

Mary Carolyn Brown
202 862 5990
carolyn.brown@hklaw.com

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February 15, 2008

VIA HAND DELIVERY

Zoning Commission for the
District of Columbia
441 4th Street, N.W., Suite 210S
Washington, D.C. 20001

Re: Zoning Commission Case No. 07-26
O Street Market PUD and Map Amendment

Dear Members of the Commission:

On behalf of the applicant, O Street Roadside, LLC, and pursuant to section 3013.8 of the Zoning Regulations, we are submitting herewith supplemental information on the above-referenced application for a Planned Unit Development ("PUD") and map amendment for redevelopment of the O Street Market site at 9th and O Streets, N.W., in Square 398.

Since the time of its pre-hearing submission, the applicant has refined the PUD design to enhance its overall composition, and to better accommodate the mix of uses at the site. Revised architectural drawings, which supersede all sets previously filed, are submitted separately with this letter. The changes to the design are highlighted below. The applicant has also updated its amenities package, as described below.

1. Building Height

The overall height of the PUD has been reduced to 90 feet, except at the east building, where a height of 95 feet is proposed in order to create sufficient floor-to-ceiling heights for the residential units. As the architects continued to refine the design to reflect a reduction in height from 100 feet (as originally proposed) to 90 feet, it became apparent that eight residential floors could not be accommodated above the Giant Food Store within a 90-foot building. The grocery store requires a minimum floor-to-ceiling height of seventeen feet, leaving less than 73 feet for eight residential floors. In order to achieve a minimum floor-to-ceiling height of 8'-6" with all

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EXHIBIT NO. 29

the necessary mechanical equipment between floors, the applicant proposes a building height of 95 feet for that portion of the project above the grocery store.

The proposed additional height is consistent with the provisions of recent overlay districts that compensate owners of properties who must provide the greater ground floor ceiling heights. The H Street Overlay, for example, limits building height to 90 feet in the underlying C-3-C District. However, certain areas within the overlay must provide a minimum ground floor ceiling height of 14 feet. 11 DCMR § 1324.12. In those instances, the H Street Overlay allows the building height to increase to 95 feet in recognition of the floor that might otherwise be lost without the additional five feet of height. 11 DCMR § 1324.13. Here, O Street Roadside is providing a ground floor retail height of 17 feet, but only seeks five feet over the height recommended by the Commission for the east residential building, consistent with the rationale of the H Street Overlay. The height of the remainder of the PUD will be at or below the 90-foot level, and well below the maximum allowable height of 110 feet under the PUD guidelines for the proposed C-3-C District and the 1910 Height Act.

2. Public Benefits and Amenities

The outstanding benefits of the proposed mixed-use project – including revitalization of the Shaw neighborhood, the provision of market-rate and affordable housing, a grocery store and new retail, and preservation of the O Street market – have been further supplemented and clarified. As shown on the attached sheet, the applicant has committed to work with the District's Department of Parks and Recreation to make repairs and contribute funds for uniforms at the Kennedy Recreation Center; assist in the development of a girl's softball field at Bundy Recreation Center; provide a community shuttle service to the Tivoli/Brentwood Giant grocery store while the O Street Giant is being renovated; and contribute funds for computer labs at neighboring buildings and scholarships for Shaw residents, among other important contributions. These additional commitments further emphasize the significant value of this project to the surrounding community and the city as a whole.

3. Sustainable Design Features

The applicant has prepared the attached LEED scorecard, which indicates that the project can potentially achieve 20 points. The applicant is committed to achieving a minimum of 18 points, and will likely earn more, depending on construction costs at the time the project moves forward.

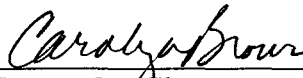
4. Expert Witnesses

In addition to the resumes of expert witnesses previously submitted, attached are the resumes of Messrs. Christopher Gay and Michael McNeice of Vanasse, Hangen & Brustlin, Inc., who will testify as experts in transportation planning.

