

DEVELOPMENT AND CONSTRUCTION MANAGEMENT PLAN

November 18, 2009

Skyland Holdings, LLC (the “**Applicant**”) seeks to mitigate any adverse impact on the surrounding neighborhood resulting from construction activity related to the Applicant’s plans to construct a planned unit development consisting of approximately 470 residential units, 325,000 square feet of retail use, and approximately 1,700 parking spaces (the “**Project**”). The Project is proposed for the 18.7 acre property that lies at the intersection of Naylor Road, SE, Good Hope Road, SE, and Alabama Avenue, SE and is currently the home of the Skyland Shopping Center (the “**Skyland Property**”). The Applicant will submit this Development and Construction Management Plan (the “**Plan**”) to the Zoning Commission and will request that the Zoning Commission include compliance with this Plan as a condition of approval in Zoning Commission Case No. 09-03.

1. Communication.

a. Applicant’s Representative. The Applicant shall designate a representative to be the key contact during the period of construction of the Project for interaction with Advisory Neighborhood Commissions 7B and 8B, and residents within 200 feet of the Skyland Property.

The Applicant’s Representative (the “**Representative**”) will have a local office and will be accessible during all business hours. At any time construction activity is occurring on the Skyland Property, the Representative or his/her designee shall be available on-site or by telephone to receive communications from the surrounding community. The name and work telephone number of the Representative or his/her appointed designee shall be conspicuously posted on the Skyland Property and shall be readily available to members of the community. In addition, a name and telephone number of a person designated by the Applicant to contact in case of emergency during hours in which no construction activity is occurring shall be readily available to members of the community.

b. Duties of the Applicant’s Representative. The Representative and his/her designee will be able to answer questions and receive comments about the site activities, address any concerns members of the community might have throughout the construction process, and have authority to remedy promptly violations of this Plan and enforce its provisions. The Representative, designee and emergency contact shall:

- (i) receive notice of violations of this Plan;
- (ii) respond as soon as possible, to the person who has reported the violation, and to the Contact Person (described below);
- (iii) act to remedy the violation as soon as possible; and

c. Resume Bank. The Applicant will work with the District of Columbia Department of Employment Services (“**DOES**”) to maintain a resume bank for members of the community to submit resumes for potential employment on this Project and future projects in the District of Columbia and surrounding jurisdictions. The Applicant encourages the submission of resumes of architects, engineers, project managers, marketing, public relations, community

relations, and real estate professionals, in addition to applications for tradespersons and construction workers.

d. Neighborhood Contact Person. The Applicant will work with representatives of Advisory Neighborhood Commissions 7B, 8B, residents of Akron Place and Ft. Baker Drive whose homes are adjacent to the development site, and the Hillcrest Community Civic Association, to designate a single contact person ("**Contact Person**"), who may change from time to time, to represent the surrounding community. The initial Contact Person shall be designated by the community and will be determined prior to the start of construction activity on the Skyland Property. The Contact Person will receive and disseminate information from the Applicant to the community. The Applicant shall provide to the Contact Person, and keep updated, the names of and pertinent information about the Representative, the designee and emergency contact, including their home phone numbers and beeper numbers, as appropriate.

2. Construction. The Applicant shall require that all their personnel and vendors, including supply and service vendors, will comply with all applicable District of Columbia Municipal Regulations applicable to hours of work, noise, dirt, trash, and public health and safety. The following is a discussion of construction-related issues and shall be binding on the Applicant, its subcontractors and any successors and/or assigns of the Applicant.

a. Permits. The Applicant will secure all permits that are required to complete the Project. All plans and permits will be on-site as required under the DC Construction Code.

b. Site Management.

- (i) The Applicant will erect and maintain construction fencing and barricades in order to screen and secure the site during the construction process. The Applicant and its contractors will work with community members and the Department of Consumer and Regulatory Affairs to maintain temporary storm water management systems throughout the Project's construction until such time as the permanent facilities are constructed, approved and functioning such that there shall be no adverse water impacts on the adjacent neighborhood.
- (ii) A minimum amount of lighting, directed away from residential properties, will be provided on the Skyland Property at night. These lights will be sufficient to provide necessary security and to comply with federal and municipal safety standards.

c. Cleanliness. The Applicant will remove rubbish and construction debris continuously during the construction period during the normal construction workday and during periods of weekend construction work. In addition, the Applicant will monitor and police the construction site daily or more often as required to ensure cleanliness. The Applicant will also undertake a program of pest control to ensure that no increase in pest activity occurs during the construction period. All excavation or back fill trucks will be covered before proceeding from the Skyland Property onto city streets. Dust and debris will be removed from the Skyland Property on an as needed basis.

d. Work Hours.

- (i) The normal construction work week will be Monday through Friday from 7:00 a.m. until 7:00 p.m., and Saturday from 8:00 a.m. until 4:00 p.m. All trucks for delivery of materials, construction or otherwise, will arrive, depart and operate on the Skyland Property only during the foregoing hours. There will be no queuing of construction related vehicles or arrival of workers prior to stated work hours.
- (ii) The Applicant will make good faith efforts to limit work that could disturb the residents of the adjacent neighborhoods to weekdays, except where limitations on work during the week require work on Saturdays to meet the requirements of construction teams for a 40 hour work week.
- (iii) The Applicant will not permit any activity on the Skyland Property that requires the movement of heavy vehicle traffic or other significant traffic, to or from, the Skyland Property or otherwise is likely to significantly disturb the residents of the adjacent neighborhoods prior to 7:00 AM or after 6:30 PM on weekdays and prior to 9:00 AM or after 4:00 PM on Saturdays.

e. Contractors and Subcontractors. The Applicant will require that all contractors and subcontractors be contractually required to follow the terms of, and comply with, the policies set forth in this Plan. The Applicant will also require that all contractors and subcontractors use only licensed vehicles and drivers and that they comply with all DC traffic laws and regulations.

f. Traffic, Loading, and Parking.

- (i) Truck queuing and routing will be worked out with the DC Department of Transportation and adjacent property owners.
- (ii) The Applicant will use its best efforts to ensure that construction related traffic will not travel on Akron Place, SE or Ft. Baker Drive, SE. The Applicant will use its best efforts to ensure that construction-related traffic will not impede rush hour traffic on Good Hope Road, SE, Naylor Road, SE and Alabama Avenue, SE near the Skyland Property. A flagperson will be assigned to expedite movement of construction related traffic, if any consistent traffic backups occur on any of these streets.
- (iii) Parking for all construction workers will be provided on the Skyland Property. No construction related parking will be permitted on the adjacent neighborhood streets.

3. Pre and Post-Construction Surveys. Prior to commencement of the excavation and compaction work on the Skyland Property, the Applicant will seek consent from all property owners in the immediate vicinity of the Skyland Property prescribed by the geotech and contractor of record to have their property and all improvements on their property thoroughly surveyed by an independent professional. After substantial completion of the excavation and compaction work on the Skyland Property, a final survey of each property will be undertaken by the same independent professional. The surveys are intended to provide the parties a reference point from which to determine the effect, if any, that excavation and compaction work on the

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Skyland Property had on neighboring properties. The surveys will be performed at the Applicant's sole cost and expense. Each survey report shall be provided to the Applicant and to the appropriate property owner.