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**NOTICE OF MODIFICATION OF  
ZONING COMMISSION ORDER NO. 80-07**

**THIS NOTICE OF MODIFICATION** ("Notice of Modification") is entered into as of this 5th day of June, 2017, by **JEMAL'S DARTH VADER L.L.C.**, a District of Columbia limited liability company (the "Declarant"), for the benefit of the **DISTRICT OF COLUMBIA**, a municipal corporation (the "District").

**W I T N E S S E T H:**

WHEREAS, Declarant is the owner of certain real property known as Lot 16 in Square 563, as more particularly described in **Exhibit A** attached hereto and incorporated herein (the "Property").

WHEREAS, in Zoning Commission Order No. 324, issued November 13, 1980, the Zoning Commission for the District of Columbia (the "Zoning Commission") granted approval for a consolidated planned unit development ("PUD")(the "Initial PUD Approval"), which was constructed on the Property.

WHEREAS, in accordance with Paragraph 13 of the Decision in Zoning Commission Order No. 324, the then-owner of the Property entered into that certain PUD Covenant dated July 21, 1981 , and recorded in the Land Records of the District of Columbia (the "Land Records") on October 1, 1981, as Instrument No. 8100031086 (the "PUD Covenant").

WHEREAS, in Zoning Commission Order No. 80-07A, dated February 27, 2017, and final and effective on March 12, 2017, the Zoning Commission approved several design and programmatic modifications to the Initial PUD Approval for the Property and a related Zoning Map amendment to the C-4 District.

NOW, THEREFORE, in consideration of the foregoing recitals, all of which are hereby incorporated herein by reference, Declarant for itself and its successors and assigns does hereby declare and covenant as follows:

1. Declarant shall properly record this Covenant in the Land Records.
2. A copy of Z.C. Order No. 80-07A, certified by the Director of the Office of Zoning, is attached as **Exhibit B**.
3. The covenants contained herein are and shall be construed as real covenants and shall run with the land, and shall bind the parties hereto, their successors and assigns in title, to the requirements of Zoning Commission Order No. 80-07A, or amendment thereof by the Zoning Commission.

**[SIGNATURE PAGE FOLLOWS]**

IN WITNESS WHEREOF, Jemal's Darth Vader L.L.C. has caused this Notice of Modification to be executed by Douglas Jemal, its PRESIDENT, for purposes of executing, acknowledging and delivering this Notice of Modification as the act and deed of Jemal's Darth Vader L.L.C., the Declarant herein.

**DECLARANT:**

**Jemal's Darth Vader L.L.C.,**  
a District of Columbia limited liability company

By:  
Name:  
Title:

[Signature]  
Douglas Jemal  
PRESIDENT

DISTRICT of COLUMBIA, ss:

I, A. Zemicheal, a Notary Public in and for the District of Columbia, DO HEREBY CERTIFY THAT Douglas Jemal who is personally known to be (or proved by oaths of credible witnesses to be) the person named as authorized signatory for Jemal's Darth Vader L.L.C., in the foregoing Notice of Modification, personally appeared before me and acknowledged the same to be his/her free act and deed.

Given under my hand and seal this 5 day of June, 2017.

[Signature]  
Notary Public  
[NOTARIAL SEAL]

ALEXANDER ZEMICHEAL  
NOTARY PUBLIC DISTRICT OF COLUMBIA  
My Commission Expires February 14, 2021

My commission expires: \_\_\_\_\_



**EXHIBIT A**

**Legal Description of the Property**

**Square 563, Lot 16**

**EXHIBIT B**

**Office of Zoning Certification  
Order No. 80-07A**

**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
**Zoning Commission**



May 23, 2017

**Re: Z.C. Case No. 80-07A (Jemal's Darth Vader, LLC)**

To Whom It May Concern:

I hereby certify that attached hereto, and bearing my initials in red ink in the lower right corner of each page, is a true copy of Z.C. Order No. 80-07A (Exhibit 41) – consisting of 24 pages – of the official record of the Zoning Commission for the District of Columbia in Z.C. Case No. 80-07A.

  
SHARON S. SCHELLIN  
SECRETARY TO THE ZONING COMMISSION

**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
**Zoning Commission**



**ZONING COMMISSION ORDER NO. 80-07A**  
**Z.C. Case No. 80-07A**  
**Jemal's Darth Vader, LLC**  
**(Modification to Approved PUD & Related Zoning Map Amendment @**  
**Square 563, Lot 16)**  
**February 27, 2017**

Pursuant to notice, the Zoning Commission for the District of Columbia ("Commission") held a public hearing on December 19, 2016, to consider an application filed by Jemal's Darth Vader LLC. ("Applicant"), owner of Lot 16 in Square 563 ("Property") for approval of a modification to a planned unit development ("PUD") approved pursuant to Z.C. Order No. 324. The Applicant filed a related application to rezone the Property from C-3-C to C-4.<sup>1</sup> The Commission considered the applications pursuant to Chapters 24 of the District of Columbia Zoning Regulations, Title 11 of the District of Columbia Municipal Regulations (1958).<sup>2</sup> For the reasons stated below, the Commission hereby approves the applications.

