GOVERNMENT OF THE DISTRICT OF COLUMBIA
OFFICE OF PLANNING

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Office of the Director

MEMORANDUM

TO: Zoning Commission

FROM: Andrew Altman, Director
Office of Planning

DATE: February 7, 2003

SUBJECT: Waiver of Rules for Late Submittal of the Hearing Report on Zoning Commission Case Number 02-38, Proposed First Stage Planned Unit Development and Zoning Map Amendment for Waterside Mall Located at 401 M Street, S.W.

The attached report concerning a request from The Kaempfer Company, Inc., et al, to establish a Planned Unit Development (PUD) on the subject property, is being submitted less than 10 days prior to the Zoning Commission Public Hearing. The Office of Planning respectfully requests that the Commission waive its rule and accept the report into the record.

Attachment: A/S

Zoning Commission
District of Columbia
Case 02-38
Exhibit 38

ZONING COMMISSION
District of Columbia
CASE NO.02-38
EXHIBIT NO.38

GOVERNMENT OF THE DISTRICT OF COLUMBIA
OFFICE OF PLANNING

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RECEIVED
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2003 FEB 10 AM 9:19

Office of the Director

MEMORANDUM

TO: D.C. Zoning Commission

FROM: Andrew Altman
Director

DATE: February 3, 2003

SUBJECT: Zoning Commission Case Number 02-38, Proposed First Stage Planned Unit Development and Zoning Map Amendment for Waterside Mall Located at 401 M Street, S.W. (Square 542, Lot 88 and Square 499, Lot 60)

APPLICATION

The applicant, The Kaempfer Company, Inc., Forest City Enterprises, Inc., and Bresler & Reiner, Inc., petitioned the Zoning Commission to establish a Planned Unit Development (PUD) on the subject property to allow redevelopment of the existing Waterside Mall.

RECOMMENDATION

The Office of Planning (OP) recommends approval of this First Stage PUD with conditions and the proposed amenities. OP concludes that the application meets the requirements of the Zoning Regulations, is consistent with the Comprehensive Plan, and furthers the City's objectives for the Southwest and the Anacostia Waterfront Initiative. OP finds that the value f the proposed public benefits and amenities offered is greater than the degree of height flexibility requested in the PUD.

OP further recommends that the Final Order include the following actions by the applicant over the course of this development:

1. Develop residential and office square footage in accordance with the following sequence options:

   a.) After 1.6 million square feet of new and renovated office (including at least 75,000 square feet of retail floor area) has been redeveloped, the applicant shall obtain a Certificate of Occupancy (CO) the first 200,000 square feet of residential uses. At this point, the applicant may obtain a Certificate of Occupancy for all of the remaining 500,000 square feet of new office construction, so long as they simultaneously present a Certificate of Occupancy for the final 200,000 square feet of residential. In this case, the

project would total 2.1 million square feet of office and 400,000 square feet of residential use.

b.) Alternatively, after 1.6 million square feet of new and renovated office has been developed, the applicant may choose to develop less than 500,000 square feet of new office. In this event, the applicant cannot get a CO for the next 250,000 square feet of office space (to go from 1.6 to 1.85 million square feet) without a CO for the first 200,000 square feet of residential. This would allow for a total of 1.85 million square feet of office and 200,000 square feet of residential.

c.) If the applicant chooses to develop additional office square feet beyond the 1.85 million square feet of office, the applicant can get a CO for the 200,000 square feet between 1.85 million and 2.05 million square feet of office by presenting a CO for an additional 200,000 square feet of residential. At this point the total would be 2.05 million in commercial square feet and 400,000 of residential square feet. Once this has been completed, the applicant may develop further office square footage without a further residential requirement.

2. Designate a minimum of 75,000 square feet of ground floor area for retail uses along the entirety of the M Street frontage, and on both sides of the reopened 4th Street from M Street to the northern property boundary (as illustrated in the revised Sheet 15 of the PUD plans dated --).

3. Construction of a 25,000 square-foot landscaped public plaza area around the escalator to the Metro Rail Station,

4. The duration this First Stage approval will be five (5) years from the date of the Final Order is adopted.

5. Establish a direct pedestrian connection between the residential apartment building(s) and the reopened 4th Street upon construction of said residential apartment building(s).

6. Assume the responsibility to maintain former Federal land north of the PUD boundary (Square 499 Lot 57) as a public park amenity that remains after construction of the reopened 4th Street, S.W.

7. Future Stage Two development plans shall reflect traffic mitigation measures recommended in 4th Street SW Transportation Study prepared for the District of Columbia Department of Transportation by DMJM+Harris Inc., dated January 2003.

8. Execute the following agreements prior to adoption of the final order of the first Second Stage PUD:
   a.) A First Source Agreement with the District of Columbia Department of Employment Services; and
   b.) A Memorandum of Understanding with the Minority Business Opportunity Commission to ensure minority vendor participation.

If the Commission approves the request to rezone portions of Square 542, Lot 88 and Square 499, Lot 60, then OP also recommends rezoning the referenced properties to C-3-C between the eastern and western boundaries as follows:

- To a distance of 220 feet from southern boundary along M Street, S.W. (or 280 feet from the street centerline); and
- To a distance of 190 feet from the northern boundary.

OP will continue to work with the applicant on final architectural, landscape, streetscape designs to be implemented in future development phases.

AREA DESCRIPTION

The Waterside Mall (formerly Town Center 1 & 2) is a retail and office development that spans two lots totaling approximately 585,000 square feet in area. The site is located in southwest quadrant of the District of Columbia immediately north of the 400 block of M Street, S.W. The existing three- and four-story Mall building, with its interior pedestrian arcade and the abutting twin 130-foot tall 12-story towers, encompasses a total gross floor area of nearly 1.32 million square feet. Structures currently occupy 60% of the land area with most of the balance being paved for vehicular and pedestrian circulation. Over 1,250 parking spaces are provided in surface lots and an underground garage.

Surrounding development consists of: Westminster United Presbyterian Church, a park area managed by the US Department of Interior, and Christ Methodist Church, to the north along I Street, S.W.; Tiber Island Apartments and Carrollsburg Square Apartment & Townhouses to the south across M Street, S.W.; the Town Center Plaza East apartment tower, Southwest Branch of the District of Columbia Library to the east, and the Greenleaf Townhouses further east across Third Street, S.W.; and Town Center Plaza West, another US Department of Interior reservation to the west, and Arena Stage further west across 6th Street N.W. The zoning pattern in this area varies. The subject property is zoned C-3-B, while surrounding properties are zoned: R-3 or unzoned (Federal land) to north; R-4 and R-5-D to the south across M Street, S.W.; unzoned, zoned R-3, R-5-D to the east, and R-5-A further east across Third Street, S.W.; and unzoned, zoned R-5-D to the west and W-1 across 6th Street, N.W. (please refer to Exhibit 1).

BACKGROUND

The existing Mall was constructed in phases during the 1960s and 1985 in Area "C" of the former Southwest Urban Renewal Area over the former portion of 4th Street, S.W., between M and Eye Streets, S.W. Development in Area "C" and the surrounding "superblock" was undertaken in accordance with the provisions and processes of the Southwest Urban Renewal Plan. After the urban renewal plan expired in 1996, the Zoning Commission adopted Final Order No. 807 that established C-3-B zoning on the subject property.

The Mall and towers combined equal approximately a 2.14 floor area ratio (FAR) of office space, well below the maximum 4.0 FAR for commercial uses, and 5.0 FAR allowed for residential uses and mixed uses in C-3-B as a matter of right. Note that no residential uses have

been built as part of this development. The 130-foot height of the existing office towers would normally make the subject property non-conforming because this height nearly doubles the 70 feet allowed in C-3-B. However, these building are deemed conforming under Section 2521.1 (e) of the Zoning Regulations (refer the Exhibit 9).

Development Proposal

The Kaempfer Company, Inc., and Forest City Enterprises, Inc. entered into an agreement with the existing ground lessee of the subject property, Waterfront Associates LLC, forming a joint venture to renovate and expand the Mall. With the departure of the Environmental Protection Agency (EPA), the major office tenant, it is important to refurbish and reoccupy the office buildings as quickly as possible in order to continue to support existing Mall retail uses, provide local employment opportunities, and avoid the adverse impacts of vacant property on the neighboring property owners.
Plans would replace the central mall and arcade, and renovate the towers to create a new "Waterfront" development with the following combination of office, retail and residential uses:

- A minimum of 75,000 square feet of ground floor retail uses along the M Street frontage and the reopened 4th Street right-of-way;
- In excess of 2,051,000 square feet of office space for a total of 2.1 million square feet of commercial uses (for a floor area ratio or FAR of 3.64);
- Approximately 400,000 square feet (or 0.69 FAR) of residential uses; and
- Parking for 1,335 vehicles above and below grade.

The overall 4.33 FAR proposed is more that currently exists on the property, but less than the 5.0 FAR (up to 4.0 FAR of commercial uses) allowed under current zoning. Thus the proposal could proceed as a matter of right *except* that the proposed design requires relief from the height limitation in C-3-B. Although the existing office towers are "grandfathered", new construction would range from 6-10 stories and 79 to 112 feet in height, taller than the 70 feet allowed in C-3-B as a matter-of-right, but less than the 130 feet allowed in C-3-C. To address the height issue, OP recommended applying for a Planned Unit Development (PUD) that includes a zoning map amendment. This subject application was submitted as a result.

In addition, the applicant has signed an agreement with the District to reopen the former 4th Street right-of-way from M to L Street, S.W., in conjunction with this development. Note that reopening of 4th Street would separate the central Mall building into separate structures above-grade (underground vehicle parking and circulation areas would continue to extend across the common lot boundary).

PUD Benefits to the Developer

Approval of the proposed PUD would accomplish the following for the applicant:

- Increase the allowable height from 70 to 90 feet per Section 2505.1 of the Zoning Regulations (refer to Exhibit 9), more thanthe 79 feet needed for new buildings abutting the reopened 4th Street; and
- Increase the allowable height at the development corners to 130 feet in C-3-C, more than the desired 112 feet.

The applicant stated that the additional height is being requested to raise the first floor ceiling height to 12 feet, and still have ten floors in new construction of the Northwest, Northeast, East M and West M Street Buildings at the corners of the property (refer to Exhibits 2 & 3). This additional height will not be necessary for the East 4th Street and West 4th Street building because the additional floors will be added to the existing structure that already provides a first-floor height of 14 feet.

Development Phasing

If approved, the applicant anticipates this development will proceed in phases over a 17- year period preferably as outlined below:

- Phase 1 – Approval of PUD bulk, massing and zoning plan
- Phase 2 – Application in three years for approval of the first second-stage PUD for:
  - Construction of the East and West 4th Street Buildings, six-story office buildings with nearly 578,000 gross square feet of office with first floor retail, adjacent to the new road section;
- Phase 3 – Application in five years for approval of second second-stage PUD for:
  - Construction of the 12-story Northwest (Apartment) Building with 400,000 square feet (approximately 400 units) of apartment with first floor retail along the new 4th Street section; and
  - Construction of the 10-story West M Street Building providing 335,000 square feet of office floor area with first-floor retail;
- Phase 4 – Application within 17 years for approval of the final second-stage PUD for:
  - Construction of the 10-story Northeast Building providing 470,000 square feet of office space with first-floor retail along the reopened 4th Street; and
  - Construction of the 10-story East M Street Building providing 335,000 square feet of office floor area with first-floor retail along the reopened 4th Street and M Street.

Renovation of the 394,000 square feet in the two existing offices towers will proceed as a matter of right as soon sufficient leases are signed. The applicant also proposes to retain the existing CVS Pharmacy, NationsBank and Safeway grocery store on-site through the construction phase.

This timetable reflects the applicants' thought that the marketing and leasing efforts necessary to undertake the first second-stage PUD will take longer than the one year allowed under Section 2407.10 of the Zoning Regulations (refer to Exhibit 9). In light of this concern, they request that the First Stage approval be approved for five years instead of one year. Staff recommends approval of this request.

After negotiating with OP staff, the applicant agreed to provide direct access to the residential buildings from the reopened 4th Street, and to maintain the remaining parkland north of the site, after the reopening 4th Street, as a public amenity.

Staff recommends that: retention of the referenced neighborhood retail, the PUD duration, providing access between the residential uses and the reopened 4th Street, and maintenance of remaining parkland as a public amenity be made conditions of PUD approval.

OP also recommends, if the Commission approves the associated rezoning of portions of site property to C-3-C, that the property be rezoned to a specific depth from within the site rather than within the anticipated building perimeters. This would allow the applicant some flexibility in locating new buildings and make the new zoning pattern easier to map.

ANALYSIS

OP's review of this proposal considered whether it is generally consistent with intent of the Zoning Regulations and with specific PUD criteria in the Zoning Regulations, particularly with regard to the DC Overlay District.

