zone District and the roof structures have been sensitively designed so that they do not have an adverse visual impact.

Relief from these roof structure requirements is also required for the North Parcel, which has multiple roof structures of unequal heights that are not set back from the exterior walls.

3. Parking Requirements

The Applicant requests flexibility from the strict parking and loading requirements in order to efficiently develop the Property. This flexibility is consistent with District policies that promote the shared use of parking and loading facilities as well as the use of smaller trucks for loading activity when feasible.

The Zoning Regulations require a total of 512 parking spaces for the Project. The PUD provides 535 parking spaces. However, the spaces are not allocated and distributed to the North and South Parcels as required by the Regulations. A complete analysis of the parking issues

involved in the PUD is contained in the Memorandum from the Applicant's Transportation Consultant, Wells & Associates, attached as Exhibit F.

The North Parcel garage will be reserved for residents of the building above, while the South Parcel will be open for use by the customers and employees of all of the retail uses, including the retail on the North Parcel. All of the residential uses in the project meet or exceed the zoning requirement for parking spaces: the North Parcel contains 1 parking space per unit, the townhouses contain 2 parking spaces per unit, and the apartments in the South Parcel contain 1 parking space for each two units.

The retail uses within the project, however, do not meet the strict requirement of the regulations, and the Applicant requests relief to: (1) locate all retail parking within the South Parcel parking garage and (2) permit a reduction in the required amount of retail parking. While the regulations require approximately 435 parking spaces, only 388 parking spaces will be provided for retail uses, all in the South Parcel garage.³

The Applicant believes that the amount of retail parking is adequate, particularly given the Project's location and proposed mix of uses. First, the site is well-served by public transportation, including the multiple "30s" bus lines, which provide connections to Metrorail as well as express service to, and from, downtown. Second, the site is also within walking distance of many of its future customers and patrons. Third, many of the ground-floor retail uses will not generate "stand-alone" trips; rather, their customers will be individuals who already came to the site to shop at the grocery store and will stop at the other stores as a part of their errands for the

³ The proposed second-story commercial space along Wisconsin Avenue on the South Parcel may contain both retail and office uses. To be conservative, the parking requirements have been calculated based on an assumption that the space will be entirely devoted to retail use.

day. Finally, the Traffic and Parking Management Plan attached as Exhibit D includes specific transportation demand management measures that will encourage residents and customers to use alternate means of transportation to reach the site.

4. Loading Requirements

The Applicant also requests flexibility from the loading requirements of the Zoning Regulations. Under the strict requirements of the Zoning Regulations, the North Parcel and South Parcel contain separate buildings that trigger separate loading requirements. Evaluated together, the Project meets the loading requirements of the Zoning Regulations.

Evaluated individually, the uses on the North Parcel would require three loading berths as well as two service/delivery spaces to accommodate its mix of retail and residential uses. The Applicant proposes two 30-foot loading berths on the North Parcel that will also serve as service/delivery spaces. This will be adequate to serve the needs of the building. The Applicant believes that two berths are sufficient since the retail and residential uses will trigger demands for the loading dock at different times, and the demands for the loading berths can be managed through the measures detailed in the Truck Management Plan attached as Exhibit E.

The South Parcel requires four berths and two additional service/delivery spaces to accommodate the grocery store as well as the retail uses. The South Parcel features five loading berths and two service delivery spaces. There is a four-berth loading dock that will service the Giant grocery store and exceeds the requirements for a grocery store of this size, which will ensure ample interior loading space to accommodate deliveries fully within the building. However, in order to access the loading dock, the trucks must cross the portion of the Property that will remain in the R-5-A Zone District. Therefore, the Applicant must request relief from the use requirements in order to permit commercial loading activity to transverse the R-5-A Zone

District. Furthermore, the Applicant requires relief to accommodate the proposed 30-foot wide curb cut that is necessary to ensure that the trucks accessing the loading area will have an adequate turning radius from Idaho Avenue.

The other retail and commercial uses on the South Parcel will be serviced by a second loading dock area that is accessed via a 20-foot public alley from Macomb Street. This dock contains a 30-foot berth fully within the Property, and the loading dock is connected to the retail and commercial uses along both Wisconsin Avenue and Newark Street on the South Parcel. These loading facilities will be adequate to serve the proposed commercial uses. Loading activity on the South Parcel in both loading docks will be managed through the Truck Management Plan, Exhibit E.

