

SKYLAND HOLDINGS, LLC



APPLICATION TO THE DISTRICT OF COLUMBIA ZONING COMMISSION FOR CONSOLIDATED REVIEW AND APPROVAL OF A PLANNED UNIT DEVELOPMENT AND ZONING MAP AMENDMENT

ZONING COMMISSION
District of Columbia

CASE NO. 09-03

EXHIBIT NO. 4

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OFFICE OF ZONING

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TABLE OF CONTENTS

I.	INTRODUCTION.....	1
A.	Summary of Requested Action	1
B.	The Applicant.....	3
II.	THE PROPOSED PUD PROJECT.....	4
A.	Description of Current Use of the Subject Property and Surrounding Area	4
B.	Project Description.....	5
1.	Block 1	7
2.	Block 2	8
3.	Block 3	10
4.	Block 4	11
5.	Townhouses.....	12
6.	RCN Building.....	13
C.	Development Data	13
D.	Flexibility under the PUD Guidelines.....	14
E.	Development Timetable.....	16
III.	PLANNING ANALYSIS	16
A.	Introduction.....	16
B.	Land Use Impact	16
C.	Zoning Impact.....	17
D.	Environmental Impact.....	18
E.	Facilities Impact.....	18
IV.	EVALUATION STANDARDS	18

A.	Public Benefits and Project Amenities	19
1.	Housing and Affordable Housing.....	19
2.	Urban Design, Architecture, Landscaping, or Creation of Open Spaces	19
3.	Site Planning, and Efficient and Economical Land Uses	20
4.	Effective and Safe Vehicular and Pedestrian Access	20
5.	Uses of Special Value.....	22
6.	Revenue for the District.....	22
7.	Employment and Training Opportunities	22
8.	Comprehensive Plan.....	23
9.	Public Benefits of the Project.....	23
V.	COMPLIANCE WITH THE COMPREHENSIVE PLAN.....	24
VI.	CONCLUSION.....	27

EXHIBITS

<u>DESCRIPTION</u>	<u>EXHIBIT</u>
Application Forms	A
Certificate of Notice	B
Notice of Intent to File	C
List of Owners of Property within 200 feet of the Subject Site	D
Compliance with Consolidated PUD Requirements	E
Transportation Impact Study and Transportation Management Plan	F
List of Publicly Available Maps and Documents	G
Architectural Drawings, Elevations, and Photographs of the Subject Property and Surrounding Area	Appendix
Tabulation of Development Data	Appendix

PREFACE

This statement and the attached documents support the application of Skyland Holdings, LLC (which consists of The Rappaport Companies, William C. Smith & Company, Harrison Malone Development, LLC, the Marshall Heights Community Development Organization and the Washington East Foundation) to the Zoning Commission for the consolidated review and approval of a Planned Unit Development and a related amendment to the Zoning Map of the District of Columbia.

This Planned Unit Development and Zoning Map Amendment application is consistent with the District of Columbia Comprehensive Plan, D.C. Law 16-300, 10 DCMR (Planning and Development) § 100 et seq. (2006) (the “**Comprehensive Plan**”), as well as numerous goals and policies of the District of Columbia. Submitted in support of this application are completed application forms, a notice of intent to file a PUD (with property owner list and certification of mailing), architectural drawings, plans, and elevations, and a map depicting the Zoning District for the properties impacted by these applications and the surrounding area. As set forth below, this statement and the attached documents meet the filing requirements for a Planned Unit Development and Zoning Map Amendment application under Chapter 24 of the District of Columbia Zoning Regulations.

I. INTRODUCTION

A. Summary of Requested Action

Skyland Holdings, LLC, which consists of The Rappaport Companies, William C. Smith & Company, Harrison Malone Development LLC, the Marshall Heights Community Development Organization and the Washington East Foundation (collectively, the “**Applicant**”) hereby submit applications 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 a corresponding amendment to the Zoning Map of the District of Columbia. The project site consists of: Parcels 213/52, 213/60, 213/61, 214/62, 214/88, 214/104, 214/182, 214/187, 214/189, 214/190, and 214/196; Square 5632 Lots 1, 3-5 and 802; Square 5633 Lots 800 and 801; Square 5641 Lots 10-13, and 819; Square 5641-N Lots 12-31, and 33 (collectively, the “**Subject Property**¹”).

The Subject Property lies at the intersection of Naylor Road, Good Hope Road, and Alabama Avenue, SE and is currently the home of the Skyland Shopping Center. The Subject Property consists of approximately 18.7 acres of land area. The Subject Property is located within the boundaries of Advisory Neighborhood Commission (“**ANC**”) 7B and abuts the boundaries of ANC 8B.

The PUD and Zoning Map Amendment application proposes the creation of a Town Center mixed-use retail and residential project. The Applicant’s goal is to create a unique mixed-use pedestrian-oriented development that will result in a vibrant living, shopping and gathering

¹ The Subject Property is owned by the District of Columbia. The Office of the Deputy Mayor for Planning and Economic Development (DMPED) is the District agency responsible for the Subject Property and has signed the PUD and Zoning Map amendment application forms.

experience. This project will create approximately 450-500 residential units, with approximately 20% of the units (90-100) reserved for households earning up to 80% of the Area Median Income (“AMI”) and an additional 10% of the units (45-50) reserved for households earning up to 120% of AMI. The residential units will be provided in three multi-family buildings and approximately 20 townhouses. The project will include approximately 315,000 square feet of retail and service-related uses. The retail use will include a large format retail store, multi-neighborhood retailers, and local retailers offering a variety of hard and soft goods, as well as non-inventory services. In general, the retail uses will have clear floor to ceiling heights of 14 – 22 feet.