Current Zoning Status

Final Order No. 807 initially zoned the subject property C-3-B. The referenced reopening of the 4th Street right-of-way will separate the existing Mall into two buildings. The applicant previously requested Zoning Commission approval of an amendment to the Zoning Regulations so that any future reallocation of floor area ratio (FAR), parking and loading resources between the lots would be considered the same as for the single Mall building for zoning purposes. In October 2002, the Commission approved Zoning Commission Case No. 01-35, adding a new Section 2521.1(h) to the Zoning Regulations (refer to Exhibit 9).

OP staff was concerned that the housing component be implemented as soon as possible. Negotiations with the applicant resulted in following development sequence options:

- After 1.6 million square feet of new and renovated office (including at least 75,000 square feet of retail floor area) has been redeveloped, the applicant shall obtain a Certificate of Occupancy (CO) the first 200,000 square feet of residential uses. No additional office can be constructed until the Certificate of Occupancy for the first 200,000 square feet of residential is obtained. At this point, the applicant may obtain a Certificate of Occupancy for all of the remaining 500,000 square feet of new office construction, so long as they simultaneously present a Certificate of Occupancy for the final 200,000 square feet of residential. In this case, the project would total 2.1 million square feet of office and 400,000 square feet of residential use.

- Alternatively, after 1.6 million square feet of new and renovated office has been developed including at least 75,000 square feet of retail, the applicant may choose to develop less than 500,000 square feet of new office. In this event, the applicant cannot

get a CO for the next 250,000 square feet of office space (to go from 1.6 to 1.85 million square feet) without a CO for the first 200,000 square feet of residential. This would allow for a total of 1.85 million square feet of office and 200,000 square feet of residential.

- If the applicant chooses to develop additional office square feet beyond the 1.85 million square feet of office, the applicant can get a CO for the 200,000 square feet between 1.85 million and 2.05 million square feet of office by presenting a CO for an additional 200,000 square feet of residential. At this point the total would be 2.05 million in commercial square feet and 400,000 of residential square feet. Once this has been completed, the applicant may develop further office square footage without a further residential requirement.

Staff recommends that this sequence (illustrated in Exhibit 8) be made a condition of PUD approval.

PUD Benefits and Amenities to the Public

Final action on the proposed PUD amendment should be based on the public benefits that would accrue to the District in general and the Southwest community in particular. Potential PUD impacts were viewed from the following perspective:

- When fully developed as proposed, the PUD would equal only 87% of the 5.0 FAR allowed under the current zoning, even less considering that a portion of the property would be zoned C-3-C, which would allow a maximum of 8.0 FAR under an approved PUD.
- Zoning relief is being requested solely to achieve additional allowable height. Otherwise, the full amount of additional density being proposed here could proceed as a matter of right.

Since this development will be in phases, OP's review looked at whether the sequence of projects would ultimately meet the evaluation standards under Section 2403 of the Zoning Regulations:

- *The impact of the project on the surrounding area and upon the operation of city services and facilities shall not be found to be unacceptable, but shall instead be found to be either favorable, capable of being mitigated, or acceptable given the quality of public benefits in the project.*

  Two analyses of the transportation impacts of the project were conducted: the first by the applicant, and the second by the District Department of Transportation (DDOT). Both analyses concluded that the anticipated traffic impacts under the PUD would be less than under a by-right scenario. A more expansive study prepared by DMJM+Harris, Inc. for the District Department of Transportation (DDOT) looked at the transportation impacts of the proposed project, other projects planned and approved east and west of South

Capitol Street, the benefits of a pedestrian vs. vehicular and pedestrian connection through the site, alternative vehicular connections, and even the anticipated impact of light rail along Maine and M Streets, S.W. The study found that proposed on-site development and other area developments would create congestion throughout the study area by the year 2022. However, the presence of this 4th Street section between M and I Streets is expected to decrease delays and shorten queue lengths on 3rd Street, and reduce impacts of site development on I Street. The consultants also proposed implementing a series of mitigation measures to reduce development impacts. The applicant has agreed to reflect these recommendations in future development plans. Staff recommends that incorporating the consultant recommendations be made a condition of the PUD (refer to consultant conclusions in Exhibit 4).

- *The Zoning Commission shall find that the proposed planned unit development is not inconsistent with the Comprehensive Plan and with other adopted public policies and active programs related to the subject site.* Refer to the Comprehensive Plan section below.

- *Public benefits are superior features of a proposed planned unit development that benefit the surrounding neighborhood or the public in general to a significantly greater extent than would likely result from development of the site under the matter of right provisions of this title.* The PUD will provide at least 75,000 square feet of retail space, and 400,000 square feet of residential floor area that is allowed, but not required, under current zoning. The retention of retail services and the provision of increased housing opportunities is a direct benefit the surrounding neighborhood. In addition, the project would provide a 25,000 square-foot landscaped public plaza area around the escalator to the Metro Rail Station, and the applicant has agreed to accept the responsibility to maintain the public park area immediately north of the property (the Federal park land south of L Street, S.W. will be transferred to the District and divided by the reopened section of 4th Street). Since the park is not shown on the submitted plans, OP recommends that maintenance of the adjacent park be a made a condition of PUD approval.

- *A project amenity is one type of public benefit, specifically a functional or aesthetic feature of the proposed development that adds to the attractiveness, convenience or comfort of the project for occupants and immediate neighbors.* In addition to the public plaza, the applicant shifted the building back 10 feet in response to a request from OP to provide a space for trees and landscaping along the M Street frontage.

- *In deciding a planned unit development application, the Zoning Commission shall 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.* Refer to the staff summary below.

- *Public benefits and project amenities of the proposed PUD may be exhibited and documented in any of the following, or additional, categories:*

(a) Urban design, architecture, landscaping, or creation or preservation of open spaces;

1. Breaking up the massive 13-acre "superblock" development into two smaller city blocks with four to five buildings on either side of the new 4th Street roadway will reestablish the historic street pattern under the L'Enfant Plan.

2. Agreement by the applicant to maintain the adjacent parkland as a public amenity, and to provide streetscape improvements along M Street S.W. consistent with an overall streetscape plan.

3. The applicant has agreed to provide pedestrian access from the residential building to the 4th Street, creating a more secure connection for residents traveling from the M Street and the Metro Train Station to apartments in the Northwest Building.

4. Applicant consultants have started drafting design guidelines to frame the streetscape along the reopened section of 4th Street (refer to Exhibits 5 & 6). Superior streetscape and ground level design would create a pedestrian-friendly environment, establish a rhythm of building entrances and create retail frontages that will interact with pedestrians.

5. OP feels that from an urban design standpoint the proposed 112-foot height along M Street is not disproportionate to the M Street right-of-way width which is extremely wide at 160 feet. This wide right-of-way and the setback proposed for the buildings result in a large open boulevard that relates well to the surrounding buildings on the north side of M Street, including the existing 130-foot towers. The wide span between the site and the lower buildings across the street results in a view plane of less than 45 degrees. The taller buildings are on the north side of M Street therefore the issues of shadow light and air are minimal. OP believes that M Street is an appropriate location for height.

(b) Site planning, and efficient and economical land utilization;

1. Current zoning would allow100% coverage of the site by a horizontal building mass 70 feet in height. This proposal would introduce more distinctive, vertical buildings that provide more interest and variety along street frontages, and relate better to surrounding development. It would be more visually interesting than the existing horizontal mass between the 130-foot towers.

2. Erecting tall buildings along M Street and 4th Street would better define edges, and frame these streets and adjacent public spaces. The new buildings would also eliminate the awkward "no man's land" created by the existing large paved open spaces of irregular shape.

3. In addition, this proposal would create defined and usable open space around the perimeter of the Waterfront development, and open the interior of the site to more light and air, and improved design opportunities.

(c) Effective and safe vehicular and pedestrian access; transportation management measures, connections to public transit service, and other measures to mitigate adverse traffic impacts;

1. The associated reopening of the underlying 4th Street right-of-way would create safer, a quicker, more appealing passageway through the site for pedestrians and vehicular traffic.

2. Providing opportunity for retail uses along the new 4th Street frontage rather than being primarily interior spaces set back some distance from M or Eye Street.

3. Extension of the roadway would create curbside parking opportunities to serve the retail establishments conveniently, while allowing a limited amount of through traffic on two moving lanes.

4. As per the referenced traffic study, reopening 4th Street would improve the operation of the intersection of 3rd and M Street, S.W.

(d) Historic preservation of private or public structures, places or parks;

1. Reopening forth street would reestablish the pattern of streets under the L'Enfant Plan.

(e) Employment and training opportunities;

1. The applicant will enter into an agreement to participate in the Department of Employment Services' First Source Employment Program, and into a Memorandum of Understanding with the Minority Business Opportunity Commission ("MBOC"). Staff recommends this be made a condition of PUD approval.

(f) Housing and affordable housing;

1. The residential density would be provided in accordance to the development sequence and opportunities referenced above.

(g) Social services/facilities;

1. No specific social services or facilities are associated with this development.

(h) Environmental benefits, such as storm water runoff controls and preservation of open space or trees;

1. Current storm water management controls would be maintained on the subject property, and the applicant would assume the responsibility to maintain the balance of adjacent parkland remaining left after 4th Street is reopened.

(i) Uses of special value to the neighborhood or the District of Columbia as a whole;

1. Creation of a Town Center: The proposed plaza surrounding the Metro Rail Station entrance, together with the active mixture of office, residential and retail uses on the site, the station itself, and the new urban design image will result will be a new Town Center as called for in public planning goals.

2. Retail and Service Establishments: The applicant is committed to maintaining in use during construction the drug store/pharmacy, the supermarket and the bank. The full development plan allocates all of the ground floor area of buildings facing 4th and M Streets to retail, service and entertainment uses to a depth of 68 feet. This will be highly visible and accessible space with a range of business establishments

(j) *Other public benefits and project amenities and 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.*

The Office of Planning strongly supports the redevelopment of Waterside Mall. This undertaking, along with the Southwest Waterfront Plan, and the AWI are major District initiatives viewed as a critical to the revitalization of the Southwest Community. This PUD proposal would result in a complete metamorphosis of the existing building shell into a "Town Center" filling a significant void in the fabric of this community.

This PUD project is part of a larger effort to revitalize this neighborhood. The project is important to the City's objectives for the site based on the Comprehensive Plan, as discussed later in this report), the 1998 Urban Land Institute report on the Southwest and the current Anacostia Waterfront Initiative and efforts over the last year to negotiate with the developer to reinstate 4th Street and construct active retail space along the newly constructed 4th Street.

4th Street, SW

It was the original intention of the developer to renovate and rehab the Waterside Mall in its existing configuration. City staff from the Office of Planning, the Office of the Deputy Mayor for Planning and Economic Development, and the Department of Transportation worked closely with the developer to encourage them to redesign the site to allow for the reconstruction of 4th Street as part of the rehabilitation of the mall

site. After much negotiation, the city reached an agreement with the developer to rebuild the street. The agreement requires that the developer demolish the center portion of the mall. The resulting buildings will not be symmetrical with respect to parking and loading, therefore the Office of Planning proposed a zoning text amendment that recognized this unique land use situation and allowed for the two resulting structures to be considered as one site for the purposes of parking and loading requirements. The Zoning Commission adopted the text amendment in June 2002.

OP encouraged the developer to proceed with the redevelopment of the property through a PUD rather than as a matter-of-right project so the developer could utilize the flexibility with regard to height to achieve an improved design and allow for the achievement of public benefits including housing on 4th Street, street-retail and a public plaza.

1998 ULI Study – Main Street Retail

In1998 the Southwest Neighborhood Assembly commissioned the Urban Land Institute to study concepts that would improve the neighborhood, including the potential for redeveloping Waterside Mall and the Southwest waterfront. As stated in *Southwest Washington, D.C., A Strategy for Revitalizing Waterside Mall and the Waterfront,* "the goal is to develop a neighborhood-friendly retail point that serves the diverse needs of Southwest residents and visitors, including public housing residents, middle-income singles, middle-income families, patrons of Arena Stage, ... and nearby office workers."

This PUD proposal and the planned transformation of Waterside Mall into the Southwest neighborhood's "Town Center" has the potential to accomplish much of what was outlined in the ULI report. Reopening the former 4th Street right-of-way with a "Main Street"-oriented retail focus along an attractive streetscape, will enhance opportunities for retail outlets and services to support existing and prospective residents and office tenants. The housing component will increase the range of local residential opportunities, and effective marketing of planned office and retail space would provide (and possibly retain) local employment opportunities. Thus, revitalization of the Mall will expand economic growth, help to capture new markets, help preserve and enhance the quality of neighborhood life, and otherwise contribute to affirming the economic and social viability of the District.

AWI

The redevelopment of the site, the reconstruction of 4th Street, the redesign of the building and the provision of the proposed amenities all further the objectives of the AWI by creating residential and retail opportunities that will significantly support the AWI goal of creating and maintaining an active and mixed-use waterfront community in the southwest.

In summary, OP finds that the relative value of the project amenities and public benefits offered is greater than the degree of development flexibility requested.