A detailed and complete analysis of the loading issues involved in the PUD is contained in the Memorandum from the Applicant's Transportation Consultant, Wells & Associates, attached as Exhibit F.

5. Townhouses

Townhouses are permitted in the R-5-A Zone as a special exception use under Section 353 of the Zoning Regulations. Section 353 requires the applicant to file a site plan, floor plans and elevations, grading and landscaping plans, and a circulation plan. All of these plans have been included in the attached set of drawings. In addition, Section 353 requires review of the adequacy of public facilities to accommodate the proposed new development by public agencies such as DDOT as well as review of the appropriateness of the proposed plan by the Office of Planning. Again, these are agency reviews ordinarily conducted through the PUD process, and the Commission will therefore address the elements of Section 353 through its review and approval of the PUD.

The Applicant intends to construct the townhouses on the same underlying record lot as the principal mixed-use building containing the new grocery store (i.e., the South Parcel), and therefore also requests approval of these structures as multiple buildings on a single record lot under Section 2516. Much like Section 353, Section 2516 requires the filing of plans and elevations that are already required through the PUD process. Furthermore, the substantive requirements of Section 2516—satisfactory evidence that the requirements of the Zoning Regulations regarding use, height, bulk, and open space are met and that the proposed development is not likely to have an adverse effect on the surrounding neighborhood—are addressed through the PUD process. Finally, as in a PUD, Section 2516 requires a review of the features of the proposed plan by the Office of Planning, which takes place as a part of the PUD process. For this reason, the Commission will address the elements of Section 2516 through its review and approval of the PUD as well. To the extent that the Commission deviates in form or substance from the strict requirements of either Section 353 or 2516, such deviation is expressly permitted under Section 2405.8 of the Regulations.

IV. PUBLIC BENEFITS AND PROJECT AMENITIES

The objective of the PUD process is to encourage high-quality development that provides public benefits and project amenities by allowing applicants greater flexibility in planning and design than may be possible under matter-of-right zoning. The instant application will achieve the goals of the PUD process by providing new housing and retail opportunities, including a new Giant grocery store, in a well-designed project that incorporates several new public gathering spaces and enhances the surrounding public space. This furthers several goals set forth by the District of Columbia.

A. *Housing and Affordable Housing*

The PUD guidelines state that the production of housing and affordable housing is a public benefit that the PUD process is designed to encourage. This project will create approximately 140-150 new residential units in a variety of forms that include flats, lofts and townhouses. It will also create approximately 13,148 square feet of affordable housing, with 50% set aside as low-income affordable housing (i.e. for households earning below 50% of the average median income) and 50% set aside as moderate-income affordable housing (i.e. for households earning below 80% of the average median income).

B. *Urban Design, Architecture, Landscaping, or Creation and Preservation of Open Spaces*

The Regulations list urban design and architecture as categories of public benefits and project amenities for a PUD. As shown on the detailed plans, elevations, and renderings included as Exhibit A, the Project exhibits all of the characteristics of exemplary urban design. Specific features include the use of a variety of public spaces, well-designed sidewalks with street trees of significant size around both blocks, inviting and active storefronts along each commercial street edge, well-located and carefully designed customer-friendly parking garages and vertical circulation cores, clear separation of the major loading functions from pedestrian and vehicular pathways, and enclosure of the supermarket loading facilities to provide acoustic and visual buffering for neighbors.

Moreover, the Project will improve the existing streetscape. The existing streetscape lacks pedestrian activity and public gathering places that would otherwise enliven the sidewalks. In order to capitalize on the pedestrian activity generated by the retail and residential features of the Project, the Applicant has proposed significant streetscape improvements as a key benefit and

amenity of the Project. All street frontages will be enhanced in a manner that builds on their existing uses and identity. Streetscape enhancements will include large street trees, special paving features, and marked crosswalks at all intersections. The Applicant will also work with District officials to make streetscape improvements to both Wisconsin Avenue and Idaho Avenue that are sensitive to each street's particular use and character.

Finally, the PUD provides for the creation of a number of public spaces throughout the project. First, the Applicant will create a tree-canopied public space on the north side of Newark Street that, with its water feature, benches, planters, tables and chairs, will become a vibrant community gathering place that will enhance the pedestrian experience along Newark Street. Second, at the pedestrian entrance to the Giant on Newark Street at its intersection with Wisconsin Avenue, the Applicant will create a second public space different but no less appealing in character, which will enhance the entrance to the grocery anchor. Third, along Idaho Avenue, the Applicant will create a public green space appropriate to the residential context just south of the townhouses. And last, a vertical element in a small hardscape plaza at the corner of Idaho and Wisconsin Avenues will mark the entrance to this revitalized commercial district on Wisconsin Avenue.