The applicant looks forward to the opportunity to provide a full presentation to the Zoning Commission on this PUD project and respectfully submits this additional information for the Zoning Commission's consideration at its March 6, 2008, hearing in this matter.

Very truly yours,

HOLLAND & KNIGHT LLP

By: 
Norman M. Glasgow, Jr.
Mary Carolyn Brown

cc: Jennifer Steingasser, OP (w/attach. by hand)
Karen Thomas, OP (w/attach. by hand)
ANC 2C (w/attach. by mail)

CityMarket at O Community Amenity Package

Work with DC Department of Parks and Recreation (DCPR) on the following items at Kennedy Recreation Center:

- Repair and refinish gym floor two times between 2008 and 2011 \$10,000
- Uniforms and equipment \$25,000

Contribute to DCPR Enterprise Fund for development of girls softball field at Bundy Recreation Center \$25,000

Emmaus Services partnership for free Peapod delivery during redevelopment of Giant \$30,000

Giant

- 33 passenger minibus shuttle to Tivoli/Brentwood Giant, 2 times per week for 2 years, based on usage \$55,000
- Local hiring commitment

Green Team, an ex-offender program, provides clean and safe services between K and Florida and 7th and 9th \$25,000 Annual Contribution for 7th Street, during construction \$75,000

Watha T. Daniel Library, contribution to DCPL Library Foundation for commissioned artwork for new library \$15,000

Computer Labs

- Asbury Dwellings \$2,500
- Gibson Plaza Tenants Assn \$2,500
- 1330 Tenants/Owners Assn \$2,500
- Lincoln Westmoreland \$2,500
- Foster House \$2,500

Shaw Together, group dedicated to unifying community. Special event sponsorship. \$5,000

4 Scholarships for Shaw residents to UDC for Certified Addiction Counselor program. Scholarship recipients must meet all of the UDC program requirements and will be selected by the East Central Civic Association. \$10,000

Total \$262,500



LEED-NC

LEED-NC Version 2.2 Project Checklist

City Market at O

Washington, DC

Yes ? No

6	2	6	Sustainable Sites	14 Points
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Y			Prereq 1	Construction Activity Pollution Prevention	Required
X			Credit 1	Site Selection	1
X			Credit 2	Development Density & Community Connectivity	1
		X	Credit 3	Brownfield Redevelopment	1
X			Credit 4.1	Alternative Transportation, Public Transportation Access	1
X			Credit 4.2	Alternative Transportation, Bicycle Storage & Changing Rooms	1
		X	Credit 4.3	Alternative Transportation, Low-Emitting and Fuel-Efficient Vehicles	1
		X	Credit 4.4	Alternative Transportation, Parking Capacity	1
		X	Credit 5.1	Site Development, Protect or Restore Habitat	1
		X	Credit 5.2	Site Development, Maximize Open Space	1
	X		Credit 6.1	Stormwater Design, Quantity Control	1
X			Credit 6.2	Stormwater Design, Quality Control	1
	X		Credit 7.1	Heat Island Effect, Non-Roof	1
X			Credit 7.2	Heat Island Effect, Roof	1
		X	Credit 8	Light Pollution Reduction	1

Yes ? No

2	1	2	Water Efficiency	5 Points
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X			Credit 1.1	Water Efficient Landscaping, Reduce by 50%	1
	X		Credit 1.2	Water Efficient Landscaping, No Potable Use or No Irrigation	1
		X	Credit 2	Innovative Wastewater Technologies	1
X			Credit 3.1	Water Use Reduction, 20% Reduction	1
		X	Credit 3.2	Water Use Reduction, 30% Reduction	1

Yes ? No

1	2	3	Energy & Atmosphere	17 Points
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Y			Prereq 1	Fundamental Commissioning of the Building Energy Systems	Required
N			Prereq 2	Minimum Energy Performance	Required
Y			Prereq 3	Fundamental Refrigerant Management	Required
	X		Credit 1	Optimize Energy Performance	1 to 10
		X	Credit 2	On-Site Renewable Energy	1 to 3
X			Credit 3	Enhanced Commissioning	1
	X		Credit 4	Enhanced Refrigerant Management	1
		X	Credit 5	Measurement & Verification	1
		X	Credit 6	Green Power	1

continued...