COMPREHENSIVE PLAN

The Generalized Land Use Map designates the subject property as "Medium Density" Commercial across most of the site, characterized by "shopping and service areas that generally offer a large concentration and variety of goods and services outside the Central Employment Area", as the predominant uses. The northern perimeter, along Eye Street, S.W., is designated "Parks, Recreation and Open Space", characterized by "District government parks and recreation centers, cemeteries and National Capital Open Space System", alternating with "Medium Density Residential", characterized by "Multiple-unit housing and mid-rise apartment buildings".

Major Themes of the Comprehensive Plan include the following:

> "101.1 In the process of developing the District elements of the Comprehensive Plan ("the Plan") and coordinating the widespread citizens review the following ten (10) major themes were discerned:
>
> (a) Stabilizing and improving the District's neighborhoods;
> (b) Increasing the quantity and quality of employment opportunities in the District; ...
> (e) Respecting and improving the physical character of the District; ...
> (h) Reaffirming and strengthening the District's role as the economic hub of the National Capital Region; ..."

Section 102, Stabilizing and Improving the District's Neighborhoods, includes:

> "102.3 Many city neighborhoods also include *integral commercial* and institutional uses that contribute to their character. Neighborhood businesses, schools, park and recreational facilities, churches, and other public facilities all add to the livability of our communi*ties. These uses too must be protected, stabilized, and improved.*
>
> 102.4 Promoting and ensuring good quality neighborhoods is of utmost importance to the District. The District elements of the Plan's policies and strategies on increasing housing opportunities, neighborhood commercial facilities, and improving transportation in some neighborhoods will be combined with other District policies on historic preservation, environmental quality, and public facilities to conserve functioning, stable neighborhoods, and to stabilize or improve those which need redirection."

Policies established under Section 206.2 in support of the economic development outside the Central Employment Area include:

> "(c) Implement updated plans for the longstanding urban renewal corridors that are consistent with the Plan's objectives and policies; ..."

An assessment in Section 1343 of Ward 2 neighborhood-shopping areas states:

> "1343.1 Community and neighborhood shopping areas are essential parts of the convenience and character of the residential neighborhoods of Ward 2. In size and shape, they include corner stores, small clusters of stores, the major retail strips (Connecticut Avenue, 17th Street, 14th Street, M Street, Wisconsin Avenue, etc.) and a mall (Waterside Mall). Some neighborhoods in Ward 2 do not have adequate commercial and service establishments. ...
>
> 1343.2 The Waterside Mall in Southwest has not become a vital commercial center due to high rents and poor marketing. The opening of the Waterfront Metrorail Station may allow the mall to operate at least as a multi-neighborhood shopping center."

Objectives for neighborhood shopping areas under the subsequent section include:

> "(a) To protect and enhance the vitality of neighborhood and commercial areas, to provide economic development benefits and adjacent retail services to residents of adjacent neighborhoods;
> (b) To develop new neighborhood shopping services in areas that are unserved or underserved; ..."

Specific actions in support of these areas under Section 1345 includes:

> "(c) Improve Waterside Mall in Southwest to ensure that new businesses will service the adjacent residential neighborhood; ..."

The Comprehensive Plan also outlines specific changes needed for the former Urban Renewal property to fulfill its promise to the Southwestern community:

> "1367 WARD 2 THE NEIGHBORHOOD RING: SOUTHWEST
>
> 1367.1 Southwest was completely rebuilt in the 1960's as one of the country's first urban renewal projects. The area is primarily residential, but includes restaurants and commercial buildings along Maine Avenue, the Arena Stage, and Waterside Mall, plus a variety of public facilities near South Capitol Street. Fort McNair is located south of P Street. Southwest is adjacent to the Central Employment Area. Accessibility was improved when the Green Line Waterfront Metrorail Station opened in late 1991.
>
> 1367.2 Forty years after urban renewal began, Southwest provides a mature and pleasant environment. Appropriate steps are needed to protect and enhance the character of the area. Attention needs to be directed to key problems in the area, including improving retail services at Waterside Mall, improving the attractiveness and amenities along the Maine Avenue waterfront, and improving

housing maintenance in the Greenleaf Gardens and James Creek public housing projects.

1367.3 To protect and enhance the character of the Southwest community, the Southwest Neighborhood Assembly commissioned the Urban Land Institute to study concepts that would improve the neighborhood, including the potential for redeveloping Waterside Mall and the Southwest waterfront. The Urban Land Institute met with residents and other stakeholders in 1998 and recommended the following improvements: ...

(a) Reuniting the two halves of 4th Street by opening up Waterside Mall. A completely new Main Street-oriented retail center, at least fifty percent (50%) larger than today's, will have the kinds of places that enhance the quality of life -- stores that serve community needs -- a hardware store, a bookstore, a bakery, a copy center, coffee shops and cafes;
(b) A festive Waterfront marketplace, concentrating 200,000 square feet of restaurants, specialty retail, and entertainment along a new pedestrian promenade on Water Street; ...
(d) Bold new initiatives to strengthen jobs, education, and economic development for community residents; support for Southwest's emerging public charter schools as well as the neighborhood's existing schools;
(e) Between ninety-five and one hundred seventy-five (95 and 175) units of new, market- rate housing targeted to younger adults; ...
(h) New roads and pedestrian paths to link Southwest with the monuments, museums, and Downtown; new street patterns with more green space, squares, and parks; ...
(l) A standard of architectural excellence for the one-half million square feet of new construction that will be built in the next few years; ..."

Based on this information, the proposed PUD is consistent with the goals of the Comprehensive Plan.

COMMUNITY COMMENT

The applicant has made extensive efforts to reach out and explain the PUD proposal, participating in over 20 community meetings over a period of two years:

Organizer/Organization	Meeting Dates
Councilman Jack Evans' Office	November of 2000
Advisory Neighborhood Commission (ANC)	November 12, 2001 April 8, 2002 May 13, 2002 November 18, 2002 January 13, 2003

Organizer/Organization	Meeting Dates
Southwest Neighborhood Assembly (SWNA)	November 26, 2001 January 28, 2002 April 22, 2002 May 20, 2002 November 25, 2002
Washington Waterfront Association	November 8, 2001 June 13, 2002
Office of Planning (4th Street Retail Panel Discussion)	October 16, 2002
Small Groups Meeting held at The Waterfront Marketing Center	November 19, 2002 December 2, 2002 December 4, 2002 December 11, 2002
Town Square Towers Condominiums	January 23, 2003

Questions raised and applicant responses from two meeting are provided in Exhibit 7. In May 2002 the applicant, OP and DDOT staff, and community residents participated in a Waterside Mall Renovation Taskforce organized by Councilperson Sharon Ambrose. Although the effort was short-lived, participants did agree on a number of desirable outcomes from this PUD, many reflected in the current proposal (highlighted in bold):

- With regard to design principals and how the development should "fit" into the surrounding community, participants agreed that:

  - **The development should not create new barriers for pedestrians (reference the large paved plaza and new street the will installation of controls for organized crossings);**
  - **Increase the open space near Metro plaza;**
  - The plans should take full advantage of existing (retail and open) spaces;
  - **That reopening 4th Street, S.W., would partially reestablish the L'Enfant Plan roadway network;**
  - A "urban sensitive" approach should taken to land use on the site (for example, restaurants in the plaza);
  - **Areas designed to accommodate public art and music;**
  - **Blanks walls along M Street, S.W., with a more open façade;**
  - **The existing range of retail and service outlets should be retained (The applicant has retain the current bank, pharmacy and grocery store tenant on-site through the duration of their leases);**
  - Attracting more attractive and "upscale" retail stores; and
  - **The need to address nearby drug and crime issues (The applicant has already taken over responsibility for on-site security).**

- With regard to the design of a new road, there was agreement that:

  - **Provide three lanes with turn lane;**
  - **Issues related to traffic passing through mall (between the new buildings)**(This issue was addressed by the referenced traffic studies)**:**
  - **Need to preserve access to existing parking facilities** (Available parking would increase from 1,252 to 1,335 spaces) **and**
  - **Consideration of alternative routes to divert traffic around mall** (This issue has been addressed by the DMJM+Harris Traffic Study).

Participants did agree on the need for new connection from M Street to L Street, N.W. There continues to be a dispute about whether it should be for pedestrians only, or for vehicles and pedestrians. The other major issues were concerns about the potential impact of the PUD and with other planned and approved development proposal on traffic congestion, and the proposed building height along M Street and the park along the northern property boundary.

The applicant indicates that the ANC recommended denial of this application at their regular January 2003 meetings.

AGENCY COMMENT

DDOT is preparing comments on this proposal based on the traffic study results.

The District and the National Park Service (NPS) have reach agreement concerning the extension of 4th Street, S.W., right-of-way south from Eye Street through the Federal Land to M Street, S.W. Although the final details are still being worked out for transfer of this property to the District, the District is considering how best to proceed with road design and construction plans based on the referenced traffic consultant recommendations.

RECOMMENDATION

The Office of Planning (OP) recommends approval of this First Stage PUD with conditions and the proposed amenities. OP concludes that the application meets the requirements of the Zoning Regulations, is consistent with the Comprehensive Plan, and furthers the City's objectives for the Southwest and the Anacostia Waterfront Initiative. OP finds that the value f the proposed public benefits and amenities offered is greater than the degree of height flexibility requested in the PUD.

1. Develop residential and office square footage in accordance with the following sequence options:

   d.) After 1.6 million square feet of new and renovated office (including at least 75,000 square feet of retail floor area) has been redeveloped, the applicant shall obtain a Certificate of Occupancy (CO) the first 200,000 square feet of residential uses. At this point, the applicant may obtain a Certificate of Occupancy for all of the remaining 500,000 square feet of new office construction, so long as they simultaneously present a

Certificate of Occupancy for the final 200,000 square feet of residential. In this case, the project would total 2.1 million square feet of office and 400,000 square feet of residential use.

e.) Alternatively, after 1.6 million square feet of new and renovated office has been developed, the applicant may choose to develop less than 500,000 square feet of new office. In this event, the applicant cannot get a CO for the next 250,000 square feet of office space (to go from 1.6 to 1.85 million square feet) without a CO for the first 200,000 square feet of residential. This would allow for a total of 1.85 million square feet of office and 200,000 square feet of residential.

f.) If the applicant chooses to develop additional office square feet beyond the 1.85 million square feet of office, the applicant can get a CO for the 200,000 square feet between 1.85 million and 2.05 million square feet of office by presenting a CO for an additional 200,000 square feet of residential. At this point the total would be 2.05 million in commercial square feet and 400,000 of residential square feet. Once this has been completed, the applicant may develop further office square footage without a further residential requirement.

2. Designate a minimum of 75,000 square feet of ground floor area for retail uses along the entirety of the M Street frontage, and on both sides of the reopened 4th Street from M Street to the northern property boundary (as illustrated in the revised Sheet 15 of the PUD plans with the corresponding date).

3. Construction of a 25,000 square-foot landscaped public plaza area around the escalator to the Metro Rail Station,

4. The duration this First Stage approval will be five (5) years from the date of the Final Order is adopted.

5. Establish a direct pedestrian connection between the residential apartment building(s) and the reopened 4th Street upon construction of said residential apartment building(s).

6. Assume the responsibility to maintain former Federal land north of the PUD boundary (Square 499 Lot 57) as a public park amenity that remains after construction of the reopened 4th Street, S.W.

7. Future Stage Two development plans shall reflect traffic mitigation measures recommended in 4th Street SW Transportation Study prepared for the District of Columbia Department of Transportation by DMJM+Harris Inc., dated January 2003.

8. Execute the following agreements prior to the issuance of any permits for new building or road construction:
   a.) A First Source Agreement with the District of Columbia Department of Employment Services; and
   b.) A Memorandum of Understanding with the Minority Business Opportunity Commission to ensure minority vendor participation.

If the Commission approves the request to rezone portions of Square 542, Lot 88 and Square 499, Lot 60, then OP also recommends rezoning the referenced properties to C-3-C between the eastern and western boundaries as follows:

- To a distance of 220 feet from southern boundary along M Street, S.W. (or 280 feet from the street centerline); and
- To a distance of 190 feet from the northern boundary.