**FINDINGS OF FACT**

**The Applications**

1. On April 27, 2016, the Applicant filed an application to modify a consolidated PUD approved in 1980 and since constructed and occupied as an office building, and for a related Zoning Map amendment from C-3-C to the C-4 Zone District for the Property (PUD modification and Zoning Map amendment applications herein collectively, the "Applications"). Through the Applications, the Applicant seeks to undertake extensive renovations to the aging building in order to update its systems and to dramatically revise the building's exterior design and street presence, including construction of a three-story addition to the structure of the existing building that will increase the building height to 130 feet and the building's density to approximately 9.2 floor area ratio ("FAR") "Project". Details of the Project, including building design, materials, landscape design and site planning, are provided in the final plans dated November 22,

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<sup>1</sup> Subsequent to the approval of the approved PUD in November 1980, the Property was included among properties mapped with the Housing Residential (HR) Overlay in March 1981, pursuant to Z.C. Order No. 334.

<sup>2</sup> Chapter 24 and all other provisions of Title 11 DCMR were repealed on September 6, 2016, and replaced with a Chapter 3 of Subtitle 11-X. However, because this application was set down for hearing prior to that date, the Commission's approval was based upon the standards set forth in Chapter 24, although the hearing held on December 19, 2016 was conducted in accordance with Chapter 4 of Title 11-Z.

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2016, and also including revised building signage diagrams submitted to the record on January 10, 2017. (Exhibit ["Ex."] 23A, 39.)

### **Background of Approved PUD**

2. By Z.C. Order No. 324, effective November 28, 1980, the Commission granted consolidated PUD approval to permit construction of an eight-story, 101-foot-tall office building with ground-floor retail uses on the Property, with a building density of 6.5 FAR (the "Approved PUD"). The Approved PUD did not involve a rezoning from the underlying C-3-C zoning, which permitted 6.5 FAR and 90 feet in building height as a matter of right. The PUD development standards allowed for construction of the Approved PUD to 101 feet in height.

### **Procedural Background**

3. By report dated June 30, 2016, the District of Columbia Office of Planning ("OP") recommended that the Commission schedule a public hearing for the Applications. (Ex. 12.)
4. At its July 11, 2016, public meeting, the Commission determined to schedule the Applications for public hearing.
5. The Applicant filed its supplemental statement and request for hearing date with the Office of Zoning on September 12, 2016. (Ex. 14-14J.)
6. On November 29, 2016, the Applicant submitted its supplemental prehearing statement, including refined architectural drawings and additional details regarding the proposed project amenities and community benefits. (Ex. 23-23D).
7. On December 9, 2016, OP submitted its public hearing report to the Commission recommending approval of the Applications and requested certain additional documentation from the Applicant. (Ex. 24).
8. On December 9, 2016, the District of Columbia Department of Transportation ("DDOT") submitted a memorandum to the Commission indicating no objections to the Applications subject to certain conditions. (Ex. 25).
9. The Applicant responded to the OP final hearing report on December 14, 2016. (Ex. 26.)

### **Public Hearing on Modification Request**

10. The Commission held a public hearing for the Applications on December 19, 2016. At the hearing, the Applicant presented several witnesses in support of its Applications: Andrea Gourline on behalf of the Applicant; Ashton Allan of Studios Architecture, project architects; Erwin Andres of Gorove/Slade Associates, Inc., transportation



engineering; Lanshing Hwang, Landscape Architecture Bureau, landscape architects; and Shane Dettman, Director of Planning Services, Holland & Knight LLP, planning and zoning expert. Based upon their professional experience and qualifications, Mr. Allan was recognized as an expert in architecture, Mr. Andres as an expert in transportation engineering, Ms. Hwang as an expert in landscape architecture, and Mr. Dettman as an expert in urban planning. The Commission received testimony from Ms. Gourdine, Mr. Allan and Ms. Hwang in support of the Applications and in response to questions raised by the Commission.

11. Jennifer Steingasser and Bryan Golden of OP, and Evelyn Israel of DDOT testified in support of the Applications with certain comments and requests of the Applicant.
12. No testimony or letter was received from any person in support or opposition to the Applications.
13. At the conclusion of the public hearing, the Commission took proposed action to approve the Applications.