C. Site Planning and Efficient and Economical Land Uses

“Site planning, and efficient and economical land utilization” are public benefits and project amenities in a PUD that should be evaluated by the Zoning Commission. The site currently contains one- and two-story buildings with large amounts of surface parking and multiple curb cuts that discourage pedestrian activity. The Project has been designed to provide residents, customers, and visitors with open and inviting public and private spaces for

entertainment and relaxation as detailed above. The PUD transforms an underutilized and dated shopping center into an attractive 21st century mixed-use development.

D. Effective and Safe Vehicular and Pedestrian Access

The Zoning Regulations, pursuant to Section 2403.9(c), state that “effective and safe vehicular and pedestrian access” can be considered public benefits and project amenities of a project. The existing site features large amounts of surface parking that service the retail uses that are accessed from multiple curb cuts along the streets surrounding the Property. The proposed design for the Project eliminates the surface parking and reduces the number of curb cuts around the perimeter of the site from eight to five. This will enhance vehicular access to the site and also improve pedestrian access and safety.

E. Environmental Benefits

Environmental benefits are considered, under the Zoning Regulations, to be public benefits and project amenities of a PUD. As described above, the Project will provide a number of environmental benefits that improve the sustainability of the site. Consistent with Giant’s emphasis on sustainable design, the new Giant supermarket will incorporate sustainable features that are customary to its new stores. The rest of the Project will also incorporate sustainable elements including stormwater management features, water use reduction features, and multiple plantings of mature 8-inch caliper trees in the streetscape and open public spaces that will represent a significant improvement over the existing development.

F. Uses of Special Value

“Uses of special value to the neighborhood or the District of Columbia as a whole” are deemed to be public benefits and project amenities by the Zoning Regulations. The most significant use of special value generated by this PUD will be the provision of an expanded and

modernized Giant grocery store for the surrounding neighborhoods. The other retail uses proposed for the Project are also uses of special value, and the Project will result in an enhanced neighborhood core. Finally, the Applicant is working with the existing retail and service tenants to explore potential opportunities to include them within the redeveloped site.

G. Revenue for the District

The addition of approximately 140-150 new residential units and expanded retail uses will result in the generation of significant additional tax revenues in the form of property, income, sales, use and employment taxes for the District.

H. First Source Employment Program

The Regulations note that “employment and training opportunities” are representative public benefits and amenities. Therefore, the Applicant will voluntarily enter into an agreement to participate in the Department of Employment Services (“DOES”) First Source Employment Program to promote and encourage the hiring of District of Columbia residents.

I. Comprehensive Plan

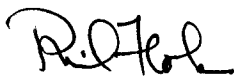
Public benefits and project amenities also include “ways in which the proposed planned unit development substantially advances the major themes and other policies and objectives of any of the elements of the Comprehensive Plan.” As described in the May 16, 2008 Application, the PUD is consistent with, and furthers, many goals and policies of the Comprehensive Plan. For all of the reasons set forth above, the Project contains significant benefits and amenities that are superior to typical developments.

V. CONCLUSION

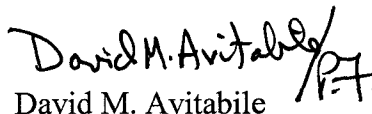
For the foregoing reasons and the reasons set forth in the Applicant's May 16, 2008 application package, the Applicant submits that the consolidated PUD application meets the standards of Chapter 24 of the Zoning Regulations; is consistent with the purposes and intent of the Zoning Regulations and Map; will enhance the health, welfare, safety and convenience of the citizens of the District of Columbia; satisfies the requirements for approval of a consolidated PUD; provides significant public benefits; and advances important goals and policies of the District of Columbia. Therefore, the consolidated PUD application should be approved and adopted by the Zoning Commission. Accordingly, the Applicant respectfully requests that the Zoning Commission approve this application.

Respectfully submitted,

PILLSBURY WINTHROP SHAW PITTMAN LLP



Phil T. Feola



David M. Avitabile

Date: October 24, 2008