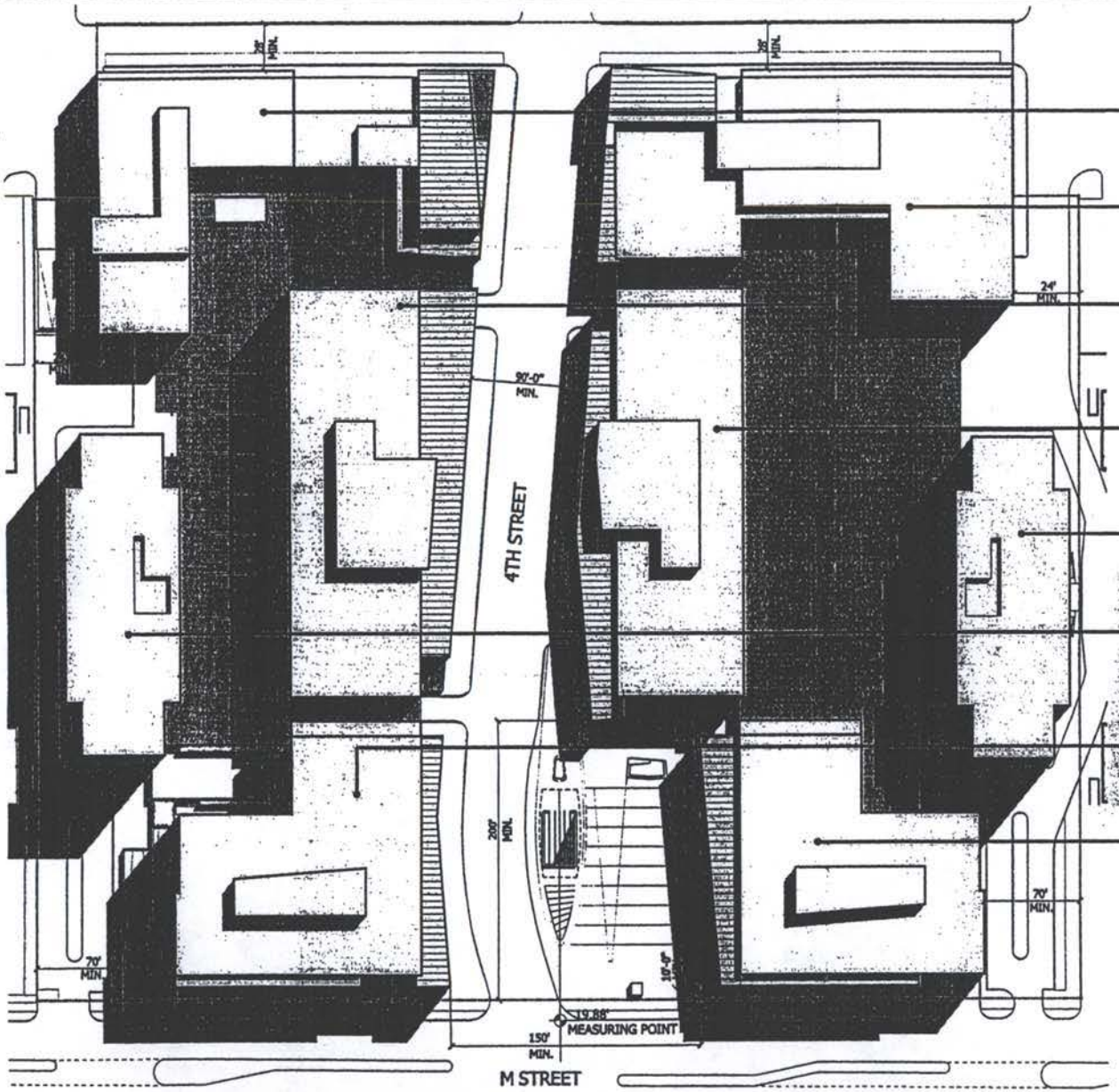
AA/afj

Attachments:

Exhibit 1	Aerial Map with Zoning
Exhibit 2	Waterfront Planned Unit Development Plans – Roof Plan, Sheet 12
Exhibit 3	Waterfront Planned Unit Development Plans – Zoning Diagram, Sheet 20
Exhibit 4	4th Street Southwest Transportation Study prepared by DMJM+Harris Inc. – Conclusions
Exhibit 5	Waterfront Storefront Guidelines (cover sheet of draft)
Exhibit 6	Waterfront Design Guidelines (cover sheet of draft)
Exhibit 7	Community Questions & Applicant Responses
Exhibit 8	Development Sequence Diagram
Exhibit 9	Pertinent Zoning Regulations

Exhibit 1


R-3
4th St SW
I St SW
I-4
Makemie Pl SW
R-3
R-3
Wesley St SW
FED
FED
Former right-of-way of 4th Street, S.W.
3rd St SW
0499
0542
Waterside Mall
C-3-B
M St SW
Feature Key
Zoning Boundaries
Zoning Leader Lines
Street Centerlines
Zoning Commission
Case No. 02-38
DC Office of Planning
January 24, 2002
Scale 1:2000
Feet



NORTHWEST BUILDING

- RESIDENTIAL BUILDING
- 12 FLOORS/ 112' BLDG. HEIGHT/ 18.5' MECH. P.H.
-400,00 GFA - (2 PHASES OF 200,000 S.F. EACH)

NORTHEAST BUILDINGS

-OFFICE BUILDING
- 10 FLOORS/ 112' BLDG. HEIGHT/ 18.5' MECH. P.H.
- 470,000 GFA

WEST 4TH STREET BUILDING

- OFFICE BUILDING
- 6 FLOORS/ 79' BLDG. HEIGHT/ 18.5' MECH. P.H.
- 312,500 GFA (INCLUDES 75,000 GFA OF EXISTING PARKING)

EAST 4TH STREET BUILDING

- OFFICE BUILDING
- 6 FLOORS/ 79' BLDG. HEIGHT/ 18.5' MECH. P.H.
- 265,000 GFA (INCLUDES 50,500 GFA OF EXISTING 1 STORY COMMERCIAL BUILDING)

EAST TOWER (EXISTING)

- OFFICE BUILDING
- 12 FLOORS/ 130' BLDG. HEIGHT
- 201,500 GFA

WEST TOWER (EXISTING)

- OFFICE BUILDING
- 12 FLOORS/ 130' BLDG. HEIGHT
- 192,500 GFA

WEST M STREET BUILDING

- OFFICE BUILDING
- 10 FLOORS/ 112' BLDG. HEIGHT/ 18.5' MECH.P.H.
- 335,000 GFA

EAST M STREET BUILDING

- OFFICE BUILDING
- 10 FLOORS/ 112' BLDG. HEIGHT/ 18.5' MECH. P.H.
- 350,000 GFA

NOTE:

THE DESIGN OF THE BUILDING FOOTPRINTS ARE SHOWN FOR ILLUSTRATIVE PURPOSES. THEY ARE INTENDED TO DESCRIBE ONE POSSIBLE SOLUTION THAT CONFORMS TO THE DENSITY, SETBACK, AND HEIGHT LIMITATIONS DESCRIBED IN THESE DRAWINGS. FINAL DESIGN PROPOSALS FOR NEW BUILDINGS WILL BE FILED AS PART OF SUBSEQUENT SECOND STAGE PUD APPLICATIONS.

WATERFRONT

WASHINGTON, D.C.

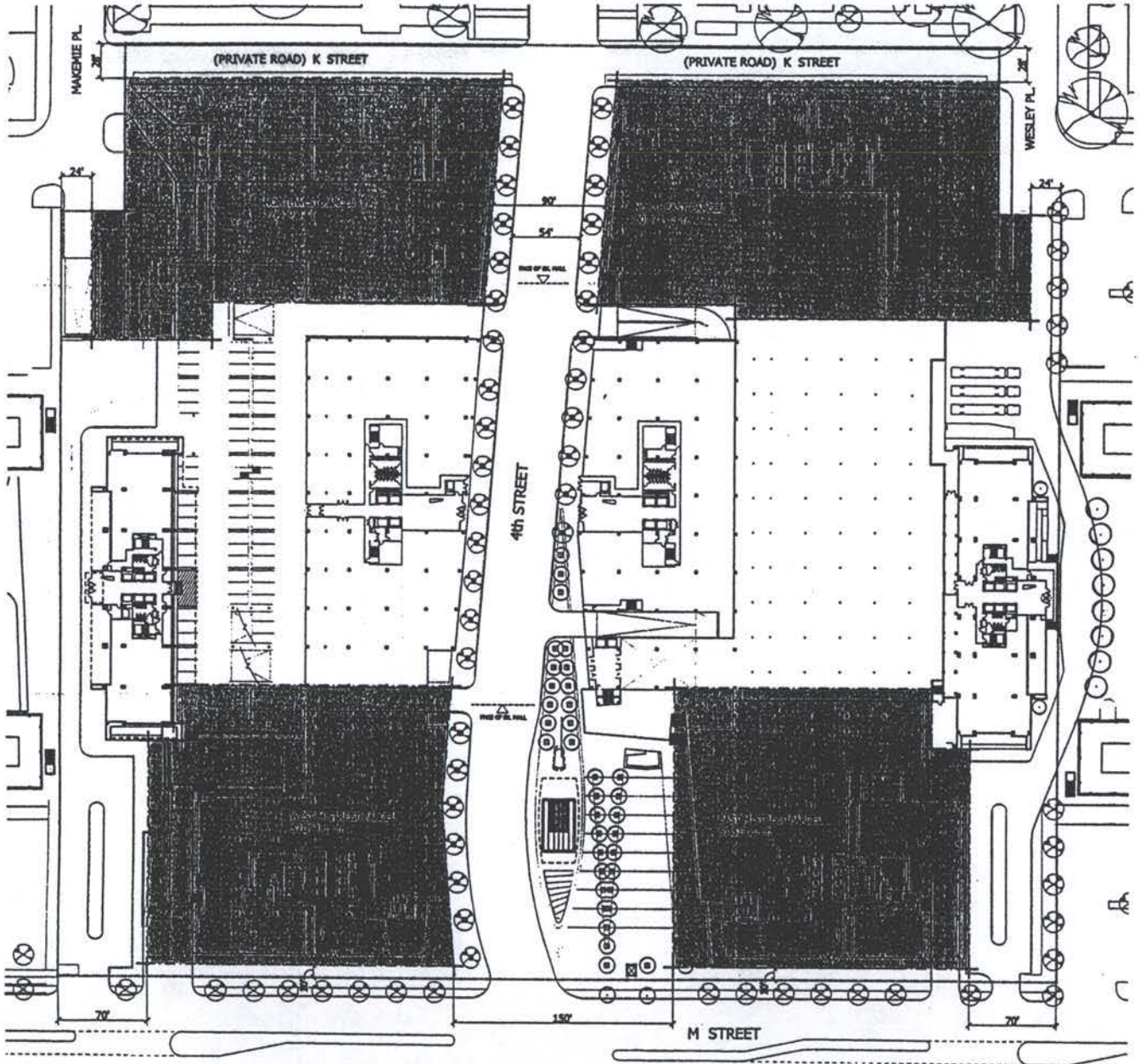
FOREST CITY ENTERPRISES & THE KAEMPFER COMPANY

SHALOM BARANES ASSOCIATES

ROOF PLAN

FIRST-STAGE PUD: SEPTEMBER 27th, 2002

Exhibit 2



LEGEND:

AREA PROPOSED TO BE REZONED FROM C-3-B TO C-3-C.

TOTAL REZONING AREA FROM C-3-B TO C-3-C = 222,429 s.f.

Exhibit 3

WATERFRONT

WASHINGTON, D.C.

FOREST CITY ENTERPRISES & THE KAEMPFER COMPANY

SHALOM BARANES ASSOCIATES

REZONING PLAN DIAGRAM

FIRST-STAGE PUD: SEPTEMBER 27th, 2002

4th Street SW Transportation Study

Existing Conditions and Assessment of Development Alternatives



Prepared by:
DMJM+HARRIS, Inc.
for:
District Department of Transportation
District of Columbia

January 2003

IV. SUMMARY OF FINDINGS AND RECOMMENDATIONS

The first two phases of this study included the evaluation of existing conditions around the Waterside Mall and the assessment of the impacts of its redevelopment. The Study Team conducted a full evaluation of existing conditions around Waterside Mall and determined the locations where transportation issues need to be addressed. A map with the identified existing transportation issues was developed and is presented in Figure 14. Figure 35 summarizes the recommended improvements to address these issues.

The Study Team conducted a full evaluation of total background traffic scenarios for the years 2010 and 2022. These scenarios include existing traffic, growth in background traffic, traffic from other area developments using roads in the study area, and the assumed full occupancy of the currently vacant Waterside Mall office space. The assessment of this scenario indicates that for 2010 and 2022 several intersections are expected to operate at LOS F during the peak hours. Therefore, transportation improvements (mitigation measures) would be needed to address the expected deficiencies in the study area.

