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RECEIVED
D.C. COMMISSION
JUL 27 2006

July 27, 2006

Phil Feola
Phone: 202.663.8789
phil.feola@pillsburylaw.com

Carol Mitten, Chairman
District of Columbia Zoning Commission
441 4th Street, NW
Suite 210
Washington, DC 20001

**Re: 1616 Rhode Island Avenue Pre-Hearing Statement;
ZC Case No. 02-51A**

Dear Chairman Mitten and Members of the Commission:

On July 10, 2006, the Zoning Commission voted unanimously to set down the first stage of Rhode Island Associates Limited Partnership's ("**Applicant**") planned unit development ("**PUD**") modification application. The initial application submitted on May 31, 2006, details the Applicant's proposal for a nine-story commercial office building. The Applicant incorporates its initial submission as if provided herein and provides the following additional information:

- Project checklist of "green" development features. Please note that the construction premium for the items noted as "will do" on the list will cost approximately \$275,000 and the items marked as "will consider" will cost an additional \$200,000 (**Exhibit A**);
- Outline of testimony for the Applicants' witnesses: Representative of the Applicant; I. Guyman Martin, Architect; Martin Wells, Traffic Engineer; and Patrick Phillips, Market and Economic Analyst (resumes included) (**Exhibit B**);
- Revised plan depicting the windows facing the University of California building. This replaces the "East Elevation" that was included in the May 31, 2006 submittal and clarifies the window design (**Exhibit C**);
- List of publicly available maps, plans and other documents (**Exhibit D**);
- Property owner list with labels (**Exhibit E**);
- First Source Employment Agreement (**Exhibit F**);

**ZONING COMMISSION
District of Columbia**

CASE NO. 02-51A
EXHIBIT NO. 42
ZONING COMMISSION
District of Columbia
CASE NO. 02-51A
EXHIBIT NO. 42

Carol Mitten, Chairman and Members of the Commission
July 27, 2006
Page 2

- Memorandum of Understanding with the Office of Local Business Development (**Exhibit G**);
- Updated list of PUD benefits and amenities (**Exhibit H**);
- Section 3013 Certification (**Exhibit I**); and
- A check in the amount of \$1,000 as payment of the hearing fee pursuant to 11 DCMR Section 3041.6.

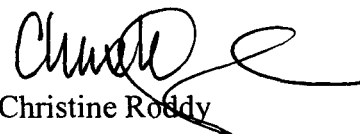
The Applicant is pleased to report that it has the support of many of its neighbors, including the Human Rights Campaign, the University of California and the Marriott Courtyard, all of which are located immediately adjacent or in close proximity to the project site.

With this supplementation, the undersigned certifies that the Applicant has complied with the requirements of Section 3013 of the DC Zoning Regulations and asks that this case be expedited and a public hearing be scheduled as soon as possible.

Sincerely,



Phil Feola



Christine Roddy

Enclosures

A

STUDIOS

architecture

21 June 2006

Arthur Jackson
Development Review Specialist
District of Columbia
Office of Planning
801 North Capitol Street NE
Washington, DC 20001

Re: 1616 Rhode Island Avenue, "Green" Building Items

Dear Mr. Jackson,

In response to your inquiry as to how many points the proposed "green" features of the design for 1616 Rhode Island Avenue would receive under the LEED program, we have reviewed the design and the LEED criteria. While it is not the intent of the developer to apply for certification of the completed project under the LEED program of the Green Building Council, we have prepared the list below referencing the relevant LEED categories and points.

The items listed in the project checklist of "green" features would qualify for 11-18 points. The exact number would depend on specific criteria to be followed for certification. Adding in the items in the list under "will consider", the total number of points would range from 16-24. The minimum standard for LEED certification is 26 points for which one would usually submit at least 28 points in the application.

We have attached our list of proposed "green" features referencing the applicable LEED credits for your information. Please call me with any questions you may have.

Sincerely,

J. Guyman Martin AIA

1625 M Street. NW
Washington. DC 20036
tel (202) 736 5900
fax (202) 736 5959
www.studiosarch.com

WASHINGTON, DC
NEW YORK
SAN FRANCISCO
LOS ANGELES
PARIS

1616 Rhode Island Avenue
Green Building Items

Project Checklist with LEED reference:

	LEED credit reference# / pts	Will do	Will Consider
Sustainable Sites			
Erosion & Sedimentation Control	Prerequisite	x	
Site Selection	1.0 / 1 pt	x	
Development Density	2.0 / 1 pt	x	
Alternative Transportation <i>Public transportation access</i>	4.1 / 1 pt	x	
Alternative Transportation <i>Bicycle storage & changing rooms</i>	4.2 / 1 pt	x	
Stormwater Management <i>Rate & Quantity</i>	6.1 / 1 pt	x	
Stormwater Management <i>Treatment</i>	6.2 / 1 pt	x	
Heat Island Effect <i>Non roof</i>	7.1 / 1 pt	x	
Water Efficiency			
Water Efficient Landscaping <i>Reduce by 50%</i>	1.1 / 1 pt	x	
Water Use Reduction	3.1 / 1 pt		x

Energy and Atmosphere

Minimum Energy Performance	Prerequisite	x	
CFR Reduction in HVAC Eq.	Prerequisite	x	
Optimize Energy Use	1.1 / 2 pt		x
Ozone Depletion	4.0 / 1 pt		x
Green Power	6.0 / 1 pt		x

Materials & Resources

Store & Collect Recyclables	Prerequisite	x	
Construction Waste Mgmt <i>Divert 50%</i>	2.1 / 1 pt	x	
Local & Regional Materials	5.1 / 1 pt	x	
Certified Wood	7.0 / 1 pt		x

Indoor Environmental Quality

Minimum IAO Performance	Prerequisite	x	
Tobacco Smoke Control	Prerequisite	x	
Carbon Dioxide Monitoring	1.0 / 1 pt	x	
Low Emitting Materials <i>Adhesives & Sealants</i>	4.1 / 1 pt	x	
Low Emitting Materials <i>Paints & coatings</i>	4.2 / 1 pt	x	
Low Emitting Materials <i>Carpet</i>	4.3 / 1 pt	x	

Low Emitting Materials <i>Composite Wood</i>	4.4 / 1 pt	x
Indoor Chemical & Pollutants	5.0 / 1 pt	x
Daylight & Views <i>Views for 90% of space</i>	8.2 / 1 pt	x
Innovation and Design Process		
LEED Accredited Professional	2.0 / 1 pt	x

Roddy, Christine A.