Yes ? No

3	1	9	Materials & Resources	13 Points
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Y				Prereq 1	Storage & Collection of Recyclables	Required
			X	Credit 1.1	Building Reuse , Maintain 75% of Existing Walls, Floors & Roof	1
			X	Credit 1.2	Building Reuse , Maintain 100% of Existing Walls, Floors & Roof	1
			X	Credit 1.3	Building Reuse , Maintain 50% of Interior Non-Structural Elements	1
X				Credit 2.1	Construction Waste Management , Divert 50% from Disposal	1
			X	Credit 2.2	Construction Waste Management , Divert 75% from Disposal	1
			X	Credit 3.1	Materials Reuse , 5%	1
			X	Credit 3.2	Materials Reuse , 10%	1
X				Credit 4.1	Recycled Content , 10% (post-consumer + ½ pre-consumer)	1
			X	Credit 4.2	Recycled Content , 20% (post-consumer + ½ pre-consumer)	1
X				Credit 5.1	Regional Materials , 10% Extracted, Processed & Manufactured Regionally	1
	X			Credit 5.2	Regional Materials , 20% Extracted, Processed & Manufactured Regionally	1
			X	Credit 6	Rapidly Renewable Materials	1
			X	Credit 7	Certified Wood	1

Yes ? No

6	2	7	Indoor Environmental Quality	15 Points
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Y				Prereq 1	Minimum IAQ Performance	Required
Y				Prereq 2	Environmental Tobacco Smoke (ETS) Control	Required
	X			Credit 1	Outdoor Air Delivery Monitoring	1
			X	Credit 2	Increased Ventilation	1
X				Credit 3.1	Construction IAQ Management Plan , During Construction	1
			X	Credit 3.2	Construction IAQ Management Plan , Before Occupancy	1
X				Credit 4.1	Low-Emitting Materials , Adhesives & Sealants	1
X				Credit 4.2	Low-Emitting Materials , Paints & Coatings	1
X				Credit 4.3	Low-Emitting Materials , Carpet Systems	1
			X	Credit 4.4	Low-Emitting Materials , Composite Wood & Agrifiber Products	1
			X	Credit 5	Indoor Chemical & Pollutant Source Control	1
X				Credit 6.1	Controllability of Systems , Lighting	1
	X			Credit 6.2	Controllability of Systems , Thermal Comfort	1
			X	Credit 7.1	Thermal Comfort , Design	1
			X	Credit 7.2	Thermal Comfort , Verification	1
X				Credit 8.1	Daylight & Views , Daylight 75% of Spaces	1
			X	Credit 8.2	Daylight & Views , Views for 90% of Spaces	1

Yes ? No

2			Innovation & Design Process	5 Points
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X				Credit 1.1	Innovation in Design : Provide Specific Title	1
				Credit 1.2	Innovation in Design : Provide Specific Title	1
				Credit 1.3	Innovation in Design : Provide Specific Title	1
				Credit 1.4	Innovation in Design : Provide Specific Title	1
X				Credit 2	LEED® Accredited Professional	1

Yes ? No

20	8		Project Totals (pre-certification estimates)	69 Points
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Certified 26-32 points **Silver** 33-38 points **Gold** 39-51 points **Platinum** 52-69 points

**Michael E. McNeice,
P.E.**

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Senior Principal

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Mr. McNeice's project experience includes:

TPC – Boston, Norton MA

VHB was deeply involved in the permitting, planning and design of the Tournament Players Club's Boston venue. Work included, local, state and federal permitting, development of irrigation water sources, pond design, off site roadway design and permitting, as well as master planning for a 1 million sf office park associated with the golf course development. Unique challenges include, obtaining approval from all local, state and federal agencies for the clearing of over 2 acres of wooded wetlands to allow for play over, investigation of various options for irrigation, including grey water from an adjacent town, on site wells and a direct connection to the town reservoir and design of substantial acreage of irrigation ponds and ponds for golf features.