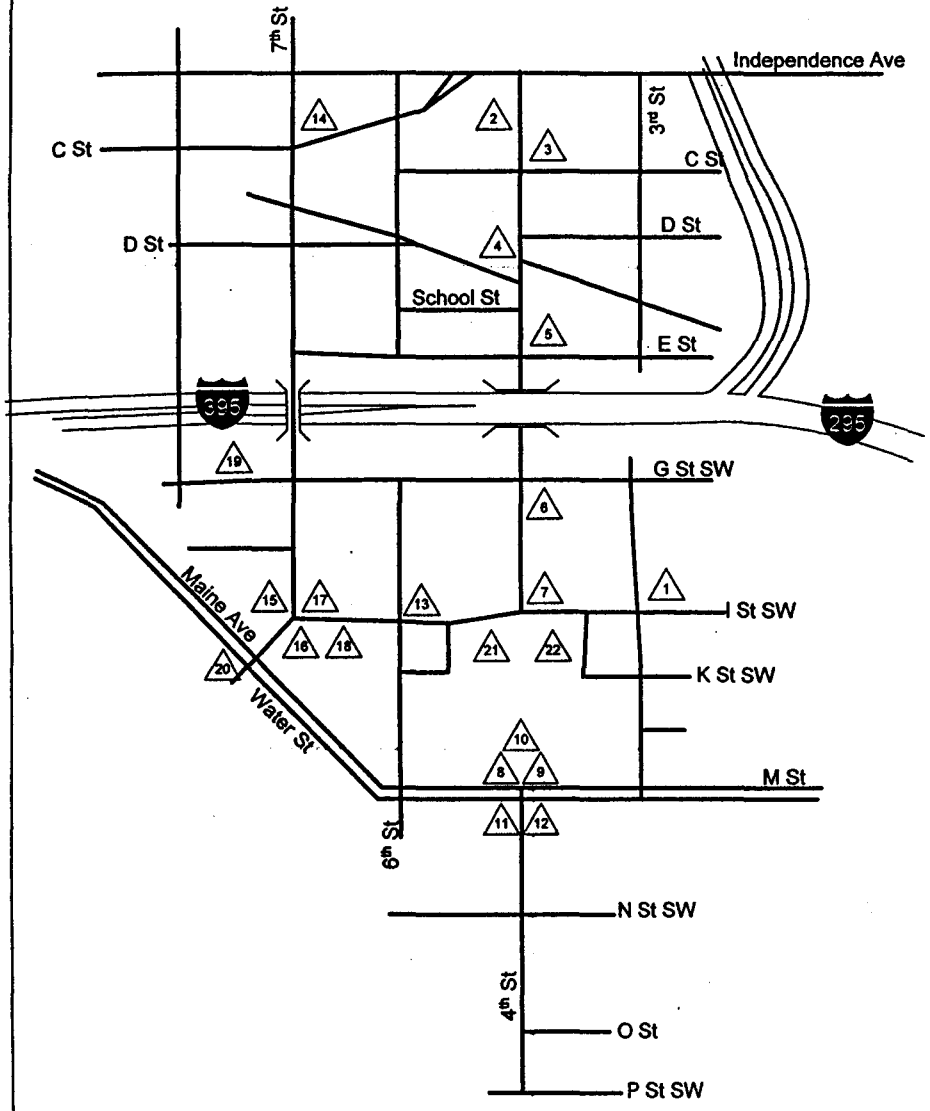
The Study Team also conducted a full evaluation of the PUD level of redevelopment of Waterside Mall under three scenarios for the years 2010 and 2022. The first scenario assumes that a connection of 4th Street between I and M Streets is not open to vehicles and serves strictly as a pedestrian promenade between these two roadways. The second scenario assumes that 4th Street is connected between I and M Streets and this connection is made available to vehicles. The final scenario uses service roadways proposed by the developer as an alternative to a vehicular connection of 4th Street between I and M Streets. As discussed in the Future Conditions with Site Development and Service Road Connection section of this report, while these service roadways alone do not represent a solution to traffic congestion in the study area, they will provide additional capacity if used in conjunction with the proposed 4th Street vehicular connection.

COMPARISON BETWEEN THE SCENARIO WITH A 4TH STREET VEHICULAR CONNECTION AND THE SCENARIO WITHOUT A VEHICULAR CONNECTION

The scenarios with and without a 4th Street vehicular connection have different effects on traffic operations in the study area and on pedestrian conditions. The scenario with a vehicular connection on 4th Street between M and I Streets would help reduce traffic on 3rd Street and would minimize the impacts of new development on this residential street.

SITE IMPACTS

Site impacts indicate what proportion of the forecast total traffic at a particular intersection is generated by new site traffic. The Study Team calculated the site impacts by dividing the additional site generated traffic by the total forecast traffic at each intersection.



1. Replace existing crosswalks with zebra-striped crosswalks.
2. Re-stripe centerline markings.
3. Re-stripe crosswalks. Add stop bars to pavement on 4th Street.
4. Add stop bar for northbound 4th Street at westbound leg of Virginia Avenue. Place crosswalk across 4th Street north of Virginia Avenue. Place crosswalk to connect the handicapped ramps on each side of 4th Street. Place stop bar for southbound 4th Street traffic 40 feet before signal heads.
5. Add stop bars on 4th Street. Add pedestrian signals on all four approaches.
6. Add stop bars on all four approaches. Add crosswalks on all four approaches.
7. Replace existing crosswalks with zebra-striped crosswalks. Police enforcement of right turn on red restrictions.
8. Place pavement marking arrow in the right lane of the northbound 4th Street approach indicating shared left/through/right operation. Install signage on the approach indicating the operation of the right lane.
9. Reconfigure entrance to Waterside Mall and move parking gates away from M Street. This improvement would not have to be implemented if a vehicular connection is constructed on 4th Street between M and I Streets.
10. Increase enforcement. Make pedestrians aware of the crosswalk on the east side of the intersection.
11. Increase pedestrian crossing time. Install "No Right Turn on Red When Pedestrians Are Present" signs on all approaches where right turns on red are permitted.
12. Equip pedestrian signals with audio buzzers.
13. Replace existing crosswalks with zebra-striped crosswalks. Police or camera enforcement of right turn on red restrictions.
14. Re-stripe crosswalks at 7th and C Streets.
15. Install "No Right Turn on Red" sign on southbound 7th Street at I Street.
16. Replace "No Right Turn on Red" sign on northbound 7th Street at I Street.
17. Install "No Right Turn on Red when Pedestrians are Present" sign on westbound I Street at 7th Street.
18. If the Special Traffic Operations Patrol program is implemented in the District, station an officer at this intersection.
19. Convert G Street to two-way operation between 7th and 9th Streets. An all-way stop sign should be installed at the intersection of 9th and G Streets. Add pavement markings to area north of island separating 9th Street and exit ramp from Southwest Freeway. Upgrade traffic signal at 7th and G Streets
20. Install "Signal Ahead" advance traffic control signs on both approaches of Maine Avenue, 150 feet before the intersection. Replace the "Keep Right" sign on northbound 7th Street between Water Street and Maine Avenue. Stripe northbound 7th Street with solid lines as 3 lanes between Water Street and Maine Avenue. The right lane should continue to operate as a right turn only lane with the appropriate pavement arrow and legend. Prohibit right turns on red for northbound 7th Street Restripe pavement markings on southbound 7th Street approaching Maine Avenue. Convert the left lane of southbound 7th Street to a left turn only lane, with the appropriate pavement arrow and legend. Re-pave the intersection.
21. Re-stripe centerline markings from 4th Street to 7th Street.
22. Improve coordination of traffic signals.

Not to Scale January, 2003	N	4th Street SW Transportation Study	**Recommended Improvements to Address Existing Transportation Issues**	**FIGURE 35**

Site impacts of less than five percent are low and generally reflect negligible effects on traffic operations and delays. Site impacts between five and 15 percent are moderate and minor effects on traffic operations and delays are expected at intersections with site impacts at these levels. Site impacts of more than 15 percent are significant and generally result in significant degradation of traffic operations and increased delays. The intersections most affected by the site traffic are those located in the immediate vicinity of the site. Site impacts generally decrease with increase distance to the site that generates the trips.

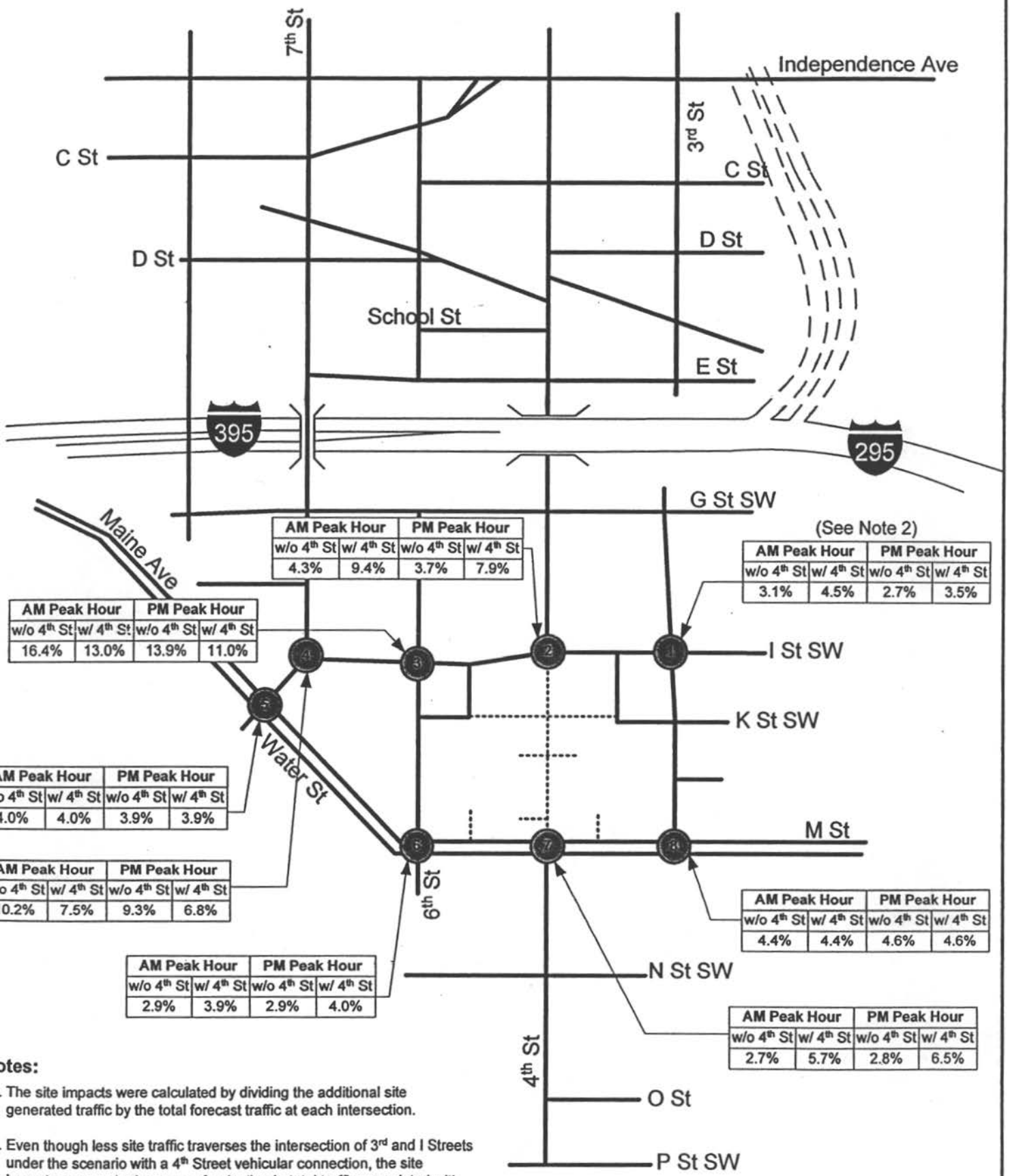
Figures 36 and 37 show that site traffic has the greatest impact on the intersection of 6th and I Streets in both scenarios. However, if the scenario with the 4th Street vehicular connection is implemented, site impacts at this intersection are expected to be reduced by approximately four percent during the AM and PM peak hours. Another intersection expected to see reduced impact is 7th and I Streets. The reduced impacts at these intersections show that the addition of a vehicular connection between M and I Streets would encourage fewer drivers entering the study area from the west to use I Street to access the site.

As expected, the site impacts at the intersections of 4th Street with I and M Streets increase with the 4th Street vehicular connection. These increased impacts are due to the creation of an additional approach at each intersection and the large amount of site traffic expected to use 4th Street between I and M Streets. When comparing the two scenarios, it can be seen that the expected impacts at the intersection of 3rd and I Streets increase with the 4th Street connection. However, the increase in site impact is associated with a *reduction* in overall volume at this intersection. Both site traffic and background traffic are expected to utilize the 4th Street extension. Due to the large volume of background traffic expected to be diverted away from this intersection, this intersection's percentage of site traffic is expected to be higher with the 4th Street vehicular connection than without it, but overall intersection volume will be less.

LEVEL OF SERVICE

It can be seen in Figure 38, Figure 39, Table 12 and Table 14 that the proposed 4th Street vehicular connection is expected to improve LOS and reduce delays at the two studied intersections on 3rd Street. This is primarily due to the effect of background and other area development trips that would divert away from this local, residential street to 4th Street. Without the 4th Street vehicular connection, the total daily traffic on 3rd Street is expected to increase from the existing 4,800 vehicles per day to 6,800 vehicles per day. With the 4th Street vehicular connection, the daily traffic volume on 3rd Street is expected to be 2,800 vehicles per day, which represents a significant reduction compared to existing conditions.