From: Roddy, Christine A.
Sent: Thursday, July 27, 2006 11:14 AM
To: Roddy, Christine A.
Subject: FW: 1616 Rhode Island - Summary of Green Costs (by Clark Construction)

----- Forwarded Message

From: <john.o'keefe@clarkconstruction.com>
Date: Fri, 23 Jun 2006 11:59:58 -0400
To: <gmaxp@gouldproperty.com>
Subject: Fw: 1616 Rhode Island

Garrett,

As a follow up to our conversation of December 2, 2005, I have gone back to review the costs associated with the "Green Items" that you forwarded to me for the 1616 Rhode Island project.

The items noted as "will do" on your list, the construction premium would be approximately \$275,000. This would include a white EPDM roof at approximately \$2/sf premium over a conventional roof membrane system. If you wanted to install a green roof with plantings, you would need to add an additional \$100,000 to the white EPDM roof cost for a basic planting scheme.

The items marked as "will consider" would cost approximately \$200,000 in addition to the "will do" items. Most of this cost would be attributable to the use of certified lumber.

Generally speaking, the construction costs associated with this level of "green" (that is, not achieving a certification), will be a 1-2% premium.

Give me a call if you have further questions.
John

----- End of Forwarded Message

STUDIOS

architecture

21 June 2006

Arthur Jackson
Development Review Specialist
District of Columbia
Office of Planning
801 North Capitol Street NE
Washington, DC 20001

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We have attached our list of proposed "green" features referencing the applicable LEED credits for your information. Please call me with any questions you may have.

Sincerely,

Guyman Martin AIA

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NEW YORK
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1616 Rhode Island Avenue
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Water Efficiency			
Water Efficient Landscaping <i>Reduce by 50%</i>	1.1 / 1 pt	x	
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Energy and Atmosphere

Minimum Energy Performance	Prerequisite	x	
CFR Reduction in HVAC Eq.	Prerequisite	x	
Optimize Energy Use	1.1 / 2 pt		x
Ozone Depletion	4.0 / 1 pt		x
Green Power	6.0 / 1 pt		x

Materials & Resources

Store & Collect Recyclables	Prerequisite	x	
Construction Waste Mgmt <i>Divert 50%</i>	2.1 / 1 pt	x	
Local & Regional Materials	5.1 / 1 pt	x	
Certified Wood	7.0 / 1 pt		x

Indoor Environmental Quality

Minimum IAQ Performance	Prerequisite	x	
Tobacco Smoke Control	Prerequisite	x	
Carbon Dioxide Monitoring	1.0 / 1 pt	x	
Low Emitting Materials <i>Adhesives & Sealants</i>	4.1 / 1 pt	x	
Low Emitting Materials <i>Paints & coatings</i>	4.2 / 1 pt	x	
Low Emitting Materials <i>Carpet</i>	4.3 / 1 pt	x	

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Give me a call if you have further questions.
John

----- End of Forwarded Message

7/27/2006

B

**OUTLINE OF TESTIMONY OF REPRESENTATIVE OF THE APPLICANT
RHODE ISLAND ASSOCIATES LIMITED PARTNERSHIP**

- I. Introduction
- II. History of Site and Prior PUD Approvals
- III. Goals and Objectives for the Proposed Modification
 - A. Entirely Office Use
 - B. Enhancement of Rhode Island Avenue, NW
 - C. Amenities of Project
- IV. Community Dialogue Process
- V. Conclusion

**OUTLINE OF TESTIMONY OF I. GUYMAN MARTIN;
PROJECT ARCHITECT,
STUDIOS ARCHITECTURE DCPC**

- I. Introduction
 - A. Project Architect, STUDIOS Architecture DCPC
 - B. Recent Projects in the District of Columbia
- II. Site Location and Description
 - A. Overview of Site, Surrounding Area, and Land Use
 - B. Site Planning
 - C. Urban Design
- III. Project Design
 - A. Design Considerations and Site Layout
 - B. Review of Building Massing and Height
 - C. Review of Floor Plans
 - D. Review of Landscape Plans
 - E. Review of Traffic and Parking Impacts
 - F. Changes from Prior Approval
- IV. Conclusion

I. Guyman Martin, AIA

Principal-in-Charge. Guy Martin leads architectural design efforts in both the Washington DC and New York offices of STUDIOS. Among his base building and renovation projects are Market Square North, a 600,000 sf mixed use urban development, Nysmith School for the Gifted, and XM Satellite Radio, a complete broadcast facility with 62 radio studios and up-link to the satellites. These types of complex projects benefit from Guy's 30 years of experience and problem solving skills. Guy has been a lecturer and studio critic at the University of Virginia and his projects have been published extensively.



