

22 April 2008

Chairman Anthony Hood
DC Zoning Commission
441 4th Street NW
Washington, DC 20001

RECEIVED
D.C. OFFICE OF ZONING
2008 APR 24 PM 2:49

Re: Case No. 08-01
Parcel D, Southeast Federal Center
4th and M Streets SW

Dear Chairman Hood and Commissioners:

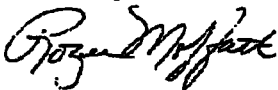
At a duly noticed public business meeting on April 14, 2008, a quorum being present (a quorum being four of seven Commissioners), ANC 6D voted 4-2 to support the application of Forest City Washington for the construction of a 110-foot building, fronting on M Street SE, in the Southeast Federal Center, and variances from the rear yard requirement, preferred use requirements that will allow less clear glass than currently required for the retail space, and the number of loading docks required.

The ANC believes that this mixed use commercial, residential and retail development has the potential to meet many needs in the burgeoning Southeast area, and the proposed grocery store and other neighborhood-oriented retail, LEED certification, and, most important, affordable housing will greatly enhance the livability of this new community.

The ANC is particularly pleased to have reached a significant agreement with Forest City Washington to provide a package of benefits that will richly serve the residents of Southwest/Near Southeast. The package includes employment opportunities for ANC 6D residents, as well as an overall 20% "first source" employment goal for qualified 6D residents, including tie-breaking preferences; a goal of 25% of affordable housing units to be made available to current 6D residents, including a lottery that will give 6D residents a preference if the number of applicants exceeds the available apartments; and a commitment to secure LEED certification for the residential building, as well as the commercial structure, to the extent that certification for residential and retail space is awarded by the US Green Building Council. A copy of the agreement is attached for the record.

The ANC is pleased that the long-awaited construction of The Yards is getting under way, and we believe this building provides an excellent beginning. We trust you will give our strong support for the building, as well as for the variances and special exception, great weight as you consider the substantial merits of the project.

Sincerely,



Roger Moffatt
Chair

ZONING COMMISSION
District of Columbia

CASE NO. 08-01
EXHIBIT NO. 33 (fax)

ZONING COMMISSION
District of Columbia
CASE NO. 08-01
EXHIBIT NO. 33

MEMORANDUM OF UNDERSTANDING

Between ANC 6D and Forest City SEFC, LLC ("FCW") Regarding Case No. 08-01 (Southeast Federal Center Overlay District Review of "Parcel D," part of Square 826, Southeast Federal Center)

I. DEFINITIONS. In this agreement, the following terms have the following meanings:

A. "ANC 6D" means the Advisory Neighborhood Commission or Commissions that cover the neighborhood, or the geographic neighborhood itself, bounded by the following: on the west, Raoul Wallenberg Place, SW, the 14th Street Bridge, and the Potomac River; on the south, the Anacostia River; on the east, South Capitol St. (north of I-395), 7th St., SE (between I-395 and M St., SE), and 11th St., SE (south of M St., SE); and, on the north, Independence Ave., SW (west of South Capitol St.), I-395 (between South Capitol St. and 7th St., SE), and M St., SE (east of 7th St., SE). We expect the official designation of this Commission to change periodically with decennial reapportionment, and intend this agreement to benefit the residents of the above-defined neighborhood in perpetuity, whatever the designation of the Commissions that cover the neighborhood in which they live.

B. "MEMORANDUM OF UNDERSTANDING." This document's title was changed from "Agreement" at FCW's request, on the explicit understanding that calling this document a "Memorandum of Understanding" instead of an "Agreement" would have no effect on the legally binding, legally enforceable nature of this document.

II. CONSISTENCY WITH CURRENT LAW. No provision of this agreement requires either party to violate current DC or federal law in effect as of the date of this agreement. In particular, this agreement must be read in light of and as consistent with all federal and DC laws covering illegal discrimination in housing or employment, as well as with DC Law 14-24, DC Law 5-93, Mayor's Order 83-265, current regulations of the District of Columbia Housing Financing Agency and the Internal Revenue Service, and any agreements executed in 2007 between FCW and the District of Columbia and covering Parcel D, including Development Agreements and the Certified Business Enterprise Utilization and Participation Agreement. Any provision of this agreement

inconsistent with current DC or federal law or regulations, or with these 2007 agreements, is void.