The plans, elevations, and drawings of the proposed PUD project are included in the attached Appendix. The PUD project includes the following major elements:

- “Town Center” destination retail and creation of a pedestrian-oriented “Main Street” shopping experience;
- transportation and public transit infrastructure improvements; and
- significant amounts of housing (including affordable housing).

The Subject Property is currently located in the C-3-A, R-5-B and R-1-B Zone Districts. The Subject Property is also located in the moderate density commercial category on the District of Columbia Future Land Use Map. The Applicant requests a Zoning Map amendment to the C-3-A Zone District for all of the Subject Property in order to allow for the proposed retail and commercial uses, and the facilities that support those uses. The proposed rezoning is consistent with the overarching goals and policies of the Comprehensive Plan of the District of Columbia, as discussed in detail herein.

The Applicant has already engaged in an extensive public outreach program and has had numerous meetings with various community stakeholder groups and organizations such as ANC

7B and the Hillcrest Citizens Association. The Applicant will continue to work with these groups and organizations to identify other opportunities to support the surrounding communities.

B. The Applicant

As noted above, the Applicant consists of The Rappaport Companies, William C. Smith & Company, Harrison Malone Development LLC, the Marshall Heights Community Development Organization and the Washington East Foundation. This section provides more information on each of these development team members.

The Rappaport Companies is a full-service retail real estate company providing shopping center development, leasing, property management, marketing and construction management services. Founded in 1984, The Rappaport Companies' portfolio includes approximately 13 million square feet of retail uses in 45 shopping centers. The Rappaport Companies have a reputation for developing shopping centers of the highest quality that successfully mesh with the surrounding community and provide a safe and enjoyable shopping environment.

William C. Smith & Company has owned, managed and developed housing in the District of Columbia for four decades. The company has 12,000 housing units in its management portfolio; 4,000 of those units are located east of the Anacostia River. Through its development division, the company has specialized in urban redevelopment projects that incorporate the acquisition and repositioning of multi-family communities, as well as ground-up new construction of for-sale units. The development of the former Camp Simms site is an example of such a project. The Camp Simms project includes 75 single family homes, and a retail component that is anchored with a new Giant supermarket on Alabama Avenue, SE.

Harrison Malone Development, LLC is a Washington-Baltimore based urban residential and retail/commercial development firm whose principals, Dean S. Harrison and Merrick T.

Malone, have over 30 years of combined experience in the development of both private and publicly financed mixed-use projects. The Harrison Malone team also provides expertise in site assemblage and land use issues, as well as regulatory and permitting issue resolution.

The Marshall Heights Community Development Organization (MHCDO) is Ward 7's oldest community development organization and is very active in developing retail property and attracting new businesses to Ward 7. Through its subsidiary East River Park, Inc., MHCDO recently purchased and redeveloped Ward 7's key shopping center, The East River Park Shopping Center. MHCDO continues its commitment to supporting the development of quality retail in Ward 7 as an important team member for this project.

Founded by neighbors from Hillcrest and Penn Branch, the Washington East Foundation (WEF) is an innovative alliance of Ward 7 and 8 residents working together to promote a sense of community between the Wards and to improve the quality of life. WEF projects center around three strategic program areas: community economic development; environmental education; and science, technology, engineering and mathematics education in pre-K through post-secondary education institutions.

II. THE PROPOSED PUD PROJECT

A. Description of Current Use of Subject Property and Surrounding Area

As noted above, the Skyland Shopping Center is currently located on the Subject Property. The Skyland Shopping Center was initially developed in the 1940's as one of the first auto-oriented shopping centers in the District of Columbia. The Skyland Shopping Center's urban design model, free-standing retail buildings that do not relate to the adjacent streets, has not adapted to changing trends in retailing. The District of Columbia Government took

ownership of the Subject Property through its Eminent Domain power in order to create a multi-neighborhood center that more fully meets the retail and shopping needs of the surrounding community and the residents of Wards 7 and 8, and provides a significant number of new housing opportunities.

The low density, predominantly single-family, residential neighborhood of Hillcrest is located to the east of the Subject Property. The Fairlawn neighborhood, generally consisting of row-houses and semi-detached residential structures, is located north of the Subject Property. The Good Hope Marketplace is located to the south of the Subject Property, across Alabama Avenue. The Good Hope Marketplace includes approximately 97,000 square feet of retail space that is anchored by a supermarket and various smaller scale retail and service uses.

B. Project Description

The proposed PUD project will introduce a new private street system on the Subject Property that will create a mixed-use project including a “Main Street” shopping experience and a significant residential community in five distinct and self-sufficient development parcels. An illustrative site plan for the proposed project can be found at page 11 of the Appendix. The Applicant intends to pursue a retail strategy that will create a lively mix of uses on the Subject Property that will create a Town Center destination serving the shopping needs of residents of Wards 7 and 8, in addition to the neighboring residential communities. An active and exciting streetscape will be created along the Good Hope Road, Naylor Road, and Alabama Avenue frontages, and the project’s Main Street, through the creation of appropriately sized planting strips, street trees, sidewalks and café zones.

The retailers in the project will be provided the opportunity to create their own distinctive signage and facades at the ground level, rather than having to satisfy a uniform signage and façade requirement for the entire project. Projections beyond the building face in the forms of awnings, canopies and individual retailer signage will create a dynamic and vibrant streetscape.