Education

Princeton University
Master of Architecture

Princeton University
Bachelor of Arts in Architecture and Urban
Design, magna cum laude

Registrations

District of Columbia, FL, GA, MD, MA, MI, NV
NY, PA, TX, WV, VA, NCARB Certificate

References

XM Satellite Radio
Ken Aiken
202.380.4092

Gould Property Company
Kingdon Gould III
202.467.6747

- **92 Avenue of the Americas**, New York, NY, 6 story, 28,000 sf office and retail building
- **600 Massachusetts Avenue**, Washington, DC, 230,000 sf office/retail building
- **610 Broadway**, New York, NY, 100,000 sf speculative office/retail building in SoHo
- **1110 Vermont Avenue**, Washington, DC, 300,000 sf office renovation
- **Airport Plaza III & IV**, Arlington, VA, 686,000 sf apartment buildings with 625 apartments
- **Block 86/72**, Long Island City, NY, 1,000,000 sf commercial office building design competition
- **Brown Forman Corporation**, Louisville, KY, 150,000 sf programming and schematic design for corporate headquarters facility
- **Bureau of the Public Debt**, Parkersburg, WV, 180,000 sf office building and interiors
- **Christ Church Georgetown**, Washington, DC, 5,200 sf historic preservation / renovation
- **Columbia Partners**, Washington, DC, 10,000 sf investment advisory firm offices
- **East of River Community Development Corporation/ Congress Heights School**, Washington, DC, masterplan of 34,000 sf mixed-use office building and community cultural center

- **Lockheed Martin**, Arlington, VA, 55,000 sf classified office space for the Missile Defense National Team Project
- **Madison Square Boys and Girls Club**, Harlem, NY, 55,000 sf design competition for flagship facility to house athletic and education programs
- **Market Square North**, Washington, DC, 600,000 sf mixed use development, including 2 apartment buildings, office, retail and parking
- **Minnesota Avenue & Benning Road**, Washington, DC, design for 39,000 sf office building and tenant test fits
- **Nysmith School for the Gifted**, Herndon, VA, 25,000 sf school addition
- **Plaza West**, Chantilly, VA, masterplan and schematic design for 51-acre site with 6 buildings totalling 1.2 million sf
- **Priceline.com**, Stamford, CT, 280,000 sf headquarters
- **Quantum Corporation**, Milpitas, CA, 595,000 sf 3 building corporate campus invited design competition
- **Rugby Avenue Condominium**, Bethesda, MD, 90,000 sf 75 unit condominium apartment building
- **SGL**, Detroit, MI, 60,000 sf office building
- **Swiss Re America**, Armonk, NY, 340,000 sf invitational design competition for corporate headquarters
- **Tessco Technologies**, Reno, NV, 17-acre masterplan, 16,000 sf office interiors, 80,000 sf distribution center
- **Tudor Place Foundation**, Washington, DC, programming/ masterplan for National Register Landmark & related properties
- **UPN Channel 20 WDCA**, Bethesda, MD, 30,000 sf renovation & expansion of television broadcast facilities
- **USinternetworking**, Annapolis, MD, 1,200,000 sf headquarters
- **The Washington Capitals**, Washington, DC, 20,000 sf corporate and team headquarters
- **Washington DC Convention Center Headquarters Hotel**, Washington, DC, 1,200,000 sf hotel including 150 rooms, two ballrooms and amenities
- **XM Satellite Radio**, Washington, DC, 150,000 sf broadcast facilities and corporate headquarters
- **XM Technology Development Center**, Deerfield Beach, FL, 37,000 sf research, engineering, & product design facility

**OUTLINE OF TESTIMONY OF MARTIN WELLS
TRAFFIC AND PARKING CONSULTANT,
WELLS & ASSOCIATES**

- I.** Introduction
 - A.** Traffic and Parking Consultant, Wells & Associates
 - B.** Experience in the District of Columbia and Surrounding Jurisdictions
- II.** Traffic and Parking Study Performed for Development
 - A.** Project Background
 - B.** Study Scope
 - 1.** Traffic and Trip Generation Analysis
 - 2.** Parking Analysis
- III.** Roadway and Parking Conditions
 - A.** Site Location
 - B.** Existing Traffic Conditions
 - C.** Existing Parking Situation
- IV.** Impact Assessment of Proposal
 - A.** Vehicular Trip Generation
 - B.** Parking Considerations
- V.** Conclusion and Recommendations

MARTIN J. WELLS, P.E.
PRESIDENT

PROFILE:

Mr. Wells has over 30 years of experience in traffic, transportation, transit, parking, and pedestrian planning and engineering. He has worked for private real estate developers; federal, state, and local governments; and institutions in 30 states and overseas. This experience includes traffic impact studies, transportation analyses of mixed-use developments, travel demand management studies, parking policy and needs studies, transit planning, and highway and parking facility design. Mr. Wells has provided expert testimony before numerous planning boards, elected officials, administrative hearing officers, and citizens groups.

EXPERIENCE:

Traffic Impact Studies. Conducted numerous traffic impact studies for large and small residential, commercial, and mixed-use projects in every major jurisdiction in the Washington metropolitan area and in 15 other states. This includes preparation of reports and expert testimony in support of rezoning, subdivisions, site plan approvals, and comprehensive plan and proffered condition amendments.

Mixed-Use/Town Center Developments. Conducted multi-modal transportation studies for 12 million square foot mixed-use residential, office, retail, and hotel projects for the Potomac Yard in Alexandria/Arlington, Virginia; Reston Town Center, Fairfax County, Virginia; The Village at Shirlington, Arlington County, Virginia; Columbia, Maryland; WorldCom and Evergreen Mills in Loudoun County, Virginia; The Gallery at Harborplace in Baltimore, Maryland; Carlyle and Mark Center in Alexandria, Virginia; Xerox Landsdowne in Loudoun County, Virginia; Colgate-Palmolive Company in Jersey City, New Jersey; River Walk in New York City; Eden Isles in Slidell, Louisiana.