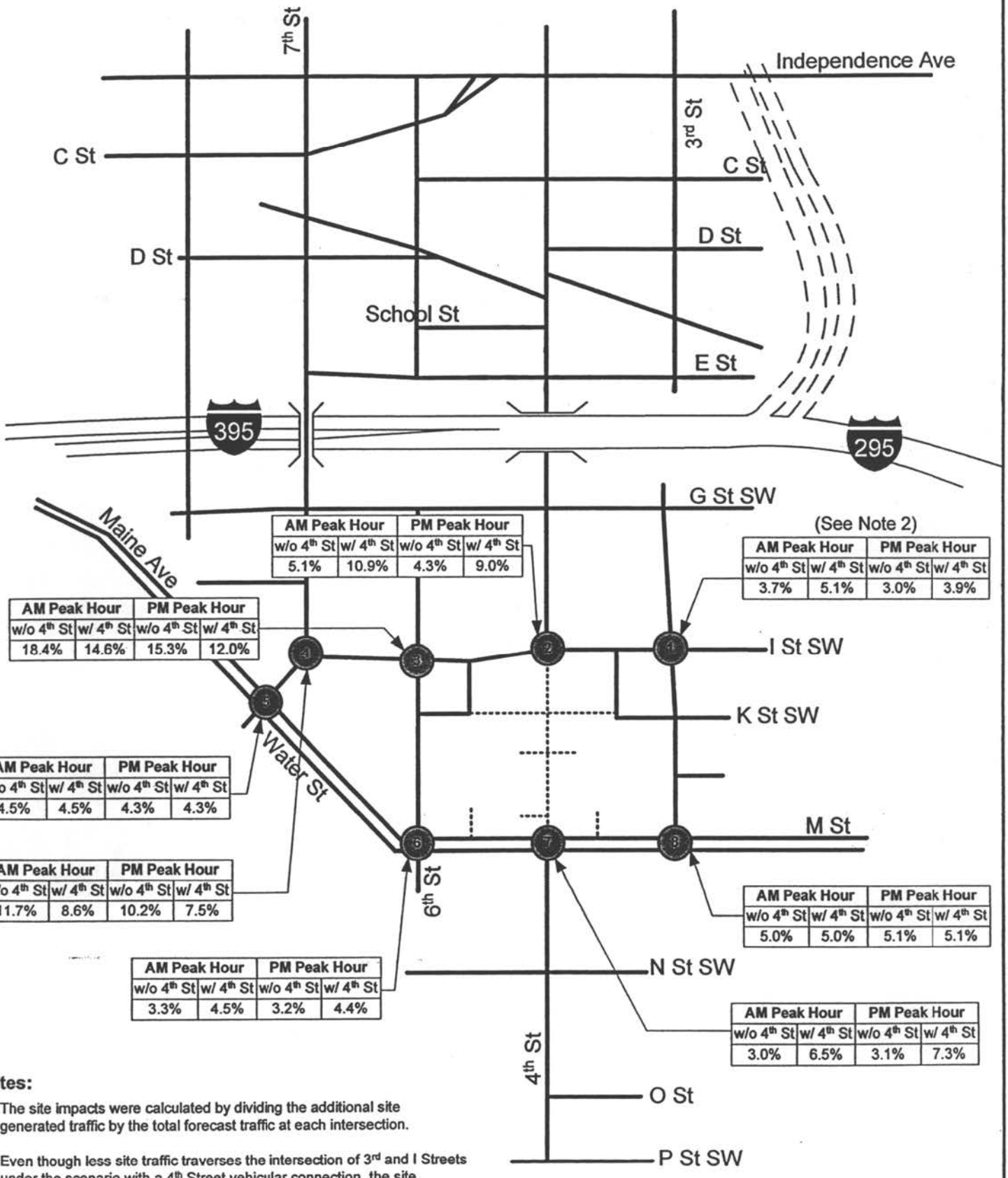
With a vehicular connection between I and M Street, total daily traffic on 4th Street north of I Street is expected to increase from the existing 7,500 vehicles per day to 17,000 vehicles under 2022 conditions. Under 2022 total background conditions, the daily



Notes:

1. The site impacts were calculated by dividing the additional site generated traffic by the total forecast traffic at each intersection.
2. Even though less site traffic traverses the intersection of 3rd and I Streets under the scenario with a 4th Street vehicular connection, the site impacts are greater because of reduction in total traffic associated with background traffic diversions through the 4th Street extension.

Not to Scale January, 2003		4th Street SW Transportation Study	Site Impacts for 2010 Total Traffic with and without 4th Street Vehicular Connection	FIGURE 36



AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
5.1%	10.9%	4.3%	9.0%

(See Note 2)

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
3.7%	5.1%	3.0%	3.9%

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
18.4%	14.6%	15.3%	12.0%

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
4.5%	4.5%	4.3%	4.3%

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
11.7%	8.6%	10.2%	7.5%

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
5.0%	5.0%	5.1%	5.1%

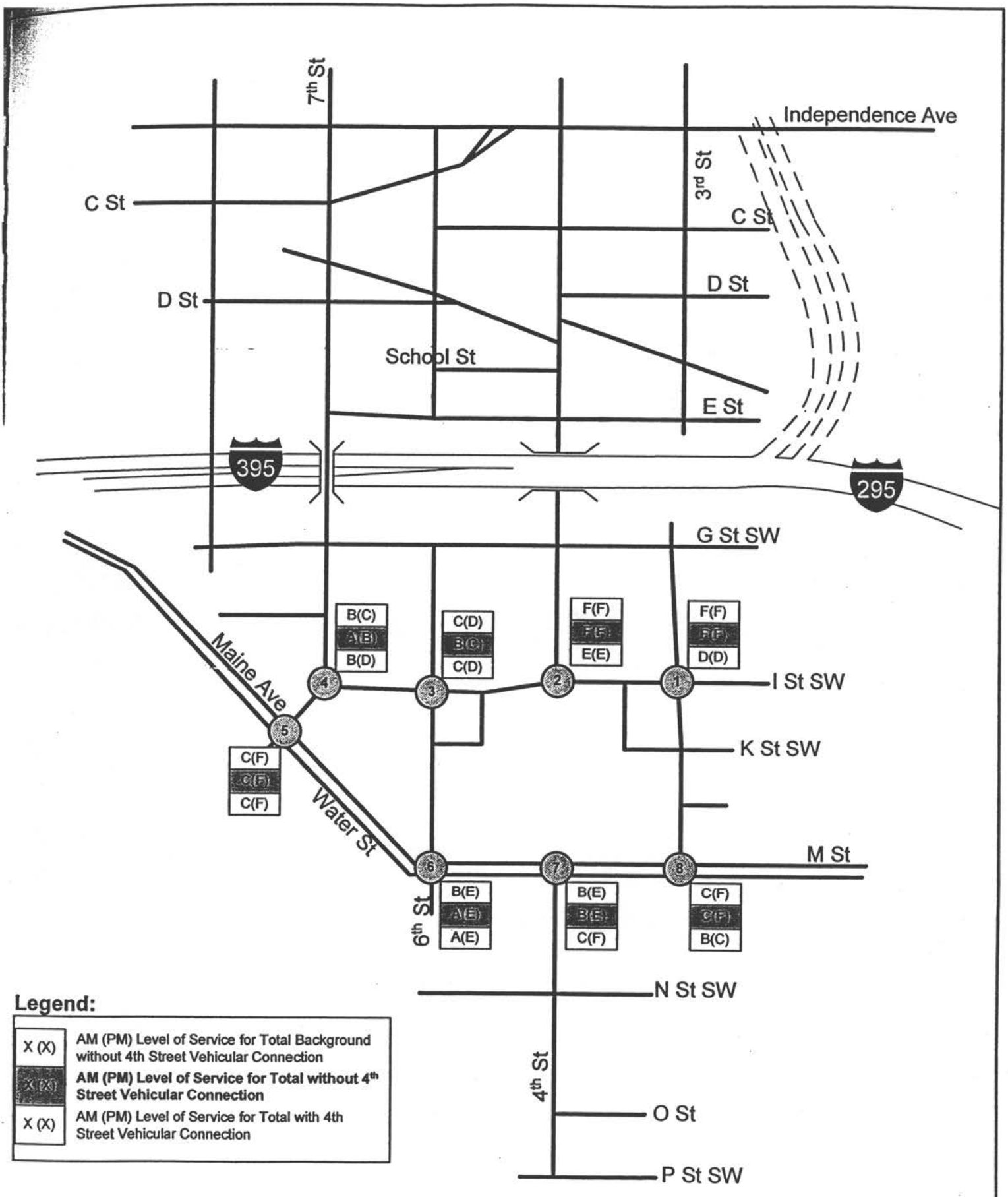
AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
3.3%	4.5%	3.2%	4.4%

AM Peak Hour		PM Peak Hour	
w/o 4th St	w/ 4th St	w/o 4th St	w/ 4th St
3.0%	6.5%	3.1%	7.3%

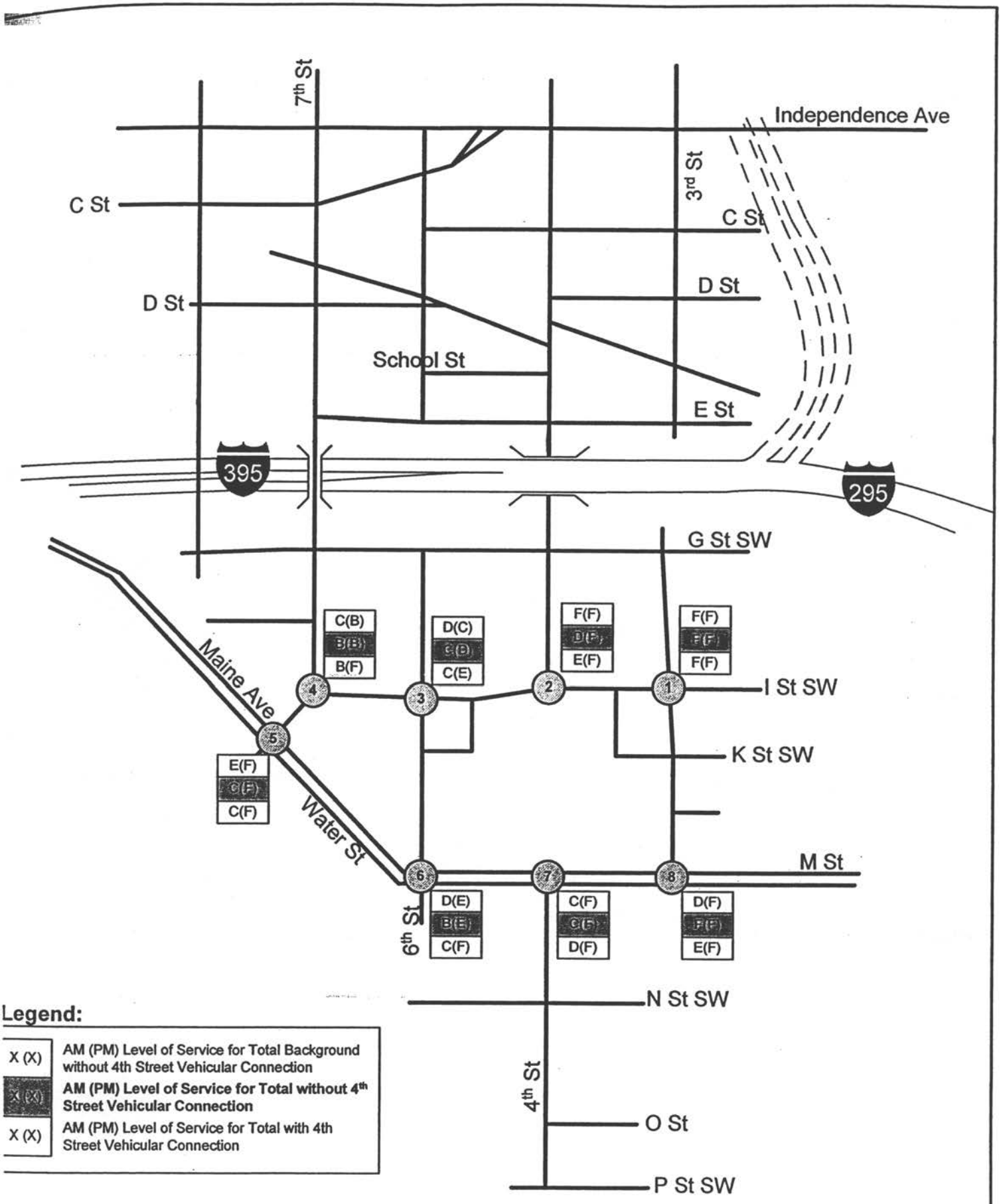
Notes:

1. The site impacts were calculated by dividing the additional site generated traffic by the total forecast traffic at each intersection.
2. Even though less site traffic traverses the intersection of 3rd and I Streets under the scenario with a 4th Street vehicular connection, the site impacts are greater because of reduction in total traffic associated with background traffic diversions through the 4th Street extension.