The project will enhance pedestrian activity not only on the Subject Property, but also in the surrounding community by undertaking significant transportation infrastructure improvements to foster safe pedestrian and vehicular interaction along the adjacent major arterial streets (Good Hope Road, Naylor Road, and Alabama Avenue). New signalized intersections will be created at the intersections of Naylor Road and the new Main Street, and Alabama Avenue and the new residential street entrance into the Subject Property. In addition, high visibility crosswalks will be created at all adjacent intersections.

Several Metrobus routes currently operate in the street system adjacent to the Subject Property. Four bus routes currently include two stops on the site. The Applicant has engaged in significant dialogue with the District Department of Transportation (“**DDOT**”) and WMATA representatives regarding the continuation of those bus services on the new Main Street and/or along the adjacent roadways.

The Applicant proposes to provide transit supporting facilities, including a designated bus stop and shelter along the new Main Street and bus shelters along the adjacent roadways, in this project. The Applicant will work with representatives of DDOT and WMATA to review the possibility of including a bus station/commuter store in the overall design of the project. The transit improvements included in this project will foster enhanced Metrobus ridership by residents and employees of this project, and residents of the surrounding area. These transit improvements will also reduce the unsafe and uncontrolled mid-block pedestrian crossings that

currently occur along the adjacent streets. The site plan depicted on page 27 of the Appendix shows the locations of the new bus stops and shelters that will be located in and adjacent to the project.

The Applicant and its development team are committed to creating an environmentally sensitive project. Low-impact development strategies will be incorporated throughout the Subject Property and an extensive landscaped buffer will be created along the eastern boundary of the Subject Property that abuts neighboring residential properties.

1. Block 1

Block 1 is located at the northwest corner of the Subject Property and has frontage along Naylor Road and Main Street. A large format retail store, with separate in-line retail spaces provided at the ground floor level, is proposed for this site. The building on Block 1 will provide approximately 135,000 square feet of space for the large format retail store and approximately 20,000 square feet of space for the other retailers. Due to the change in grade at this end of the Subject Property, 84,130 square feet of the P1 parking level is included in the calculation of the project's Floor Area Ratio ("FAR"). The proposed building will be approximately 28 feet tall as measured from the mid-point of the Main Street frontage with a distinctive taller architectural embellishment at the store entry. The entry vestibule will be two levels while the remainder of the store will be one level with one level of parking on the roof of the store.

The façade of the building on Block 1 will consist of predominantly masonry with precast elements. The building in Block 1 will include a distinctive tower element located at the intersection of Naylor Road and the internal Main Street which serves as an important architectural marker for the project. The main entrance to the large format retail store is located at the end of the north/south leg of Main Street in order to appropriately define the terminus of

Main Street. Lighting of the façade of the building and the roof level of the parking garage will be appropriate to provide safe pedestrian circulation and access to parked cars, yet will not cause adverse impacts on the adjacent residential properties.

Approximately 650 parking spaces will be provided in the half level located below-grade and on the roof of the building. Access to both parking levels, the below-grade and the roof level parking spaces, will occur from Main Street at the eastern edge of the building. The roof level parking will have an additional access from Naylor Road. The loading berths and trash removal areas will be accessed directly from Naylor Road at the northern edge of the Subject Property.

The elevation of Block 1 is higher than the single-family homes located along Ft. Baker Drive, to the north of the Subject Property. In order to construct the building on Block 1, it is necessary to create a retaining wall system. The Applicant has created a terraced retaining wall system that includes substantial landscaping to help mitigate the visual impact on the adjacent properties. The retaining walls are depicted on page 44 of the Appendix.

2. Block 2

Block 2 consists of two buildings (Building 2A and Building 2B) with frontage along Naylor Road, Good Hope Road and the internal Main Street. These buildings will include ground floor retail uses with residential uses above. A pedestrian only Paseo breaks up the massing of these structures along Good Hope Road and Main Street. Buildings 2A and 2B are connected by a bridge above the Paseo. The Paseo provides an active and vibrant pedestrian entrance into the project. The façades of Buildings 2A and 2B will be predominantly masonry with precast elements. A number of different façade languages have been created, especially along Main Street, to articulate the block as a series of individual buildings, creating an architecturally animated public street. The massing of Buildings 2A and 2B includes recessed

bays and balconies along the street frontages of the buildings to convey a proper sense of scale and rhythm and avoid uniform, uninterrupted facades. Distinct awnings, canopies and signage for the retail uses at the ground level will also activate the streetscape. Large courtyards are provided along Naylor Road, Good Hope Road and the Paseo in order to provide additional light and air into the residential units and to create appropriately scaled building masses along these external roadways.

Approximately 92,000 square feet of retail use is proposed for Block 2. The retail base will include clear floor to ceiling heights of 14–22 feet. A dynamic pedestrian experience along the internal Main Street will be created through a streetscape that includes 10 foot wide sidewalks and 8 foot wide planting strips. The width of Main Street playfully expands and contracts to create flexible spaces that provide the opportunity for multiple uses. Main Street will provide a dedicated travelway of 36 feet, which will include two 10 foot travel lanes and 8 foot parking lanes on each side of the street. Dedicated parking spaces for a car sharing service will be provided along Main Street. As Main Street turns to the east towards Naylor Road, a retail plaza is created that provides opportunities for people to gather and enjoy outdoor passive recreational activities. The primary lobby for Block 2A will be located at the retail plaza, animating the space with the comings and goings of residents and their guests. Lighting along Main Street will be provided by 12 foot tall Washington Globe light fixtures, with lighting along Naylor and Good Hope Roads provided by 16 foot tall Washington Globe light fixtures.