Major Event Use Studies. Prepared traffic, parking, and traffic management plans for stadiums and entertainment complexes including: The John F. Kennedy Center for the Performing Arts in the District of Columbia; FedEx Field (Washington Redskins), Landover, Maryland; Jordan Hare Stadium, Auburn, Alabama; Arlington County Major League Baseball Stadium; Merriweather Post Pavilion, Columbia, Maryland; Nissan Pavilion, Prince William County, Virginia; Middle River Racing Associates in Anne Arundel County, Maryland; and Oriole Park at Camden Yards, Baltimore, Maryland.

Interchange Justification Studies. Conducted studies for modifying existing interchanges and for new interchanges on Interstate highways in Virginia, Maryland, New Jersey, Texas, and Louisiana.

Travel Demand Management Studies. Developed travel demand management programs, including: group riding, transit, flexible work hour, and other actions, for major development projects in Montgomery and Prince George's County, Maryland; and Arlington County, Alexandria, Vienna, and Fairfax County, Virginia.

Travel Demand Forecasting. Forecasted regional and corridor travel demand in Arlington, Fairfax, and Loudoun County, Virginia; Jersey City, New Jersey; Columbia, Gaithersburg, Howard County, and Prince George's County, Maryland; Arlington, Virginia; Birmingham, Alabama; Fort Meyers, Florida; and Buenos Aires, Argentina.

Neighborhood Traffic Management Studies. Identified actions to reduce through traffic and vehicle speeds in East Bethesda, Chevy Chase Section IV, Maryland; Fairfax County, Virginia; and Paulus Hook, Jersey City, New Jersey.

Retail Traffic and Parking Studies. Prepared traffic, parking, transit, and pedestrian studies for Main Street, town center, regional shopping centers, large-scale value retail centers, and power strip centers in Arlington, Fairfax County, Loudoun County, and Richmond, Virginia; Owings Mills, Baltimore City, Columbia, Gaithersburg, Anne Arundel County, and Prince George's County, Maryland; North Barrington, Illinois; Atlanta, Georgia; Plano, San Antonio, and Fort Worth, Texas; Coral Gables, Tampa, and Orlando, Florida; New Haven, Connecticut; Boston, Massachusetts; and Puebla, Mexico.

Parking Studies. Conducted parking policy, needs, feasibility, and shared-use studies for public agencies, parking operators, and real estate developers, including: the District of Columbia; Arlington County, Fairfax County, Loudoun County, Alexandria, and Middleburg, Virginia; Montgomery, Prince George's, and Howard Counties, Maryland; Nashville/Davidson County and Memphis, Tennessee; Hartford, Connecticut; Coral Gables and Jacksonville, Florida; Syracuse, New York; the Washington Metropolitan Transit Authority; and The Rouse Company.

Transit Station Impact Analyses. Conducted site access, joint development, parking, and pedestrian impact studies at numerous bus and rail transit stations in the Northeast Corridor, metropolitan Washington, San Antonio, Atlanta, Jersey City, and Buenos Aires, Argentina.

Transit Studies. Devised transit circulator systems for various downtowns and major activity centers, and prepared transit development programs throughout Pennsylvania and North Carolina.

Health Care Facilities. Prepared traffic and parking plans for hospitals, universities, professional office buildings, and nursing homes, including: the Yale-New Haven Medical Center; Georgetown University Medical Center; Fairfax (Virginia) Hospital; Inova Fairfax (Virginia) Hospital; Fair Oaks (Virginia) Hospital; Washington Adventist Hospital; Shady Grove Adventist Hospital; Montgomery County, Maryland; Washington Hospital Center; Loudoun Memorial Hospital; Mission Memorial Hospital, Asheville, North Carolina; Baptist Medical Center, Birmingham, Alabama; and University of Rochester.

Schools. Conducted traffic, parking, bus, and pedestrian analyses of public and private elementary, middle, and high schools, including: Cranbrook, Bloomfield Hills, Michigan; St. Patrick's Episcopal Day School, Washington, D.C.; Edmund Burke School, Washington, D.C.; Sidwell Friends School, Washington, D.C. and Bethesda, Maryland; The Sheridan School, Washington, D.C.; The Potomac School, McLean, Virginia; The Langley School, Fairfax County, Virginia; French School, Montgomery County, Maryland; Garrison Forest School, Baltimore County, Maryland; and public schools in Arlington and Fairfax County, Virginia, and Montgomery and Howard County, Maryland.

Environmental Impact Studies. Prepared the transportation components of environmental documents in Washington, D.C.; Prince George's County, Maryland; New York, New York; Jersey City, New Jersey; Slidell, Louisiana; and Charleston, South Carolina.

EDUCATION: Master of Science, Civil Engineering, Carnegie-Mellon University, Pittsburgh, Pennsylvania, 1975.

Bachelor of Science, Civil Engineering, Wayne State University, Detroit, Michigan, 1973.

REGISTRATIONS: Registered Professional Engineer: Virginia, Maryland, New Jersey, Florida, Illinois, Texas, Pennsylvania, Colorado, Ohio, Missouri, Connecticut, North Carolina, New York, Michigan, West Virginia, Indiana, Oregon, and the District of Columbia.

AFFILIATIONS: Institute of Transportation Engineers
American Planning Association
Congress for the New Urbanism

PUBLICATIONS: "Colgate-Palmolive Site Traffic Impact Assessment Case Study," American Society of Civil Engineers, Site Impact Traffic Assessment Conference, June 1992.

"Neo-Traditional Neighbor Developments: Can You Go Home Again?," National Trust for Historic Preservation, National Meeting on Main Street, April 1992.

"Parking and Easy Access - The First Steps Toward Recovery," Health Facilities Management Magazine, December 1991.

"Review of Methods for Assigning Work to Part-Time Operators," Annual Meeting of the Transportation Research Board, Washington, D.C., 1985.

"Integrating Public Transportation into the San Antonio, Texas Street System," International Public Works Congress and Equipment Show, Atlanta, Georgia, 1981.