Not to Scale January, 2003	N	4th Street SW Transportation Study	Site Impacts for Total Traffic for 2022 with and without 4th Street Vehicular Connection	FIGURE 37



Not to Scale		4th Street SW Transportation Study	2010 Levels of Service (LOS)	FIGURE 38
January, 2003				



Not to Scale		4th Street SW Transportation Study	2022 Levels of Service (LOS)	FIGURE 39
January, 2003				

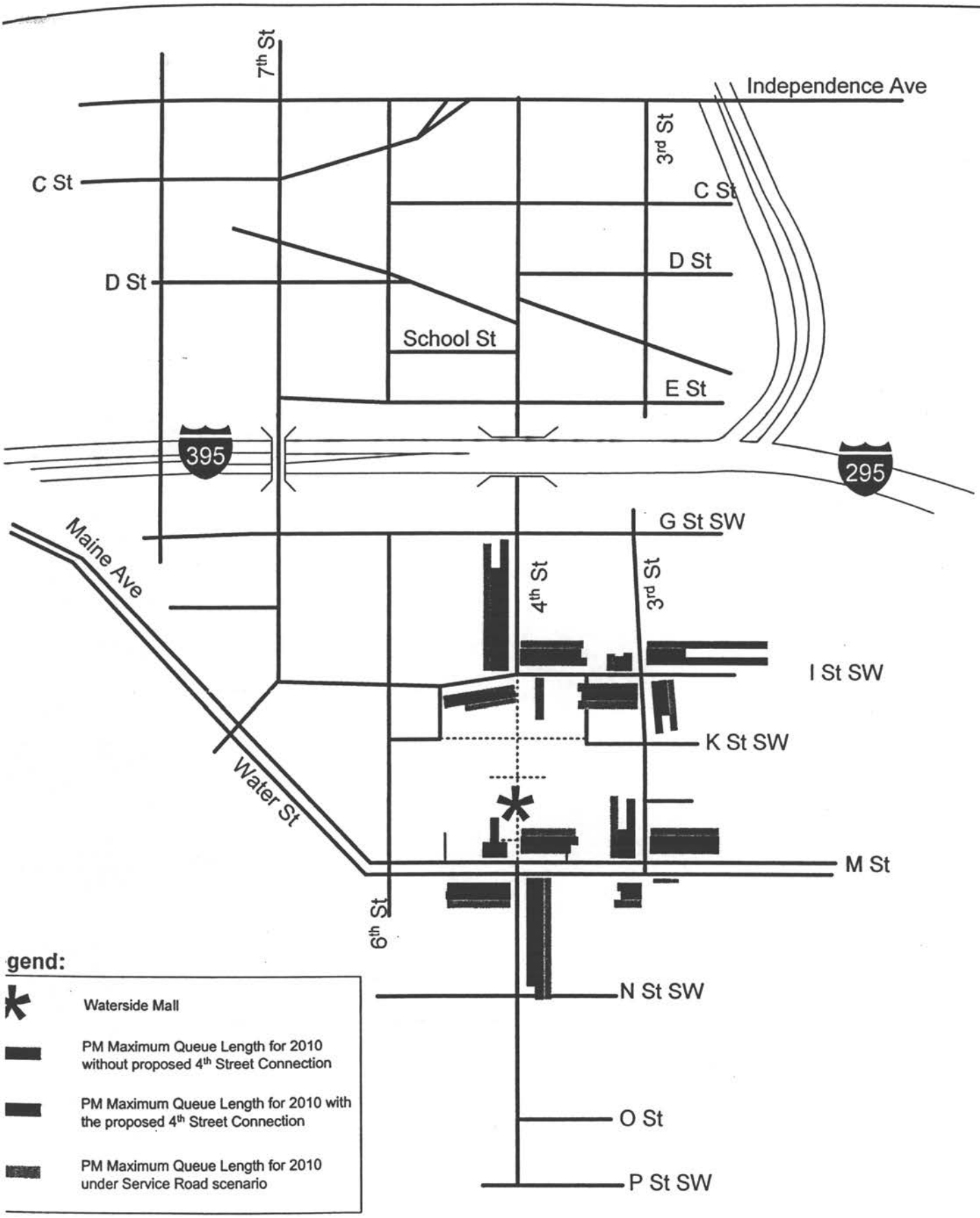
volume on this segment is expected to be 16,200, indicating that 800 new daily trips are the impact at this location of the PUD level of redevelopment of Waterside Mall. The proposed 4th Street vehicular connection between M and I Streets is expected to have a daily traffic volume of 12,000 in 2022, indicating that this roadway will operate at or near capacity, discouraging further diversions from existing parallel traffic routes. A portion of this volume represents through trips on 4th Street that no longer need to use 3rd or 6th Streets to reach 4th Street south of M Street.

The Waterside Mall PUD and other area developments, either with or without the 4th Street vehicular connection, would create congestion throughout the study area without the implementation of traffic mitigation measures. Thus, the study team conducted the analysis of both of these scenarios assuming that parking would be prohibited on the south side of I Street during peak hours to accommodate the traffic needs. This additional lane would be needed to accommodate the additional traffic generated by other area developments and background growth even if there is no redevelopment at the Waterside Mall site. As expected, the intersection of 4th and I Streets will perform worse under the scenario with the 4th Street vehicular connection than under the scenario without the vehicular connection. However, the impact is minimal during the AM peak hour, and PM impacts are expected to occur on the proposed northbound leg. Transportation mitigation measures would be needed to further reduce congestion.

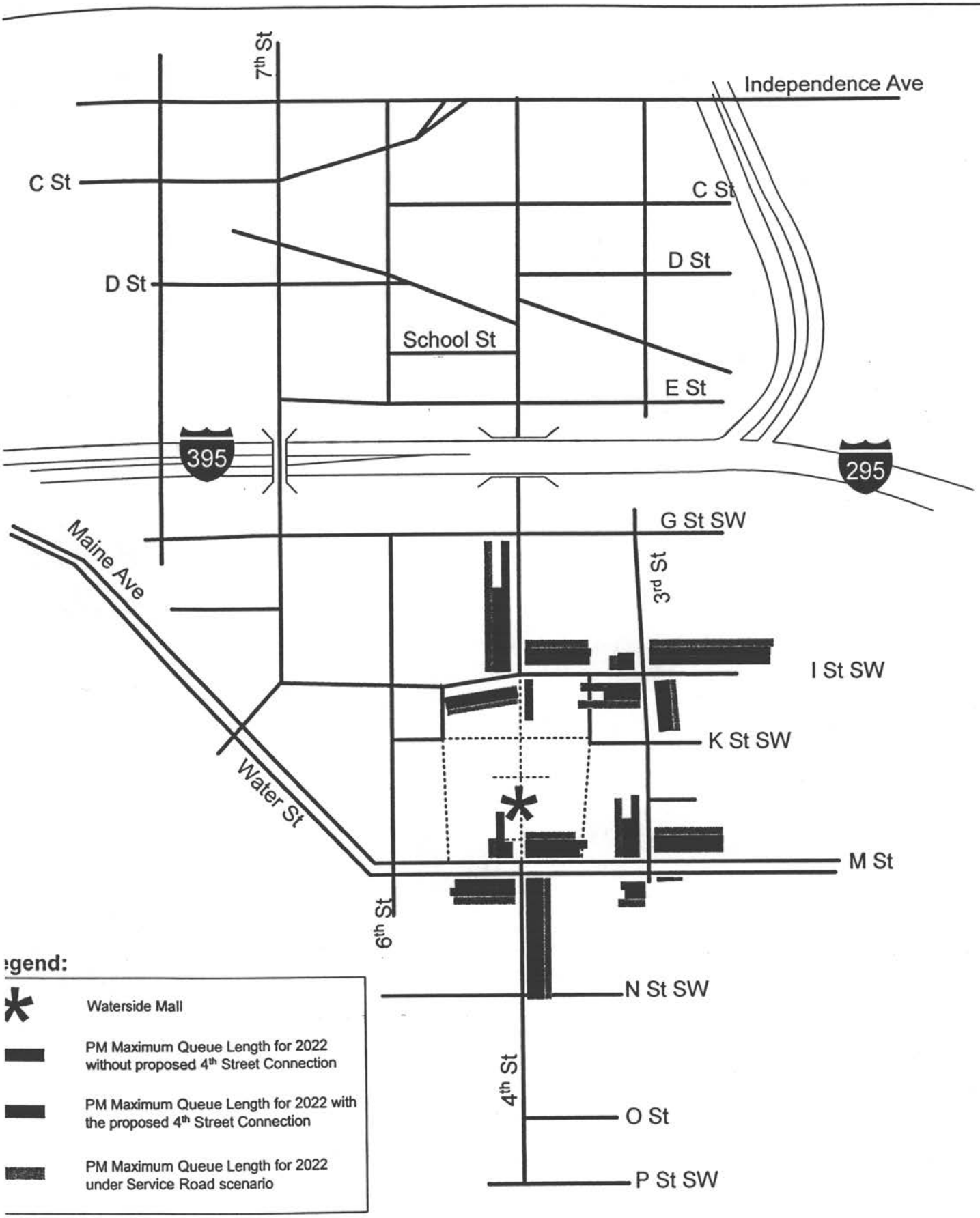
For the intersections on M Street/Maine Avenue, the intersections with 6th and 7th Streets will operate with approximately the same delay per vehicle under each of the proposed scenarios. The intersection of 4th and M Street will degrade, as expected, with the addition of the 4th Street connection. However, this degradation is expected to take place on the proposed southbound leg of 4th Street. The remaining legs of this intersection are expected to operate approximately equally under all scenarios. Finally, with the 4th Street vehicular connection, the intersection of 3rd and M Streets is expected to improve significantly, due to trips diverted to 4th Street.

QUEUING

A vehicular connection on 4th Street is expected to reduce queuing on 3rd Street, as shown in Figures 40 and 41. The reduction is primarily due to the background and other area development trips that will be diverted away from 3rd Street onto 4th Street. Southbound queues on 4th Street at I Street, and northbound queues on 4th Street at M Street are expected to be greater with the 4th Street vehicular connection. The increase in queue length is directly associated with the additional approach that was added to each intersection. The additional approach, additional volume and changes to signal timing necessary to accommodate the increased volumes result in longer queues. However, by 2022, the queues are approximately equal with or without the vehicular connection. Queues at other locations are expected to be similar with or without the vehicular connection.



ale: 1" = 675' nuary, 2003	N	4th Street SW Transportation Study	PM Maximum Queues for 2010 with and without 4th Street Vehicular Connection	FIGURE 40



cale: 1" = 675' lanuary, 2003	N	4th Street SW Transportation Study	PM Maximum Queues for 2022 with and without 4th Street Vehicular Connection	FIGURE 41

PEDESTRIANS

With regards to pedestrians, the scenario without the proposed vehicular connection of 4th Street is the safer alternative. Without vehicles on the proposed 4th Street connection, pedestrians and vehicles would not be sharing the same right-of-way. However, the conflicts associated with a vehicular connection of 4th Street can be minimized with the implementation of mitigation measures throughout the connection. These measures should be implemented if a vehicular connection is constructed between I and M Streets.

RECOMMENDATIONS FOR FUTURE CONDITIONS

Based on higher levels of service, decreased delay and shorter queue lengths on 3rd Street, as well as reduced site impacts on I Street, the Study Team recommends the construction of the vehicular connection of 4th Street SW between I and M Streets. The primary effect of constructing this roadway will be decreased traffic on neighborhood residential streets, including 3rd and I Streets.

4TH STREET

The recommended connection of 4th Street between I and M Streets should be open to vehicles. The roadway should have a five-lane cross-section. Parking should be permitted at all times on the curb lanes. There should be one travel lane in each direction, and the center lane should be used for left turn bays into the two proposed site driveways on 4th Street.

The increase in vehicular traffic associated with the redevelopment of Waterside Mall should not come at the expense of pedestrians. Measures should be implemented to ensure that vehicles travel at low speeds on the 4th Street connector. Additionally, the existing 21-second pedestrian phase at the intersection of 4th and I Streets should remain. The analysis indicates that this can be obtained through the use of a 100-second cycle length at the intersections on I Street.

Due to both the Metro station and the expected increase in pedestrian activity along the proposed connection, motorists should be discouraged from using 4th Street as a through route. Recommendations to aid in accomplishing this are as follows:

- Rather than standard asphalt pavement, the new 4th Street connection should be constructed of a texturized pavement surface.
- Raised crosswalks should be constructed across 4th Street at the following locations:
    - M Street
    - Each of the two proposed driveways
    - K Street
    - I Street
- Parking should be permitted at all times in the curb lanes of 4th Street.

- A taxi stand zone should be designated on the west side of 4th Street adjacent to the intersection with M Street (next to the Metro Station entrance).