Above the retail base, residential units will be provided. Building 2A will include three and four levels above the retail base and Building 2B will include three levels above the retail base. Approximately 256 residential units will be provided in these buildings with one bedroom, one bedroom with den, and two bedroom units. Building 2A will have a measured building

height of approximately 56 feet as measured from the Naylor Road/Good Hope Road frontage and Building 2B will have a measured building height of approximately 56 feet. A pool is included on the roof of Building 2A. This pool will be available to residents of both Building 2A and 2B.

A six level above-grade parking structure, providing approximately 680 parking spaces (350 spaces allocated for retail uses and 330 spaces allocated for residential uses), is surrounded by Building 2A. This parking structure will provide parking spaces for the retail uses in Blocks 2A and 2B and the residential units in both buildings. Access to the parking garage will be provided from Naylor Road and the internal Main Street. The corridors for Building 2A have been located along the interior of the building to serve as a buffer to the parking garage that is surrounded by Building 2A. No residential units will have windows that look out onto the parking garage. Access to the loading berths for Buildings 2A and 2B are provided from a dedicated loading drive that is located just to the north of the Paseo. This loading drive can be accessed from both the internal Main Street and Good Hope Road.

3. Block 3

Block 3 includes frontage along Alabama Avenue and the new internal Main Street. The general streetscape elements introduced along Block 2 will be continued in Block 3. The façade of the building on Block 3 will also be predominantly masonry with precast elements. Similar to Block 2, the building will be articulated with a number of façade identities of a sympathetic character but with different languages and compositions, thereby further enriching the character of Main Street. The character of this space is further embellished with the tower feature located at the corner of Block 4 and a long loggia/balcony element on Block 2. This space will provide substantial opportunities for outdoor café seating. Approximately 39,000 square feet of retail uses

are proposed in Block 3. These uses will also have clear floor to ceiling heights ranging from 14-22 feet.

Along Alabama Avenue, the building on Block 3 will have three floors of residential use above the retail base and will have a measured building height of approximately 51 feet. The ground floor uses along Alabama Avenue may either be retail or small-scale office. Along the internal Main Street, the building will include three levels of residential above the retail base. Approximately 111 residential units will be included in the building on Block 3. This building will also include one bedroom, one bedroom with den, and two bedroom units.

Similar to Building 2A, the building on Block 3 wraps itself around a three level above-grade parking garage that will include approximately 279 parking spaces (130 spaces allocated for the retail uses and 149 spaces allocated for residential uses) and will provide parking for the residents of the building and the retail uses in Block 3. Access to the parking garage will be provided from the new residential street. The Applicant anticipates providing shared loading berths that will serve the retail and residential uses. Access to the loading berths will occur from a commercial roadway segment connecting Main Street and the new residential street. A vegetated green roof with a pool is proposed for the top of the parking garage. The building on Block 3 includes a double-loaded corridor, so some of the residential units will include views over the parking structure's vegetated green roof. Residential units on the lowest level will have small exterior patios.

4. Block 4

Block 4 is located solely along the internal Main Street. The building on Block 4 will have three floors of residential use above the retail base and will have a measured building height of approximately 53.5 feet. Approximately 81 residential units will be included in this building.

Just as in the buildings in Blocks 2 and 3; one bedroom, one bedroom with den and two bedroom units will be provided.

Approximately 29,000 square feet of retail use will be provided in Block 4, with clear floor-to-ceiling heights of 14-22 feet. The building on Block 4 is notable for the strong tower element located at the intersection of Main Street and the new residential street. The façade treatment will be respectful of the other structures along Main Street and will help create a sense that these buildings have all been constructed over a period of time. The front façade materials will also consist of generally masonry with precast elements.

A three level above-grade parking garage that will include approximately 220 parking spaces (114 spaces allocated for the retail uses and 106 spaces allocated for the residential uses) and will provide parking for the residents of the building and the retail uses in Block 4 is located behind the building on Block 4. Access to the parking garage and loading facilities will be provided from both a private alley that is entered from the new residential street and an additional entrance from the drive next to the large format retail store. A vegetated green roof is also proposed for the top of the parking garage. A significant landscaped buffer will be provided along the northern edge of the Subject Property to diminish views of the parking garage from the adjacent residential properties. This landscaped buffer is depicted in the building sections included in the attached Appendix.

5. Townhouses

The project includes 20 townhouses that will create an appropriate transition from the taller and more dense structures on Blocks 3 and 4 to the lower scale residences to the east of the Subject Property. These townhouses provide larger three bedroom family units, compared to the other residential units provided in the project. The townhouses will be 3 stories in height with

the top floor occurring below the roof, preserving the external appearance of the buildings as two story structures. The facades of the townhouses are inspired by both the Tudor and Federal style, in keeping with the character of the larger neighborhood. The townhouses will have garage or surface parking spaces dedicated for each unit. The townhouses will include 18 foot and 38 foot wide models that include front porches and optional decks. Some of the townhouses will have front yards. Facade materials will include brick in a variety of colors and cast stone. The townhouses will be accessed via a new private street that intersects with Alabama Avenue and will include a private alley system.

6. RCN Building

The Subject Property currently includes a switching facility for the RCN cable company. As part of the land disposition agreement with the District of Columbia, the Applicant is required to incorporate this facility into the project and not have any disruption of service to RCN's operations. The Applicant has relocated the RCN facility to a new structure sited along the new residential street, close to the intersection with Alabama Avenue in order to minimize the cost of relocating the RCN facility for the District Government. This one story structure has been sensitively designed to reflect the lower scale residential uses that occur to the east and the proposed townhouses that will be created in this project.