"Neighborhood Automobile Restraint: The Chevy Chase Section Four, Maryland Experience," Annual Meeting of the Transportation Research Board, 1981.

"Planning for Shared-Ride Taxi Service," 58th Annual Meeting of the Institute of Transportation Engineers, 1978.

EMPLOYMENT HISTORY

1991 - Present

**Wells & Associates, LLC
McLean, Virginia
President**

Responsible for business development, administration, management of professional, technical, and clerical staff, technical analyses, quality control, documentation, and expert testimony.

1981 - 1991

**Gorove/Slade Associates, Inc.
Washington, D.C.
Principal Associate**

Responsible for the transportation planning practice. Responsibilities included business development, project administration, management of professional, technical, and clerical staff, technical analyses, quality control, documentation, and expert testimony.

1980 - 1981

**San Antonio Metropolitan Transit Authority (VIA)
San Antonio, Texas
Director of Planning**

Responsible for long-range, short-range, and day-to-day operations planning for a 550-bus transit system serving a metropolitan area of over 1,000,000 people.

1975 - 1980

**Barton-Aschman Associates, Inc.
Washington, D.C.
Associate/Senior Associate**

Responsible for transportation planning, transit planning, and traffic engineering analyses.

**OUTLINE OF WITNESS TESTIMONY OF PATRICK PHILLIPS;
MARKET & ECONOMIC ANALYST,
ECONOMICS RESEARCH ASSOCIATES**

- I.** Introduction
 - A.** Market and Economic Analyst, Economics Research Associates
 - B.** Experience in the District of Columbia and surrounding jurisdictions
- II.** Scope of Analysis
 - A.** Analysis of D.C. market, specifically Dupont and Scott Circles
- III.** Economic Analysis
 - A.** Feasibility of hotel market
 - B.** Comparison of hotel market and office market around in the District of Columbia and around Scott Circle
 - C.** Feasibility of retail at project site
 - D.** Economic benefits of project
- IV.** Conclusion



Patrick L. Phillips, President and CEO

Patrick Phillips coordinates all aspects of Economics Research Associates' organization, strategy, business development, and service delivery. After serving as managing director of ERA's Washington D.C. regional office since 1993, he was named President of the firm in January 2000.

Mr. Phillips has 20 years of experience in the economic analysis of real estate and land use issues. His consulting practice focuses on economic and feasibility analysis, strategic planning, and transaction-related services for real estate investors and developers, public agencies, financial institutions, universities, and non-profit organizations. His work has involved all major categories of urban land use, for such clients as Pulte Homes Corporation, General Growth, the New York City Economic Development Corporation, the National Academy of Sciences, Samsung, TIAA, Alcoa, the University of Cincinnati, Forest City, Coca-Cola, MassPort, Hines, and numerous public agencies and non-profit organizations.

A recent focus is the market, economic, and financial aspects of a new generation of downtown, visitor-oriented projects that include housing, retail, sports, entertainment, and other uses. Notable recent projects include Peabody Place in Memphis, The Banks in Cincinnati, Atlantic Station and Coca-Cola Park in Atlanta, and the Southeast Federal Center in Washington DC. He assisted J.C. Nichols Co./Highwoods in the successful effort to structure a public-private financing approach for the expansion and repositioning of Country Club Plaza, one of the nation's most influential pedestrian-oriented, mixed-use districts. He has also worked with several cities, including Kansas City and Washington DC, on issues related to downtown sports facilities.

Mr. Phillips has advised numerous public-sector clients on issues related to public-private partnerships for economic development. This practice has concentrated on business development and retention and the revitalization of historic buildings, downtown areas, waterfronts, and neighborhood commercial districts. He is an expert in creative financing strategies and has analyzed tax-increment financing approaches in New York City, Houston, Washington DC, and Atlanta.

Mr. Phillips is a frequent speaker on urban development issues, and is the author or co-author of eight books and numerous articles. He is a Trustee of the Urban Land Institute, and is active on ULI's Mixed-Use Council. He teaches at Harvard's Graduate School of Design Executive Education Program and at Johns Hopkins University. His academic training includes a graduate degree in public management and finance from Syracuse University's Maxwell School of Citizenship and Public Affairs. Before joining ERA, he was a senior manager with the real estate consulting group of Ernst & Young.

C

STUDIOS
architecture

D

LIST OF PUBLICLY AVAILABLE MAPS, PLANS AND OTHER DOCUMENTS

1. Exhibits Herein
2. Zoning Regulations and Map of the District of Columbia
3. Generalized Land Use Map of the District of Columbia
4. Ward 2 Plan
5. District of Columbia Comprehensive Plan
6. Metrobus and Metrorail Route Maps
7. Orders of the D.C. Zoning Commission and Board of Zoning Adjustment

E

Mr. John Parsons, Director, Cooperative Activities
National Park Service
1100 Ohio Drive, SW
Washington, D.C. 20024

American Hellenic Institute Foundation
1220 16th Street, NW
Washington, DC 20036-3202

D. J. Drennan
1216 16th Street, NW
Washington, DC 20036-3202

The Regents of the University of California
c/o Real Estate Services GP
1111 Franklin Street, Fl 6
Oakland, CA 94607-5201

District of Columbia Government
1133 North Capitol Street, NE
Washington, DC 20002

17M Associates
c/o Boston Properties
401 9th Street, NW, # 700
Washington, DC 20004-2131

Millbank Massachusetts Avenue, LP
3299 K Street, NW, Suite 700
Washington, DC 20007-4438

ANC 2B
9 Dupont Circle
Washington, DC 20036

National Restaurant Association
c/o Bob Harrington
1200 17th Street, NW
Washington, D.C. 20036-3006

National Council of Negro Women
c/o CFO
633 Pennsylvania Avenue, NW
Washington, DC 20004-2605

Human Rights Campaign Foundation
1640 Rhode Island Avenue, NW
Washington, DC 20036-3206