III. EMPLOYMENT AND SUBCONTRACTING.

A. Construction: In construction on Parcel D, FCW and its general contractor will develop a program that applies to themselves and their subcontractors, and that includes the following--

1. Recruitment of construction workers from ANC 6D by purchasing quarterly ads in the Southwester;

2. An overall 20% "first-source" employment goal for qualified ANC 6D residents; and--

3. Tie-breaking preferences, as to--
a. Subcontractors, for businesses headquartered in ANC 6D, and--
b. Construction workers, for qualified workers living in ANC 6D.

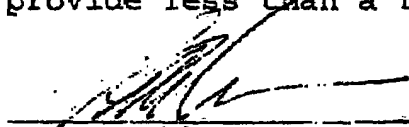
B. After Construction: Because of the integral part of Parcel D to the entire Yards project, we will defer negotiation regarding services needed on Parcel D after the Parcel's development to overall negotiation of a community-benefits agreement applicable to the entire Yards project.

IV. AFFORDABLE HOUSING. It is the goal of FCW and ANC 6D that at least twenty-five percent (25%) of the affordable dwelling units built on Parcel D be initially occupied by residents of ANC 6D as of this agreement's execution date. To that end, if, when these units become available, more qualified applicants apply for these affordable-housing units than the number of units in that category, FCW will award these housing units on a lottery basis to qualified renters. In that lottery, residents of ANC 6D as of this agreement's execution date will receive eight tickets, other residents of DC as of the lottery date will receive two tickets, and all other applicants will receive one ticket. This obligation shall last as long as the Affordable Housing Covenant itself. To ensure an obligation of that duration, FCW will include this lottery preference in its required Affordable Housing Covenant, as well as in any contract to sell the project before the expiration of the Affordable Housing Covenant.

V. ENVIRONMENT. On Parcel D, FCW expects to build facilities for offices, residences, and retail. FCW will ensure that the office tower is LEED certified by the U.S. Green Building Council. FCW will secure LEED certification for the residential and retail space to the extent such certification for residential and retail space is awarded, at the beginning of construction, by the U.S. Green Building Council.

VI. ANNUAL REPORT. Beginning in the month marking the first-year anniversary of the execution of this agreement, and until expiration of the Affordable Housing Covenant covering Parcel D, each year FCW (or its designee) will make an annual report, to ANC 6D, of the benefits covered by this agreement. In the FCW's discretion, this report may be oral, in writing, or both. FCW will include this commitment, as a commitment of the buyer, in any contract to sell buildings erected on the project site.

VII. SUPPORT IN CASE NO. 08-01. ANC 6D will support FCW's position in Case No. 08-01 at the hearing on April 24, 2008, before the Office of Zoning. In particular, ANC 6D will support FCW's application to (a) build only 9 loading berths and platforms, not 10; (b) dispense with the requirement of a rear yard; (c) build two roof structures (penthouses) of unequal heights instead of the same height; (d) build to a height of 110 feet; and (e) obtain a preferred-use variance, so that construction of the North Tower can devote less than 50% of the streetwall's surface area to doors or display windows having clear or low-emissivity glass, and so retail space on Parcel D can provide less than a fifteen-foot floor-to-ceiling height.



Ramsey Meiser
Senior Vice President,
Forest City SEFC, LLC

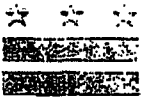


Roger Moffatt
Chair, ANC 6D

Signed in WASHINGTON, DC
April 21, 2008

Signed in Washington, DC
April 21, 2008

FAX



**Advisory Neighborhood
Commission 6D**

to:
Name: Dona Hanousek
FAX: 727-6072

from:
Roberta Weiner
ANC 6D
Phone: 202/554-1795
FAX 202/543-0831

**Urgent
For Review
Please Comment
Please Reply**

Date sent: March 24, 2008
Time sent: 2:30 pm p.m.
No. of pages (including cover) 5

Message:

Here's a letter of support for case No. 08-01 Parcel D at The Yards. As usual, I'm grateful for your patience with us.

Thanks -

Roberta

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