C. Development Data

The total gross floor area included in the proposed PUD is approximately 1.3 million square feet² for a total FAR of approximately 1.61. The commercial FAR is approximately 0.95. The building heights range from 55 feet to 60 feet in the mixed-use buildings and the townhomes

² Please note that the above-grade parking levels account for approximately 456,143 square feet of gross floor area, over one-third of the Project's overall FAR.

are three stories tall. The pertinent zoning data for the project is included in the Appendix, pages 18 and 19. The proposed project has a FAR that is less than what is permitted under the C-3-A District matter-of-right standards (maximum FAR of 4.0 (2.5 commercial) and a maximum building height of 65 feet) and significantly less than the PUD guidelines (maximum FAR of 4.5 (3.0 commercial maximum) and a maximum building height of 90 feet).

D. Flexibility under the PUD Guidelines

The PUD process was created to allow greater flexibility in planning and design than is possible under conventional zoning procedures. 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**”).

The Applicant will construct more than one building on a single record lot. Pursuant to Section 2516.2 of the Zoning Regulations, multiple buildings are permitted on a single record lot with BZA special exception approval, provided that each building satisfies applicable zoning requirements (such as use, height, bulk, and open spaces around each building). In order to locate the multiple structures on the Subject Property, it is necessary to obtain relief from some elements of Section 2516.2 of the Zoning Regulations. The Zoning Commission has the authority to grant this requested flexibility pursuant to Section 2405.7 of the Zoning Regulations.

The Applicant requests flexibility from the strict application of the roof structure requirements of the Zoning Regulations in order to allow roof structures on the buildings in Blocks 1-4 that do not satisfy the requirements that roof structures be enclosed in a single structure and that the roof structures be set back from all exterior walls at a ratio of 1:1. The Zoning Commission has the authority to grant this requested flexibility pursuant to Section 2405.7 of the Zoning Regulations.

The Applicant requests flexibility from the strict application of the closed court width requirements of the Zoning Regulations for Buildings 2A and 2B. The proposed design and layout of the residential units in these buildings will provide significant light and air to all of the residents of these buildings. The Zoning Commission's approval of this flexibility will not adversely impact the residents of these buildings or adjacent property owners. The Zoning Commission has the authority to grant this requested flexibility pursuant to Section 2405.5 of the Zoning Regulations.

The Applicant requests flexibility from the strict application of the loading requirements of the Zoning Regulations for Blocks 3 and 4. The Applicant proposes to provide shared loading facilities that will serve both the retail and residential uses. The shared loading facilities will be able to adequately address the loading needs of these buildings and minimizes the amount of "dead space" at the ground level of these buildings. The Zoning Commission has the authority to grant this requested flexibility pursuant to Section 2405.6 of the Zoning Regulations.

The Office of Planning ("OP") and DDOT requested that the Applicant review the possibility of removing the above-ground parking garages in later stages of development of the project in the event that the total number of parking spaces proposed are not necessary to satisfy either the retail or residential demand for parking spaces in the overall project. The Applicant, DDOT and OP have agreed to develop an assessment matrix to review the demand for parking spaces in earlier stages of the project to determine the appropriate amount of parking spaces that should be provided in the later stages of development. Therefore, the Applicant requests that the Zoning Commission grant flexibility to construct the number of parking spaces currently proposed in this project, or construct a lesser amount of parking based on the results of the assessment matrix agreed upon by the Applicant, OP, DDOT and the Zoning Commission.

E. Development Timetable

The project will be constructed in phases. Currently it is expected that development of Blocks 1 and 2 and the relocation of the RCN Building will occur in the first stage of development on the Subject Property, along with construction of Main Street. The rough grading of the new residential street will also be completed in the first phase of development. All phases of development will be dictated by market demand, so the Applicant requests the flexibility to develop the different Blocks as it deems fit over an appropriate time period.

III. PLANNING ANALYSIS

A. Introduction

Through the PUD process, the Applicant will create a pedestrian-focused regional destination shopping and residential center that does not currently exist in either Wards 7 or 8. The Project furthers numerous policies of the Comprehensive Plan and is entirely consistent with the principles of Transit-Oriented Development.

B. Land Use Impact

In September 2002, the OP produced a report entitled “Trans-Formation: Recreating Transit-Oriented Neighborhood Centers in Washington, D.C.”. This report notes that

“Transit-Oriented Development in the District of Columbia is a land use strategy to accommodate new growth, strengthen neighborhoods, expand choices and opportunities by capitalizing on bus and rail assets to stimulate and support vibrant, compact, diverse and accessible neighborhood centers within an easy walk of transit.” Mayor’s Task Force of Transit Oriented Development (2002). Trans-Formation p. 2.

OP’s report noted six key design principles “that can create vibrant centers focused on transit, while enhancing unique neighborhood characteristics.” These design principles include: (i)

connectivity; (ii) quality public realm; (iii) pedestrian-friendly environment; (iv) attractive architecture and design; (v) mix of uses; and (vi) creative parking management.