#### **Post Hearing Submissions**

14. The record was left open for the Applicant to provide limited post-hearing materials, and any response thereto from Advisory Neighborhood Commission ("ANC") 6E and ANC 6C. The Commission also requested proposed findings of fact and conclusions of law from the Applicant.
15. By letter dated January 10, 2017, the Applicant provided the materials requested by the Commission regarding building signage, housing linkage, bicycle parking access, and public art. (Ex. 31-31F.)
16. On January 17, 2017, the Applicant submitted draft findings of fact and conclusions of law. (Ex. 32.)
17. On January 23, 2017, OP submitted a supplemental report concerning the adequacy of the proposal for satisfying the housing linkage requirement of 11 DCMR § 2404. (Ex. 33.)
18. On January 26, the Applicant submitted a response to the OP report. (Ex. 35.)
19. The proposed action of the Commission was referred to the National Capital Planning Commission ("NCPC") pursuant to § 492 of the District of Columbia Home Rule Act. Through a delegated action taken on January 26, 2017, the Executive Director of the NCPC found that the Applications would not be inconsistent with the Comprehensive Plan for the National Capital nor other federal interests. (Ex. 36.)
20. The Commission considered whether to take final action at its public meeting on January 30, 2017. The Commission discussed whether OP's concerns had been addressed and requested that the Applicant discuss these issues further with OP and the Office of the

Attorney General (“OAG”), and to report the results of the discussion back to the Commission, and deferred action on the case to allow the discussion to take place.

21. On February 9, 2017 the Applicant submitted a letter stating that in fact the PUD would not trigger a housing linkage requirement under 11 DCMR § 2404 and further indicated on behalf of OP and OAG that both agencies concurred with that conclusion.
22. On February 13, 2017, the Applicant submitted updated signage diagrams. (Ex. 38.)
23. The Zoning Commission took final action to approve the Applications without the unnecessary housing linkage requirement and related public benefit at its public meeting on February 27, 2017, finding that the remaining public benefits warranted the PUD flexibility requested.

#### **The Property and Surrounding Area**

24. The Property contains a lot area of approximately 35,336 square feet and represents the entirety of land in Square 563.
25. Square 563 is located in the Mount Vernon Triangle neighborhood in Northwest Washington and is bounded by 2<sup>nd</sup> Street to the West, Massachusetts Avenue to the South, New Jersey Avenue to the East, and H Street to the North. Since the construction of the Approved PUD three decades ago, this neighborhood has become one of downtown Washington’s most active and convenient areas, with a wide variety of places to live, work, shop, and dine. The Property is positioned at a prominent and highly visible location in the east end of downtown, and is within walking distance of the Convention Center, Gallery Place/Verizon Center, and the U.S. Capitol.
26. Public transit to and from the Property is conveniently available at four nearby Metrorail stations (Mount Vernon Square-Convention Center, Gallery Place-Chinatown, Judiciary Square, and Union Station), with extensive bus service, including the DC Circulator, and multiple Capital Bikeshare stations.

#### **Existing and Proposed Zoning**

27. The Property is located in the C-3-C Zone District. Subsequent to the PUD Approval, the Property was included in land that was made subject to the Hotel-Residential (HR) overlay.
28. The C-3 Zone Districts are designed to accommodate major business and employment centers supplementary to the Central Business (C-4) District. The C-3-C Zone District in particular permits medium-high-density development, including office, retail, housing, and mixed-use development. The C-3-C Zone District permits a maximum building height of 90 feet with no limit on the number of stories, a maximum density of 6.5 FAR, and a maximum lot occupancy of 100%. Pursuant to the PUD development standards, a

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maximum height of 130 feet is permitted in the C-3-C Zone Districts and a maximum density of 8.0 FAR.