I STREET

In order to accommodate the traffic associated with the increase in background traffic, other area developments and the redevelopment of Waterside Mall, parking should be prohibited in the eastbound curb lane of I Street between 6th and 3rd Streets, during AM (7:00 – 9:30 AM) and PM (4:00 – 6:30) peak periods. Field observations indicate that this parking is little used during these periods. The curb lane should operate as an exclusive right turn lane at 3rd Street, allowing only the center lane to continue east towards South Capitol Street.

M STREET/ACCESS DRIVEWAYS

The developer of Waterside Mall is proposing two full-movement driveways on M Street, with median breaks to support them. One driveway is proposed to be located east of 4th Street and the other one is proposed to be located west of 4th Street. The analysis indicates that eastbound volumes on M Street during the PM peak hour are too high to allow for drivers to exit the driveway west of 4th Street onto eastbound M Street. This driveway, west of 4th Street, should be constructed as a right-in, right-out driveway only.

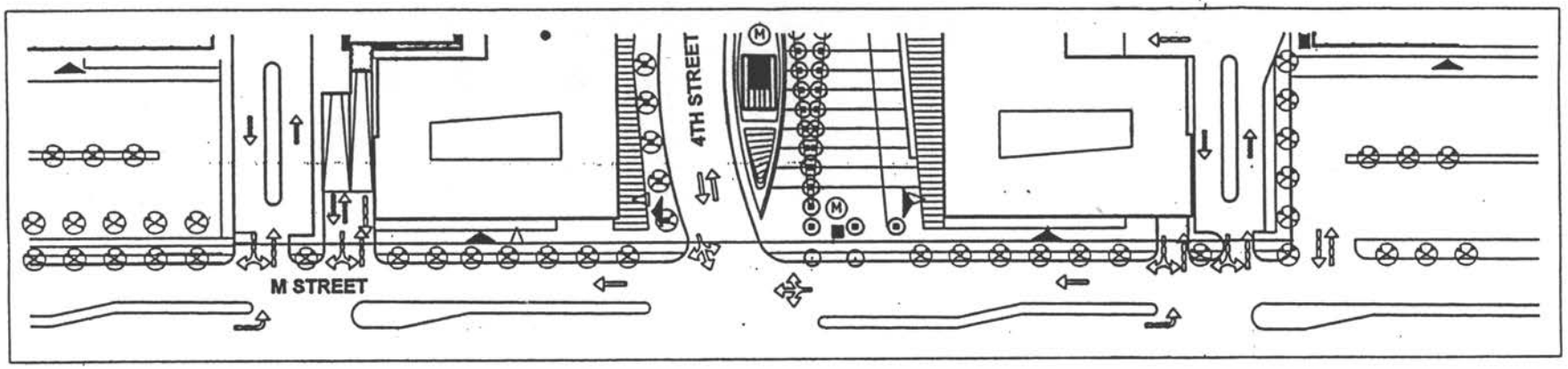
Figure 42 illustrates the driveway configuration proposed by the developer, as well as that proposed by the Study Team. Plans submitted by the developer indicate that the proposed M Street driveways serve as two separate entry/exit points to the site, creating a dangerous condition where conflicting movements are likely to occur. The site plan should be redesigned with the elimination of one of the access points at each driveway. The driveways proposed by the Study Team have one lane in and one lane out instead of the two lanes in and two lanes out that the developer is proposing. The analysis indicates that this proposed full-movement driveway between 3rd and 4th Streets would operate satisfactorily with only one lane out and one lane into the development.

The first 80 feet on the north side of M Street, east of 4th Street, should be reserved as a taxi stand.

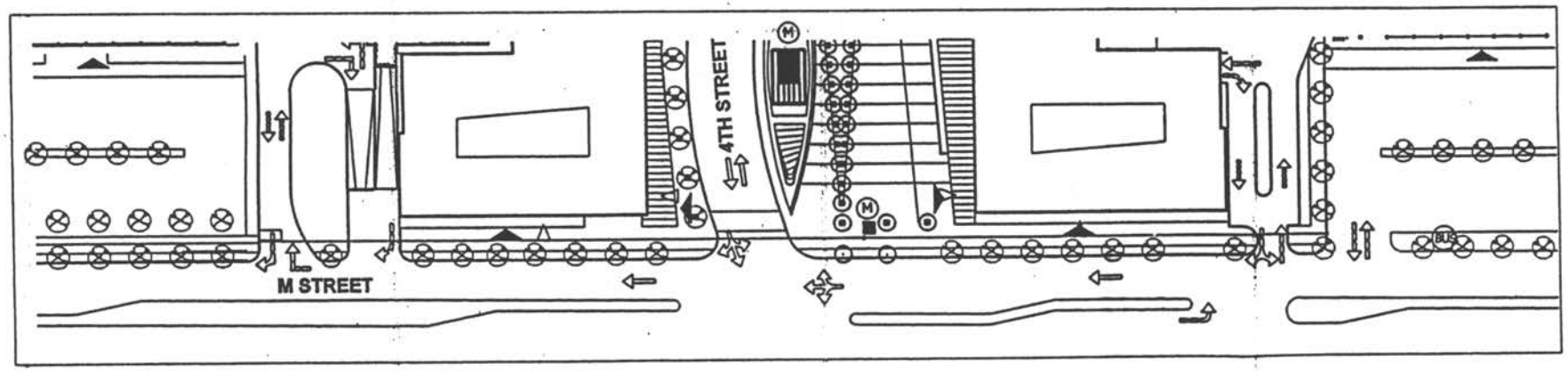
ADDITIONAL MITIGATION MEASURES

In the next steps of this project, the Study Team will develop additional mitigation measures to address future transportation demands. The Study Team will hold a meeting with citizens to discuss the material included in this report and to present these additional mitigation measures. A preliminary depiction of the 4th Street vehicular connection will also be developed.

DEVELOPER PROPOSAL



STUDY TEAM PROPOSAL



Scale: 1" = 80'		4th Street SW Transportation Study	M Street Driveways	FIGURE 42
January 2003				

Waterfront Storefront Guidelines

Prepared for
Forest City Enterprises and the Kaempfer Company
January 2003

STREETSENSE

Exhibit 5

Waterfront Design Guidelines

Prepared for
Forest City Enterprises and the Kaempfer Company
January 2003

STREETSENSE

Exhibit 6

Community Questions & Applicant Responses

ANC 2D Meeting – Westminster Presbyterian Church, 4th & I Street, S.W.
November 18, 2002

1. When will the renovation and new construction of the building and roadway begin? *When a tenant is secured.*
2. What is the status of existing retail tenants? *They are allowed to remain under month-to-month leases.*
3. When will a tenant be found? *The easiest approach, from a marketing standpoint, is to renovate the existing space. The applicant is negotiating a lease for the east tower and will have a decision in December. Once a lease is secured, the tower interior would entirely renovated with little exterior change, and occupied within 18 months of the issuance of building permits. The applicant also described other possible tenants.*
4. What about the proposed street north of the project? *This street would be located where the existing parking lot service road is, but without any parking. The road would remain open to the public and not impact adjacent parkland to the north.*
5. *Concern was expressed about the height of the proposed front façade compared to townhouses across M Street. Mr. Baranes explained that this difference is mitigated by the distance between facades.*
6. What would he applicant do without PUD approval? *Mr. Mosley indicated they would not necessarily provide the residential and retail uses, as promised under the PUD.*
7. Plans for the waterfront call for Metro passengers to be immediately introduced to the grand promenade giving them a sense that they are "at the water front". All parties should work together to be more consistent in their streetscape. *The applicant indicated that, in response to a request from OP, the building was set back 10 feet from the front property line to accommodate the promenade.*
8. It was suggested that more additional height should be shifted toward the center of the building, and away from the street (the treatment near the FBI building along G Street, N.W. was referenced). *Mr. Baranes indicated that additions to the middle of the building will be atop existing structure that will not support additional height. The applicant indicated that options for terracing the front of the building are more appropriate for the second stage of the PUD.*
9. When will the residential building be constructed, and can some residential units be relocated to the M Street frontage? *It was indicated the residential building would not be constructed right away because it would take time for the market to absorb 400 units. Mr. Baranes also indicated that a residential building has a much narrower footprint than an office building, and it fits nicely in the northwest corner of the site.*
10. The Commission was against replacing existing "local" retailers with "big box" (chain) retailers. *The applicant promised a mix of local and national retailers, and indicated that considering retail tenants from the area near 18th Street and Columbia Road, N.W.*

11. What is the status of on-street parking along the reopened section of 4th Street during rush-hour? *On-street parking would remain.*

Southwest Neighborhood Assembly (SWNA) –
St. Matthews Church (3rd and M S.W.), November 25, 2002

12. Will the current retail tenants be allowed to remain? *Future retail that will be provided based on a "demand analysis".*
13. Why can't residential units be located on the top floors along the M Street frontage? *Residential apartment construction requires a smaller floor plate than office. The narrower residential buildings (1 or 2) happen to fit nicely into the northwest corner of the site overlooking the water. As currently planned, the residential structures would one of the last buildings constructed, although they might be built sooner.*
14. Why rental units instead of home ownership opportunities? *The developer does not own the land underneath.*
15. Carrollsburg Court residents complained about the additional building height, explaining that it would "cut off the horizon". *Architect Baranes indicated that the M Street façade would not be a solid wall, but would have breaks to allow residents to see into the interior courts.*
16. Another resident expressed excitement about the project, but suggested landscaping along M Street to break up façade. *The applicant indicated that the building was set back from the property line to allow tree planting.*
17. How will the applicant insure security and the elimination of illegal activity? *The developer has already assumed responsibility for on-site security. The representative touted the improvement, stating that this redevelopment project cannot be successful if the site is not secure.*
18. What is the parking ratio? *The proposed ratio is approximately 1 space per 4,000 square feet of commercial space and 1:1 for the apartments.*
19. What is the timing of Phase 1? *Tenant leases must be signed before any renovation will begin. Once existing buildings are leased, plan approvals will take 8 months and construction 2 years. The property is being marketed primarily to potential government tenants. There will be no construction of 4th Street until tenants are signed that would occupy new construction.*
20. There was a suggestion to convert service roads along the eastern and western property boundaries into principal vehicular connections between L and M Streets, and open the 4th Street right-of-way for pedestrian use only. *Subsequently considered in the DMJM+Harris Transportation Study.*
21. Is a height variance associated with this application? *This application includes rezoning the property to allow the desired increase in height as a matter of right.*
22. *Are the Brelins still partners in this proposal? They are a silent partner with Kaempfer and Forest City.*
23. Will there be private parking for apartment residents? *Yes.*
24. How much retail square footage currently exists? *Approximately 75,000 square feet on two floors.*
25. Will future retail uses be based on the office use? *Retail and service tenants will be recruited that serve the office workers and surrounding residents.*

Pertinent Zoning Regulations

2403 DEVELOPMENT STANDARDS

2404.1 No building or structure shall exceed the maximum height permitted in the least restrictive zone district within the project area as indicated in the following table; Provided, that the Commission may authorize minor deviations for good cause pursuant to §2405.3:

ZONING DISTRICT	MAXIMUM HEIGHT
R-I-A, R-I-B, R-2, R-3, C-1	40 feet
R-4, R-5-A, R-5-B, W-1, W-2, C-M-1	60 feet
C-2-A	65 feet
R-5-C SP-1	15 feet
R-5-D, R-5-E, SP-2, C-2-B, C-2-C	90 feet
C-3-A, C-3-B, W-3, C-M-2, C-M-3, M CR	110 feet
C-3-C, C-4, C-5 (PAD),	130 feet ...

2405.3 The Commission may authorize an increase of not more than five percent (5%) in the maximum height or floor area ratio; Provided, that the increase is essential to the successful functioning of the project and is consistent with the purpose and evaluation standards of the planned unit development regulations. ...

2407 PROCESSING OF FIRST-STAGE PUD APPLICATIONS

2407.10 The first-stage approval shall be valid for a period of one year, unless a longer period is specified by the Commission, or unless that period is extended by the Commission.

2521 SOUTHWEST URBAN RENEWAL AREA

2521.1 The following exceptions to development controls shall apply to specified properties located in the former Southwest Urban Renewal Area, an area that was geographically delineated and regulated for development by the District of Columbia Redevelopment Act of 1945, P.L. 79-592, 60 Stat. 790, and the several Urban Renewal Plans adopted pursuant thereto, until the development controls expired in 1992 through 1996: ...

(h) If part of the Waterside Mall property, comprising Lot 88 in Square 542 and Lot 60 in Square 499, is demolished so as to create a roadway or public throughway generally along the former right-of-way of 4th Street,

S.W., so that the parts of the building to the east and west of such roadway or throughway are no longer physically connected above grade, for zoning purposes all such improvements shall be deemed to be a single building.
...

Exhibit 9

Development Sequence Diagram [1]

Commercial Construction	Residential Construction Requirement*
1.60 [2]	+ 0.2
+ 0.25	+ 0.20
+ 0.20	None
Total 2.05	0.40

[1] Illustration of development sequence options outlined on page 6
[2] Numbers represent gross floor area of new construction in millions of square feet