The proposed PUD project incorporates all of the design principles noted above to create a truly transit oriented project. The project is not inward focused, rather it seeks to foster significant pedestrian activity to the Subject Property from the adjacent residential neighborhoods. This occurs through the creation of an active and vibrant streetscape along Naylor Road, Good Hope Road and Alabama Avenue, and with the enhancements to the adjacent roadways that will improve pedestrian safety. The significant attention to detail in the creation of the public spaces in this project and the quality of materials provided in the residential component will encourage people to live and shop in this project, rather than spend their money in the nearby suburbs. The proposed mix of residential, retail and service uses allow people to minimize vehicular trips in the area. In addition, the Applicant's transportation management plan (described below) includes examples of creative parking management strategies. For all of these reasons, the project is a truly transit-oriented development.

C. Zoning Impact

The proposed Zoning Map Amendment application can be granted without adversely affecting nearby and adjacent Zone Districts. The mixed-use portions of the Project will be included in a contiguous C-3-A Zone District. The massing and heights of the proposed townhouses serve as an appropriate buffer to the single-family homes that are located in the adjacent R-1-B Zone District.

D. Environmental Impact

The Applicant is committed to creating an environmentally sensitive and sustainable development. Block 1 will be designed to achieve a LEED Silver certification with the remainder of the Blocks designed to meet the District of Columbia's Green Communities standard. The project's proposed stormwater management and erosion control plans will minimize impact on the adjacent properties and existing stormwater systems. The requisite erosion control procedures stipulated by the District will be implemented during construction of the project.

E. Facilities Impact

The proposed project will not have an adverse impact on the public facilities that it will rely on for service. The Applicant anticipates the need to install a new waterline to service the project.

IV. EVALUATION STANDARDS

Section 2403 of the Zoning Regulations provides the standards for evaluating a PUD application. In deciding a PUD application, the Commission is required to "judge, balance, and reconcile the relative value of the project amenities and public benefits offered, the degree of development incentives requested, and any potential adverse effects according to the specific circumstances of the case" (See Section 2403.8). In order to approve a PUD application, the Commission must find that the impact of the project on the surrounding area is either favorable, capable of being mitigated, or acceptable given the quality of the public benefits in the project. (See Section 2403.3.)

A. Public Benefits and Project Amenities

Section 2403.9 provides categories of public benefits and project amenities for review by the Zoning Commission. 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.

1. Housing and Affordable Housing

Pursuant to Section 2403.9(f) of the Zoning Regulations, 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 450-500 residential units, with 20% of the units (90-100) reserved for households earning up to 80% of the Area Median Income (“AMI”) and an additional 10% of the units (45-50) reserved for households earning up to 120% of AMI. The affordable housing units will be located in all of the multi-family buildings, and will be distributed throughout these buildings (except for the upper stories of each building).

2. Urban Design, Architecture, Landscaping, or Creation of Open Spaces

Section 2403.9(a) lists urban design and architecture as categories of public benefits and project amenities for a PUD. As shown in the detailed plans, elevations, and renderings included in the Appendix, the proposed project exhibits all of the characteristics of exemplary urban design and architecture. The project will create the first pedestrian-oriented mixed-use retail and residential project in Wards 7 and 8. The architecture of the buildings is thoughtful and timeless and includes only high quality materials. The facades and buildings along Main Street and the frontages along Alabama Avenue, Good Hope Road and Naylor Road provide significant opportunities for sidewalk cafes interspersed throughout the project and varied retail uses that will animate the entire neighborhood. Defined public spaces (such as the Paseo, the Retail Plaza,

and the Main Street Plaza) of varying scales create multiple opportunities for gathering throughout the project. Low-impact development strategies are incorporated throughout the project and landscaping is provided to buffer adjacent lower scale residential uses on the eastern boundary of the site. All of these examples highlight the architecture and urban design amenities of this project.

3. Site Planning, and Efficient and Economical Land Utilization

Pursuant to Section 2403.9(b) of the Zoning Regulations, “site planning, and efficient and economical land utilization” are public benefits and project amenities to be evaluated by the Zoning Commission. The creation of this significant mixed-use project on the Subject Property, with housing and varied retail and service uses, is an example of appropriate site planning and efficient and economical land utilization as a project amenity. Currently, this large site feels very suburban and uninviting due to the large expanse of surface parking lots located in front of the buildings. A large portion of the site currently consists of fill materials and construction debris and is therefore undeveloped. The Applicant will utilize the dynamic compaction process to make this portion of the site suitable for development. In addition, the introduction of the new private street system, with Main Street and the private street for the townhouses, creates distinct and identifiable development parcels on a more humanistic scale. The creation of a significant amount of housing above the retail uses, thereby providing people the opportunity to live and shop in the same location while being able to utilize enhanced Metrobus service, is an excellent example of the efficient and economical use of land.

4. 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. The

Subject Property currently has eleven site access points which creates far too many vehicular/pedestrian conflicts. Vehicular access to the site will be reduced to six access points, thereby reducing the potential for vehicular/pedestrian conflicts. In addition, the Applicant will fund the following transportation infrastructure improvements to remedy existing and potential traffic problems in the area:

- installation of a new signalized intersection at Naylor Road and the project's Main Street;
- pavement restriping on Naylor Road to increase capacity;
- improvements to the existing intersection at Good Hope Road and Naylor Road/25th Street;
- modification of the signalized intersection at Alabama Avenue/Good Hope Road and Main Street;
- installation of a new signalized intersection at Alabama Avenue and the new residential street; and
- the creation of high visibility pedestrian crosswalks at intersections adjacent to the Subject Property and throughout the project's internal street system.