Stop & Shop Supermarket Program

Program Manager for the entire Stop & Shop (S&S) Program. Provides continuity for all groups who deal with S&S, and currently servicing S&S from seven VHB offices. Meets regularly with S&S to ensure projects and managers are being serviced appropriately by VHB staff. Organizes regular conferences/meetings with VHB staff to ensure understanding and communication of S&S operations.

Stop & Shop Supermarket, Brighton, MA

Project manager for the permitting of a premier Super Stop & Shop facility with 26,000 square feet of additional retail space. Specific tasks included permitting with the Boston Redevelopment Authority (BRA); Boston Transportation Department (BTD) and Design Review Committee; entire site design including a comprehensive landscape plan; an intensive public process to obtain approval from local neighborhood groups; development of traffic mitigation and approval from the Boston Public Improvement Commission (PIC) and approval from the Boston Water and Sewer Commission (BWSC) of sewer and water relocations.

Sun Microsystems, Burlington, MA

Principal-in-charge of a 1.3 million square feet development of Sun MicroSystem's East Coast corporate headquarters. Managed an accelerated Massachusetts Environmental Protection Agency (MEPA) process and obtained Phase I approval in three months and full build out in five months. Managed the coordination of \$7 million in off site improvements for roadway widening; as well as an intensive permitting process which required approvals from the Massachusetts Highway Department (MHD), the Towns of Burlington and Bedford and numerous corporate abutters to the property. The project required extensive coordination with utility companies to allow relocation of electric, telephone and other off site overhead lines prior to the start of construction. The entire project necessitated an accelerated design, permitting and construction process to accommodate a Phase I (500,000 sf) opening within less than two years from the start of the project.

Prudential Center Redevelopment

Currently acting as Principal-In-Charge of a redevelopment project for the Prudential Center expansion. Work includes coordination with the MBTA on redesign of an existing station, design of a major sewer and water relocation with the Boston Water and Sewer Commission. Project will include Transportation design and improvements as

**Mr. McNeice is a Senior
Principal at Vanasse Hangen
Brustlin, Inc. His areas of
expertise include permitting,
site design layout, grading,
utility design, hydrological
analysis, and water, sewerage
and drainage system design.
Mr. McNeice has particular
expertise in managing the
engineering, design and
construction of corporate
campus, retail, golf course and
residential projects.**

well as traffic circulation analysis.

FleetCenter Sports and Entertainment Arena, Boston, MA

Responsible for utility design, coordination with the Massachusetts Bay Transportation Authority (MBTA) which constructed a new multi-level garage directly below a new professional sports and entertainment arena in downtown Boston. Provided site/civil engineering input for the FleetCenter permitting process with city, state and federal agencies.

Dedham Corporate Center, Dedham, MA

Project Manager for a 1,300,000 square foot office building complex with an MBTA commuter rail station and garage for National Development Associates, Inc. Work involved evaluation of alternative sewer routes including capacity analysis of an existing sewer line, preparation of a flood study for major tributary stream to the Charles River, preliminary and definitive subdivision plans, and preparation of ENF/DEIR.

75 Clarendon Street, Boston, MA

Tasks for the condominium complex involved relocation of existing city of Boston utilities, design of new services for the complex, and coordination with city officials.

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Education	B.S.C.E., Northeastern University, 1976
Affiliations	American Society of Civil Engineers Boston Society of Civil Engineers American Water Works Association
Registration	Registered Professional Engineer: Massachusetts, Maine, New Hampshire, New Jersey

CHRISTOPHER B. GAY, AICP

Principal

EDUCATION

M.E., Civil Engineering, University of Virginia, 1987

B.A., American Government, University of Virginia, 1978

EXPERIENCE

Over twenty-three years experience in multi-modal transportation system planning analyses, including traffic operations analysis, capacity and safety analysis, traffic impact analysis, parking analysis, land use and network alternatives development and evaluation, and development of site functional requirements.