DC Hotel VEF III Operator Inc.
c/o Jefferson Hotel
1200 16th Street, NW
Washington, DC 20036-3202

17M Associates
c/o Boston Properties
401 9th Street, NW, # 700
Washington, DC 20004-2131

American Academy of Achievement Corp.
1222 16th Street, NW
Washington, DC 20036-3202

1615 LLL LP
c/o The Beacon Hotel
1615 Rhode Island Avenue, NW
Washington, DC 20036-3205

F

FIRST SOURCE EMPLOYMENT AGREEMENT

This Employment Agreement, in accordance with Mayor's Order 83-265 for recruitment, referral, and placement of D.C. residents, is between the District of Columbia Department of Employment Services, hereinafter referred to as DOES, and Rhode Island Avenue Associates Limited Partnership, hereinafter referred to as EMPLOYER. Under this Employment Agreement, the EMPLOYER will use DOES as its first source for recruitment, referral and placement of new hires or employees whose jobs are created by the Planned Unit Development under consideration by the District of Columbia Zoning Commission in Zoning Commission Case No. 88-32C for 1616 Rhode Island Avenue, N.W. (Lot 824, Square 182).

I. General Terms

- A. The EMPLOYER will use DOES as its first source for the recruitment, referral and placement of employees.
- B. DOES will provide recruitment, referral and placement services to the EMPLOYER subject to the limitations set out in this Agreement.
- C. DOES participation in this Agreement will be carried out by the Office of the Director, with the Office of Job Service, which is responsible for referral and placement of employees, or such other offices or divisions designated by DOES.
- D. This Agreement shall be effective only after, and if, the final decision of the Zoning Commission in Zoning Commission Case No. 88-32C is granted and the approval granted pursuant to Zoning Commission Case No. 88-32C is implemented by the EMPLOYER, its respective heirs, successors and assigns.
- E. This Agreement shall terminate after 5 years from the date of issuance of the building permit for the Project.
- F. This Agreement shall not be construed as an approval of the EMPLOYER'S bid package, bond application, loan or contract/subcontract.
- G. DOES and the EMPLOYER agree that for purposes of this Agreement, new hires and jobs created (both union and non-union) include all EMPLOYER'S job openings and vacancies in the Washington Metropolitan Area created as a result of internal promotions, terminations and expansions of the EMPLOYER'S workforce, as a result of the project, including loans, bonds, bids and contracts.

- H. For purposes of this Agreement apprentices and trainees, as defined in D.C. Law 2-156, are included.

II. Recruitment

- A. The EMPLOYER will complete the attached Employment Plan which will indicate the number of new jobs projected, salary range, hiring dates and union requirements. The EMPLOYER will notify DOES of its specific need for new employees as soon as that need is identified.
- B. Notification to DOES shall include, but need not be limited to, the number of employees needed by job title, qualifications, hiring dates, rates of pay, hours of work, duration of employment and work to be performed.
- C. Job openings to be filled by internal promotion from the EMPLOYER'S current workforce need not be referred to DOES for placement and referral.
- D. The EMPLOYER will submit to DOES, prior to starting work on the project, the name, social security numbers and addresses of all current employees, including apprentices, trainees and laid off workers who will be employed on the project.
- E. DOES is required to monitor EMPLOYER'S performance under this Agreement. Employer will cooperate in DOES' monitoring efforts and will submit a Contract Compliance Form to DOES on a monthly basis.

III. Referral

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

IV. Placement

- A. DOES will notify the EMPLOYER, prior to the anticipated hiring dates, of the number of applicants DOES will refer as agreed. DOES will make every reasonable effort to refer at least two qualified applicants for each job opening.
- B. The EMPLOYER will make all decisions on hiring new employees but will use its best efforts to select its employees from among the qualified persons referred by DOES.
- C. In the event DOES cannot refer the qualified personnel requested, in a reasonable amount of time mutually agreed upon, the EMPLOYER will be free to directly fill remaining positions for which no qualified applicants

have been referred. In this event, the EMPLOYER will still be required to meet the 51% goal.

- D. After the EMPLOYER has selected its employees, DOES will not be responsible for the employees' actions and the EMPLOYER hereby releases DOES from any liability for employees' actions.

V. Training

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

VI. Controlling Regulations and Laws

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

VII. Agreement Modifications, Renewal and Sanctions

- A. If, during the term of this Agreement, the EMPLOYER should transfer possession of all or a portion of its business concerns affected by this Agreement to any other party by lease, sales, assignment or otherwise, the EMPLOYER as a condition of transfer shall:
 - 1. Notify the party taking possession of the existence of the EMPLOYER'S Agreement
 - 2. Notify the party taking possession that full compliance with this Agreement is required in order to avoid termination of the project.
 - 3. EMPLOYER shall, additionally, advise DOES within seven (7) days of the transfer. This advice will include the name of the party taking possession and the name and telephone of the party's representative.

- B. The EMPLOYER and DOES, or such other agent as DOES may designate, may mutually agree to modify this Agreement.
- C. The EMPLOYER's non-compliance with the provisions of this Agreement will be subject to appropriate sanctions by the Zoning Administrator of the District of Columbia or the District of Columbia Zoning Commission.