Gorove/Slade Associates, Inc., the traffic and parking engineering consultant for this project, has prepared a Transportation Impact Study and a Transportation Management Plan ("TMP") (attached as Exhibit F). The primary goal of the TMP program is to reduce traffic congestion and related pollution problems in the local and regional areas of the site by encouraging travel choices and modes of transportation other than single-occupant motor vehicles. The TMP includes the following components:

- Dedicated parking spaces for car-sharing vehicles;
- The project will provide bike parking spaces for DDOT's SmartBike program and dedicated bike parking spaces;
- The enhancement of Metrobus service in and around the site which will help encourage residents of the project and the surrounding areas to utilize public transportation;
- The Applicant will request that all retailers and employers provide all employees with a Metrocheck or SmartTrip Card with a value of \$20.00 to encourage the use of public transit; and
- The Applicant will establish the position of a Transportation Services Coordinator in the property management office who will be responsible for administering and

advancing TMP strategies and also monitoring loading and parking practices in the project.

The Gorove/Slade Traffic Impact Study concluded that with the implementation of the transportation infrastructure improvements and TMP programs noted above, “the proposed development would not have any appreciable objectionable impacts on the surrounding roadway network and adjacent communities, from the perspectives of traffic and parking.”

5. Uses of Special Value

According to Section 2403.9(i), “uses of special value to the neighborhood or the District of Columbia as a whole” are deemed to be public benefits and project amenities. The Applicant has agreed to provide the following community benefits as a result of this project:

- Transportation Infrastructure Improvements – the transportation infrastructure improvements noted above will cost the Applicant approximately \$1 million - \$1.2 million dollars.
- Community Amenities Package – The Applicant will continue to engage in discussions with members of the surrounding residential communities and ANC 7B Commissioners, in order to create an appropriate community amenities package.

6. Revenue for the District

Section 2403.9(i) states that “uses of special value to the neighborhood or the District of Columbia as a whole” are deemed to be public benefits and project amenities. The creation of approximately 450-500 new households and approximately 315,000 square feet of retail space will result in the generation of significant additional tax revenues for the District.

7. Employment and Training Opportunities

According to Section 2403.9(e), “employment and training opportunities” are representative public benefits and project amenities. The proposed retail and service-oriented uses will result in the creation of a significant number of new jobs. The Applicant will 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. The Applicant will also enter into a Certified Business Enterprise Utilization Agreement with the Department of Small and Local Business Development (“DSLBD”) to utilize Certified Business Enterprises in the design, development, and construction of the Project.

8. Comprehensive Plan

According to Section 2403.9(j), public benefits and project amenities include “other 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 greater detail in Section V, the PUD is consistent with and furthers many elements and goals of the Comprehensive Plan.

9. Public Benefits of the Project

The annotated table(s) required by Section 2403.11 of the Zoning Regulations are found in pages 18 and 19 of the attached Appendix. Sections 2403.12 and 2403.13 require the Applicant to show how the public benefits offered are superior in quality and quantity to typical development of the type proposed. This PUD project will include many, if not all, of the attributes of PUD projects that have been recently approved by the Zoning Commission, including:

- exemplary/superior architecture;
- affordable housing;
- transit-oriented development;
- destination retail and service establishments;
- traffic calming measures and transportation infrastructure improvements; and
- significant job creation.

V. COMPLIANCE WITH THE COMPREHENSIVE PLAN

The proposed PUD is consistent with and fosters numerous policies and action items enumerated in the Comprehensive Plan. The Subject Property is located in the Far Northeast and Southeast Planning Area delineated in the Comprehensive Plan. The Comprehensive Plan's Far Northeast and Southeast Elements includes the following pertinent provisions:

Reinvestment in Skyland is an important part of the District's efforts to provide better shopping options for neighborhoods east of the Anacostia River, reduce the loss of retail dollars to the suburbs, and make the East of the River area more attractive to existing and future retailers. To be most effective, planned improvements should be part of a broader strategy to enhance the Alabama/Good Hope area as a focal point for surrounding neighborhoods such as Hillcrest and Fairlawn, and to upgrade the Naylor Road corridor as a gateway to Far Northeast and Southeast and Historic Anacostia.

Policy FNS-2.7.1: Skyland Revitalization

Revitalize Skyland Shopping Center as an essential, dynamic community-scale retail center. Together with the Good Hope Marketplace, these two centers should function as the primary business district for adjacent neighborhoods, providing a diverse array of quality goods and services for area residents.

Action FNS-2.7.B: Fort Baker Drive Buffering

Work with property owners to develop and maintain a suitable visual, sound and security buffer between Skyland Shopping Center and the adjacent residential areas along Fort Baker Drive.

Policy FNS-1.1.2: Development of New Housing

Encourage new housing for area residents on vacant lots and around Metro Stations within the community, and on underutilized commercial sites along the area's major avenues. Strongly encourage the rehabilitation and renovation of existing housing in Far Northeast and Southeast, taking steps to ensure that the housing remains affordable for current and future residents.

Policy FNS-1.1.3: Directing Growth

Concentrate employment growth in Far Northeast and Southeast, including office and retail development, around the Deanwood, Minnesota Avenue and Benning Road Metrorail station areas, at the Skyland Shopping Center, and . . .

Provide improved pedestrian, bus, and automobile access to these areas, and improve their visual and urban design qualities. These areas should be safe, inviting, pedestrian-oriented places.

Policy FNS-1.1.4: Retail Development

Support the revitalization of the neighborhood commercial areas listed in Policy FNS-1.1.3 with new businesses and activities that provide needed retail services to the adjacent neighborhoods and that are compatible with surrounding land uses.