Mr. Gay has led VHB's efforts related to traffic engineering analyses of private development applications throughout the Washington DC region. Over the past twenty years, he has analyzed a wide range of residential, commercial and mixed use site and subarea development proposals. He has also reviewed, for local governments, traffic impact analyses submitted by developers. Mr. Gay has been qualified to provide expert testimony on cases in Virginia and Washington, DC.

Town of Herndon Transportation Analyses – Project Manager for on-call services contract including transportation planning and traffic engineering studies. One of VHB's primary functions under this contract is to review Traffic Impact Studies submitted with development proposals. These reports are reviewed for technical accuracy and conformance with Herndon guidelines.

New Post Traffic Study – Project Manager for traffic study of a proposed large-scale new urbanist development in Fredericksburg, VA. This study is evaluating a wide range of TSM and TDM measures to mitigate potential traffic impacts. The benefits of this type of neighborhood design are being explicitly evaluated, with recommendations concerning shuttle service to VRE, on-site new urbanist-style street layout and a roundabout included in the analysis.

City of Alexandria Transportation Analyses – Managing VHB's efforts on two small area studies in support of their Master Plan update process. Multiple land use develop plans at the parcel level are being evaluated in terms of their impacts on traffic operations, traffic safety, neighborhoods and businesses, environmental features, transit service and EMS response.

United States Postal Service (USPS) Environmental Assessments - Managed basic ordering contract with USPS that resulted in production of over 15 site environmental assessments of alternative and preferred sites for postal facilities throughout the mid-Atlantic region. Comprehensive assessments examined and documented existing conditions, environmental effects and potential mitigation measures related to the physical and cultural environment. All assessments included detailed traffic impact analyses.

White Oak Laboratory Environmental Impact Statement (EIS) - Managed VHB's efforts on a comprehensive EIS related to a proposed relocation of over 1,000 Naval personnel to a site in suburban Maryland. A detailed traffic management analysis was conducted that evaluated a full range of TDM and TSM measures to address projected deficiencies. Responsible for production of the transportation and parking section of the ultimate DEIS document, as well as development of traffic-related inputs to air quality and noise analyses.

U. S. DOT Consolidation EIS - Project Engineer for transportation planning and traffic engineering activities as part of comprehensive EIS related to a proposed relocation of over 11,000 US DOT personnel to an air rights site at Union Station in Washington, DC. Produced detailed traffic projections and data for input to assessment of transportation, parking, air quality and noise impacts.

VDOT Northern Virginia District Park and Ride Lot Feasibility Study - Project Manager for study that assessed the adequacy of the Northern Virginia District's park and ride lot facilities to meet existing and future demand. Existing usage was surveyed and future demand forecasts were developed based on geo-coded data of users of each lot and planned residential and employment growth in the region. Potential new park and ride lot locations were identified and evaluated.

2030 Northern Virginia Transportation Plan Update - Project Manager for long range transportation planning study that included highway, HOV, transit, pedestrian, bicycle and ITS components. An extensive public outreach program will include newsletters, public workshops, project website and toll-free hotline.

Traffic Analysis of Fairfax County Parkway between I-95 and Franconia-Springfield Parkway - Project Manager for study that entailed modifying and validating Fairfax County's travel demand model for production of ADT and peak hour traffic forecasts. Two separate land use buildout scenarios for the Engineering Proving Ground site were tested. Roadway network improvements were developed and evaluated.

Maryland State Highway Administration (MDSHA) Travel Forecasting Section Assistance Contract - Conducted over fifteen (15) regional, subarea, corridor and site impact analyses throughout the State. Project activities included travel forecasting, model development, traffic operations analyses, site impact analysis, report preparation and public involvement.

Washington Bypass Joint Transportation Study Responsible for development and validation of the regional MINUTP transportation model that was applied for this study that encompassed over twenty-five separate jurisdictions in MD and VA. Integrated components of the Washington COG and Baltimore COG travel demand models to produce travel forecasts for multiple bypass alternatives. The product of this effort, which included an extensive public involvement program, was a First Tier Draft Environmental Impact Statement. Also worked with planning staff in the urban areas to develop land use forecasts for input to the model.