Dated this 13th day of July, 19 89

Signed:

RHODE ISLAND ASSOCIATES
LIMITED PARTNERSHIP

Phillip A. Manson (AS)
DEPARTMENT OF EMPLOYMENT SERVICES

By: Michael T. Hledik
EMPLOYER
Group Senior Vice President
Charles E. Smith Management, Inc
Agent for Employer
ADDRESS
2345 Crystal Drive
Arlington, Virginia 22202
(703) 769-1340
TELEPHONE

EMPLOYMENT PLAN

Instructions:

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

NAME OF FIRM THE CHARLES E. SMITH COMPANIES

ADDRESS 2345 Crystal Drive, Arlington, Virginia 22202

TELEPHONE NUMBER 703-920-8500 FEDERAL IDENTIFICATION NO.:

CONTACT PERSON Michael T. Shehadi TITLE Group Senior Vice President

TYPE OF BUSINESS Property Development, Building Construction, Commercial Leasing and Property Management

ORIGINATING DISTRICT AGENCY

TYPE OF PROJECT FUNDING AMOUNT

PROJECTED START DATE PROJECT DURATION

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

	JOB TITLE	# OF JOBS		SALARY RANGE	UNION MEMBERSHIP REQUIRED?		PROJECTED HIRE DATE
		F/T	P/T		NAME	LOCAL#	
A	Residential Manager	1		\$21-23 K/year	n/a		July 1991
B	Residential Porters	2		\$6.50/hour	"		"
C	Commercial Building Director	1/3*		\$25-27 K/year	"		"
D	Commercial Chief Engineer	1/3*		\$45-47 K/year	International Union of Operating Engineers - Local 99 AFL-CIO		"
E	Commercial Engineers	2		\$35-37 K/year	"	"	"
F	Commercial Engineer's	1		\$27-29 K/year	"	"	"

G

GOVERNMENT OF THE DISTRICT OF COLUMBIA
MINORITY BUSINESS OPPORTUNITY COMMISSION



MINORITY BUSINESS OPPORTUNITY COMMISSION

MEMORANDUM OF UNDERSTANDING

Rhode Island Avenue Associates Limited Partnership ("the Partnership"), in accordance with D.C. Law 1-95, D.C. Code Section 1-1141 et seq. (1987 Ed. as amended), and in consideration of the commitment of the District of Columbia government in approving the plan of development known as D.C. Zoning Commission Case No. 88-32C, PUD for 1616 Rhode Island Avenue, N.W., Square 182, Lot 824 (the "Zoning Plan"), does hereby commit to make a bona fide effort to utilize certified Minority Business Enterprises ("MBEs") in order to achieve, at a minimum, the goal of thirty-five percent (35%) minority participation (the "35% Goal") in the contracted development costs in connection with the development construction, renovation and maintenance (including, but not limited to, design, and other pre-construction and construction activities, and maintenance, security, janitorial, refuse collection, supplies and other post-construction activities) of the project (the "Project"), in accordance with the following provisions:

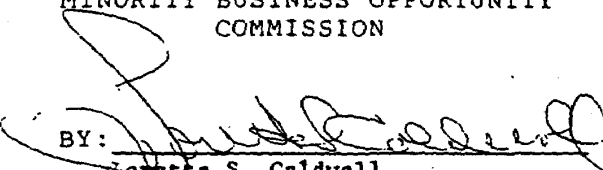
- A. The Partnership shall endeavor to utilize the resources of the Minority Business Opportunity Commission (the "MBOC"), including the MBOC Directory of Certified Minority Business Enterprises, and the periodic updates, as the primary referral source for MBEs. The primary contact for such referrals shall be the Director of the Office of Human Rights/Minority Business Opportunity Commission (the "Director").
- B. The Partnership hereby agrees to submit a minority business plan (Attachment A) to MBOC for approval, which plan shall be incorporated in and made a part of this Agreement.

- C. Within thirty (30) days after the Partnership files for a building permit pursuant to the approved PUD, the Partnership will submit to the Director a more extensive plan listing all of the projected procurement items, quantities and estimated costs; bid opening and closing dates; start-up and completion dates. Additionally, this procurement plan should indicate whether any items will be bid without restriction in the open market, or limited to MBEs certified by the MBOC (sheltered market competition).
- D. The parties hereto understand and agree that the means of achieving the 35% Goal may vary according to the types of goods and services contracted for and the current availability of certified MBEs. However, the Partnership agrees to make a bona fide effort to maintain, at a minimum, the 35% Goal throughout the life of the Project.
- E. The Partnership further agrees to submit quarterly minority contracting and subcontracting reports to MBOC no later than thirty (30) days after the end of each calendar quarter; the quarterly report periods shall begin on January 1, April 1, July 1, and October 1. The quarterly reports shall be submitted on a form provided by the MBOC (Attachment B).
- F. In the event that there are no certified MBEs in the District of Columbia, which manufacture, construct, distribute, install, or otherwise supply the goods and services required to develop, construct, renovate and/or maintain the facility, the Partnership agrees to make a bona fide effort to achieve the 35% Goal through other contracts with respect to the development, construction or renovation of this project. The Partnership further agrees to make a continuing bona fide effort to increase its utilization of minority businesses for certain other goods and services as may be required by the Partnership to conduct its daily operations.

- G. The Partnership further agrees to include in the terms of its contractual agreements with the general/prime contractor and/or construction manager (in any of such events, the "Contractor"), language which puts the Contractor on notice that the Contractor is expected to make a bona fide effort to achieve the 35% Goal in (i) its own contracting with respect to the Project and (ii) engaging subcontractors to perform work on the Project.
- H. If at the end of the first calendar quarter following the approval of this Memorandum of Understanding, the Partnership is unable to comply with the proposed minority utilization plan for the project, the Partnership may initiate a re-negotiation meeting with the Director.