Policy FNS-1.1.9: Congestion Management

Re-examine traffic control and management programs along major far Northeast and Southeast arterials streets, particularly along Pennsylvania and Minnesota Avenues, East Capitol Street, Benning Road, Branch Avenue, and Naylor Road, and develop measures to improve pedestrian safety and mitigate the effects of increased local and regional traffic on residential streets.

Policy FNS-1.1.10: Transit Improvements

Improve bus service to the Metrorail stations from neighborhoods throughout Far Northeast and Southeast, particularly in the southern part of the Planning Area.

The proposed project furthers all of the Policies noted above. The project will create a vibrant and exciting pedestrian oriented mixed-use project on the site of the existing Skyland Shopping Center that will serve residents of the adjacent neighborhoods, as well as residents of Wards 7 and 8. The proposed landscaping of the project and the treatment of the retaining wall along the northeast corner of the Subject Property will create a suitable buffer between the project and the residential uses east of the site. The project proposes a robust TMP that will mitigate any adverse transportation impacts that may result from this project. The project also proposes significant improvements to the Metrobus service in the area surrounding the Subject Property.

The Comprehensive Plan identifies the Property as a Multi-Neighborhood Center. The Comprehensive Plan's Generalized Policy Map defines a Multi-Neighborhood Center as follows:

Multi-neighborhood centers contain some of the same activities as neighborhood centers but in greater depth and variety. Their service area is typically one to three miles. These

centers are generally found at major intersections and along key transit routes. These centers might include supermarkets, general merchandise stores, drug stores, restaurants, specialty shops, apparel stores, and a variety of service-oriented businesses. These centers also may include office space for small businesses, although their primary function remains retail trade. Mixed-use infill development at these centers should be encouraged to provide new retail and service uses, and additional housing and job opportunities. Transit improvements to these centers are also desirable.

The proposed Project is entirely consistent with this land use designation. The Project will include a variety of retail and service-oriented uses. The inclusion of a large format retail store establishes the site as a true multi-neighborhood center. The introduction of the residential units on the Subject Property is also entirely consistent with this land use designation. In addition, the Project will result in significant transit improvements that will benefit the surrounding neighborhoods and communities.

The Comprehensive Plan's Land Use Element addresses Neighborhood Commercial

Districts and Centers and notes:

LU-2.4 Neighborhood Commercial Districts and Centers

Many District neighborhoods, particularly those on the east side of the City, lack well-defined centers or have centers that struggle with vacancies and a limited range of neighborhood-serving businesses. Greater efforts must be made to attract new retail uses to these areas by improving business conditions, upgrading storefronts and the street environment, and improving parking and pedestrian safety and comfort. The location of new public facilities in such locations, and the development of mixed use projects that include upper story housing can encourage their revival.

Policy LU-2.4.1: Promotion of Commercial Centers

Promote the vitality of the District's commercial centers and provide for the continued growth of commercial land uses to meet the needs of District residents, expand employment opportunities for District residents, and sustain the city's role as the center of the metropolitan area. Commercial centers should be inviting and attractive places, and should support social interaction and ease of access for nearby residents.

The proposed project is exactly the type of development that is sought in the above-mentioned Land Use policies. The proposed retail and service-oriented uses will enliven the surrounding area and provide opportunities for District residents to purchase goods and services in the District.

The project will also create significant job opportunities for District residents. The high quality of design and finishes in both the retail and housing components of the project will create an inviting and attractive experience that will help ensure the project's long term success.

The Comprehensive Plan's Housing Element includes the following policies that are supported by this project:

Policy H-1.1.4: Mixed Use Development

Promote mixed-use development, including housing, on commercially zoned land, particularly in neighborhood commercial centers, along Main Street mixed use corridors, and around appropriate Metrorail stations.

The project's provision of approximately 450-500 residential units, including 20% of the units reserved for households earning up to 80% of AMI and an additional 10% of the units reserved for households earning up to 120% of AMI, in a neighborhood commercial center is consistent with this Policy.

The Comprehensive Plan's Transportation Element includes the following policies that are supported by this project.

Policy T-3.1.1: Transportation Demand Management (TDM) Programs

Provide, support, and promote programs and strategies aimed at reducing the number of car trips and miles driven (for work and non-work purposes) to increase the efficiency of the transportation system.

Policy T-3.1.3: Car-Sharing

Encourage the expansion of car-sharing services as an alternative to private vehicle ownership.

The Applicant's TMP is consistent with these policies of the Transportation Element of the Comprehensive Plan.

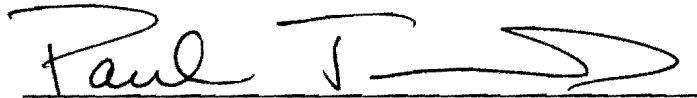
VI. CONCLUSION

For the foregoing reasons, the Applicant submits that the consolidated PUD and Zoning Map Amendment applications meet the standards of Chapter 24 of the Zoning Regulations; are

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; satisfy the requirements for approval of a consolidated PUD and Zoning Map amendment; provide significant public benefits; and advance important goals and policies of the District of Columbia. Accordingly, the Applicant respectfully requests that the Zoning Commission set down this project for a public hearing at the earliest possible date.

Respectfully submitted,

PILLSBURY WINTHROP SHAW PITTMAN LLP

A handwritten signature in black ink, appearing to read "Paul Tummonds", written over a horizontal line.

Paul Tummonds

A handwritten signature in black ink, appearing to read "Dania Slim", written over a horizontal line.

Dania Slim*

Admitted in Florida only; supervised by members of the DC Bar.