VDOT Statewide Origin-Destination (O-D) Studies - Project Manager for seven separate O-D studies undertaken across Virginia to support regional and local transportation system modeling efforts. A video license plate matching approach was used to quantify traffic patterns within and through the different regions.

I-95/I-395 HOV Restriction Study - Assistant Project Manager for study that evaluated the potential effects of changing the HOV occupancy restriction in this corridor from HOV 3+ to HOV 2+. Applied a pivot point modeling procedure to project changes in SOV, HOV, rail, bus and vanpool demand.

I-95 HOV Extension Study - Task Manager for study that evaluated the effects of extending the I-95 HOV lanes southward to Fredericksburg. A pivot point modeling approach was used in conjunction with origin-destination data, vehicle occupancy data, and outputs from the MWCOG and Fredericksburg area regional travel demand models.

Long Range Transportation Plan for the Hagerstown Eastern Panhandle MPO - Activities included data inventory, existing conditions analysis, model development and validation, alternatives development and evaluation, financial analysis, public involvement and plan development. An issue of key importance to this MPO area was the relationship of the transportation system plan to the economic vitality of the region. Also authored the Transportation Element of the County's Comprehensive Plan.

Relevant Research

Project Engineer and Course Instructor for FHWA research project "Site Impact Analysis and Assessment Training Course" - The objective of this study was to update the current course materials to reflect state-of-the-art analysis and evaluation procedures. An enhanced five-phase process was developed that comprehensively dealt with site access analysis, evaluation, and assessment. The previous participant workbook, instructor's guide, visual aids, and accompanying software package were updated to apply the enhanced process.

Project Engineer on FHWA research project "Providing New Access to Transportation Systems" - The objective of this study was to update the 1982 *Access Management for Streets and Highways* handbook to include recent research findings and address multi-modal, ITS, TSM, TDM, pedestrian and bicycle access design requirements. A unique process for access management plan development was presented along with detailed evaluation procedures for a wide range of access-related impacts.

AFFILIATIONS

Member, American Institute of Certified Planners
Member, Institute of Transportation Engineers
Member, American Planning Association

PUBLICATIONS

“Northern Virginia Park and Ride Lot Feasibility Study”, presented at Spring Technical Meeting of the Virginia Section of the Institute of Transportation Engineers, April 2002.

“Combining Traffic Simulation and Demand Modeling for Transportation Planning”, paper prepared for presentation at the Southern District ITE Annual Meeting in Williamsburg, VA, April 2001.

“MIS Evaluation Frameworks - A Comparative Analysis,” paper prepared for presentation at the Sixth Transportation Planning Methods Applications Conference, Dearborn, MI, May, 1997.

“Long Range Transportation Plan Development in an Emerging Growth Area,” paper prepared for presentation at the Fifth Transportation Planning Methods Applications Conference, Seattle, Washington, April 1995.

“Site Impact Analysis and Assessment,” co-author of training course materials for FHWA National Highway Institute training course, April 1995.

“The Highway Economics Requirements System, Version 1.4, Technical Report,” Co-Author, prepared for FHWA Office of Policy Development, Highway Needs and Investment Branch, 1993.

“Guidelines for Providing Access to Transportation Systems,” Co-Author, handbook prepared for the FHWA, January 1993.

“Land Use Projections - How Accurate Have They Been/Areas for Improvement - The Baltimore Experience,” Co-Author, paper prepared for presentation at the 1992 ITE Annual Meeting.

“Projecting Land Use-Transportation Relationships in the Baltimore Region,” Co-Author, white paper prepared for the Baltimore Regional Council of Governments, March 1991.

“Updating the Transportation Plans in Virginia’s Small Urban Areas,” Principal Investigator, Final Report, prepared for the Virginia Department of Transportation, Report FHWA/VA-87/35, Virginia Transportation Research Council, 1987.