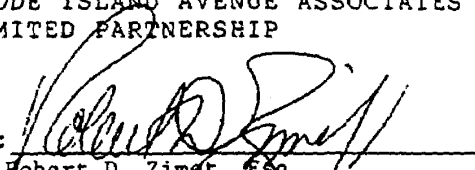
DATED THIS 22nd DAY OF August, 1989

MINORITY BUSINESS OPPORTUNITY
COMMISSION

BY: 

Loretta S. Caldwell
Acting Director

RHODE ISLAND AVENUE ASSOCIATES
LIMITED PARTNERSHIP

BY: 

Robert D. Zimet, Esq.
Senior Vice President and General
Counsel
Charles E. Smith Management, Inc.
Agent for the Partnership

H

Benefits and Amenities

The Applicant has committed to providing and in some cases has already provided, the following benefits and amenities in connection with this PUD:

- \$150,000 to the Ross Elementary School;
- Local Small and Disadvantaged Business Enterprises Agreement;
- First Source Employment Agreement;
- \$10,000 to the DuPont Circle Community Resource Center;
- \$100,000 to be provided as an Affordable Housing Contribution;
- \$25,000 to Stead Park (DCCA);
- \$25,000 to Historic DuPont Circle Main Streets;
- \$25,000 to Scott Circle;
- Improved site circulation by setting back from the west alley 2 ½ feet (to a height of 15 feet) to allow efficient maneuvering of trucks in alley;
- Superior architecture including a five foot setback along the east façade beginning at the 6th floor and the incorporation of translucent glass in the windows on the 4th and 5th floors along the eastern property line, respecting the adjacent University of California building;
- A secured area for bicycles within its garage; and

- “Green” Building Package.

In addition to these benefits and amenities, it is the Applicant’s belief that the University of California has established a mentoring program with the Ross Elementary School, demonstrating yet another benefit the PUD has brought to the area.

I

CERTIFICATION OF COMPLIANCE WITH SECTION 3013
OF THE ZONING REGULATIONS

Rhode Island Associates Limited Partnership hereby certifies that this pre-hearing submission, twenty copies of which were filed with the Zoning Commission on July 27, 2006, complies with the provisions of Section 3013 of the Zoning Regulations as set forth below, that the application is complete, and that no further changes to the project are expected to be submitted prior to the public hearing on this application.

Rhode Island Associates Limited Partnership also certifies that certain modifications and refinements have been made to the project and materials provided to the Zoning Commission since the original submission in response to comments raised in meetings that have been held with members of the neighboring community and the Office of Planning. These modifications include: (i) a revision of the glass used for the windows facing the University of California, (ii) clarification of the Applicant's "green" design proposal, (iii) supplementation of the benefits and amenities provided with this application, and (iv) an economic analysis of the market conditions for hotels and office buildings in the District of Columbia. In all other respects, the project is the same as filed on May 31, 2006.

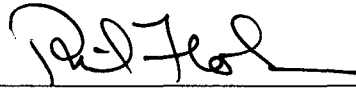
<u>Sub-Section</u>		<u>Page</u>
3013.1(a)	Information Requested by the Commission, Additional Information, Reports or Other Materials Which the Applicant Wishes to Introduce	Pre-Hearing Submission
3013.1(b)	List of Witnesses	Pre-Hearing Submission
3013.1(c)	Summary of Testimony of Applicant's Witnesses and Reports for the Record:	Pre-Hearing Submission
3013.1(d)	Additional Information, Reports or Other Materials Which the Applicant Wishes to Introduce	Pre-Hearing Submission;
3013.1(e)	Reduced Plans	May 31, 2006 Filing
3013.1(f)	List of Publicly Available Maps, Plans and Other Documents	Pre-Hearing Submission
3013.1(g)	Estimated Time Required for Presentation of Applicant's Case	1.0 hour
3013.2	Two Sets of Full Size Plans	Previously Submitted

Sub-Section

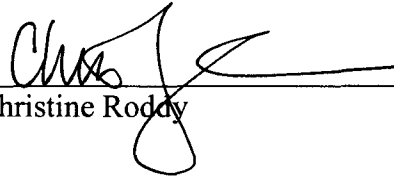
Page

3013.3 and 3013.6(a)	List of Names and Addresses of All Property Owners within 200 Feet of the Subject Site and Names And Addresses of the Owners of the Property to be Rezoned	Pre-Hearing Submission
3013.4	First Source Employment Agreement with Department of Employment Services and Memorandum of Understanding with the Office of Local Business Development	Pre-Hearing Submission
3013.6(b)	List of Leaseholders	N/A

Respectfully submitted,
PILLSBURY WINTHROP SHAW PITTMAN LLP



Phil Feola



Christine Roddy

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Pre-Hearing Statement was sent by first class mail or hand delivery on July 27, 2006 to:

Arthur Jackson
Office of Planning
801 North Capitol Street; NE
4th Floor
Washington, DC 20001

ANC 2B
#9 Dupont Circle, NW
Washington, DC 20036

Mark Bjorge
1415 17th Street, NW
Unit 2
Washington, DC 20036

Stephen Gell, Esq.
1101 30th Street, NW
Suite 500
Washington, DC 20007

University of California
c/o Richard L. Aguglia, Esq.
Hunton & Williams
1900 K Street; NW
Washington, DC 20006

By:


Christine Roddy

PILLSBURY WINTHROP SHAW PITTMAN LLP

2300 N STREET, NW
WASHINGTON, DC 20037

2203

July 27 2006

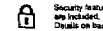
15-122/540

PAY TO THE
ORDER OF D.C. Treasurer

\$ 1,000.00 *****

One Thousand and no/100

DOLLARS



WACHOVIA BANK, NA
wachovia.com

FOR Gould Hearing Fee

Paul A. T. [Signature]

Mr. John Parsons, Director, Cooperative Activities
National Park Service
1100 Ohio Drive, SW
Washington, D.C. 20024

National Restaurant Association
c/o Bob Harrington
1200 17th Street, NW
Washington, D.C. 20036-3006

American Hellenic Institute Foundation
1220 16th Street, NW
Washington, DC 20036-3202

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D. J. Drennan
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Washington, DC 20036-3202

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1640 Rhode Island Avenue, NW
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The Regents of the University of California
c/o Real Estate Services GP
1111 Franklin Street, Fl 6
Oakland, CA 94607-5201

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