29. The HR Overlay is applied to selected geographic areas within and on the immediate periphery of the Central Employment Area ("CEA"). The purpose of the HR Overlay is to encourage construction of hotels and apartment houses in these areas to further elements of the District's development plans, including goals in employment, population, transportation, housing, public facilities, and environmental quality. Since the proposed development will maintain the existing office use at the Property, the provisions set forth in the HR Overlay are inapplicable to the Project.
30. The Applicant requests PUD-related rezoning of the Property to the C-4 Zone District in connection with this modification application. The C-4 Zone District is designed for the downtown core that comprises the retail and office centers for the District and the metropolitan area. The C-4 Zone District permits office use as a matter of right. As a matter of right, a building or structure in the C-4 Zone District may be erected to a height not exceeding 130 feet, provided that the building or structure faces or abuts a street not less than 110 feet wide between building lines. Massachusetts and New Jersey Avenues are both 160 feet wide adjacent to the Property. Buildings in the C-4 Zone District erected to a height in excess of 110 feet are permitted density not exceeding 10.0 FAR. PUDs in the C-4 Zone District can be developed with a maximum building height of 130 feet and a maximum density of 11.0 FAR.
31. Rear yards in the C-4 Zone District must have a minimum depth of two and one-half inches per foot of vertical distance from the mean finished grade at the middle of the rear of the structure to the highest point of the main roof or parapet wall, but not less than 12 feet. In the case of a through lot or a corner lot abutting three or more streets, the depth of rear yard may be measured from the center line of the street abutting the lot at the rear of the building or other structure. A side yard is generally not required in the C-4 Zone District; however, when a side yard is provided, it must have a minimum width of two inches per foot of height of building, but not less than six feet. Where a court is provided for a building or portion of a building devoted to nonresidential uses, at any elevation in the court, the width of court shall be a minimum of three inches per foot of height, measured from the lowest level of the court to that elevation, but not less than 12 feet.
32. The parking and loading requirements for buildings are based upon the proposed use of a property. An office use in the C-4 Zone District requires one parking space for each additional 1,800 square feet of gross floor area in excess of 2,000 square feet. An office building in the C-4 Zone District with more than 200,000 square feet of gross floor area is required to provide three loading berths at 30 feet deep, three loading platforms at 100 square feet, and one service/delivery space at 20 feet deep.
33. The Comprehensive Plan's Future Land Use Map designates the Property for high-density commercial use, and the Generalized Policy Map includes the Property within the boundaries of the Land Use Change Area. The Commission finds that rezoning of the

Property to C-4 is not inconsistent with the Comprehensive Plan. The Commission has previously approved a C-4 zoning as part of a PUD located diagonally across the street from the Property (Z.C. Order No. 08-34) on a site that has the same high-density commercial Future Land Use Map classification as the Property.

#### **Nature of Project and PUD Modification**

34. The Project before the Commission proposes extensive modification to the Approved PUD to allow construction of a three-story addition to the existing office building and for significant renovations to the building in order to update and improve its building systems as well as its design aesthetic and street presence. The renovated building will continue to be devoted to office use, with ground level spaces designed to provide up to 14 feet ceiling heights to accommodate potential retail users.
35. As part of the renovation, the Applicant will reorient the building's existing internal configuration, such that the ground-floor office lobby will be accessed at the corner of Massachusetts Avenue and 2<sup>nd</sup> Street, with tenant space along the Massachusetts Avenue, 2<sup>nd</sup> Street, and New Jersey Avenue façades. Floors 2-10 will be devoted to office use, as will the first cellar level, which will also provide back-of-house uses and mechanical equipment. The ground floor will be devoted to either retail or office uses, depending upon market demand given the building's isolated location to pedestrian traffic. The overall density for the Project following renovation will be approximately 9.2 FAR (approximately 325,091 square feet of gross floor area), representing an increase of approximately 2.7 FAR (approximately 95,407 square feet of gross floor area). The renovated building will have a maximum height of 130 feet. Maximum lot occupancy will be approximately 98%, whereas lot occupancy for the existing building measures 100%.
36. Vehicle parking operations for the renovated building will be unchanged from the existing configuration. Access is provided from H Street, N.W., with a ramp leading down to two levels of below-grade parking in the G1 and G2 levels, which accommodate 230 vehicles shared between the cellar levels and adjacent vault space. In addition, as part of the proposed renovation, 88 bicycle parking spaces and related shower/changing facilities and a bicycle repair area will be provided on the below-grade mezzanine level with dedicated ramp access for cyclists. An additional 14 short-term bicycle parking spaces will be provided in public space surrounding the Property. Loading facilities are also accessed from H Street and will continue to be provided within the building on the ground level. Loading facilities include three loading berths at 30 feet deep; two loading platforms at 100 square feet and one loading platform at 200 square feet; and one service/delivery space at 20 feet deep.
37. The Property occupies a very high visibility location, with vantages from heavily trafficked corridors in all directions. The Applicant's architecture team has arrived at a design that thoroughly modernizes the building, including all building systems, provides additional density, while at the same time replaces the dark heavy massing of the existing

building with a light, glassy, visually stimulating design that responds to the Property's numerous view corridors. Along the building's Massachusetts Avenue, New Jersey Avenue and 2<sup>nd</sup> Street elevations, the redesign includes non-rectilinear indentations that increase in setback as the building rises from the ground. The Commission finds that these generously proportioned recesses, which are open to the sky and whose walls/planes do not directly confront one another, serve as decorative architectural elements and not as required setbacks for purposes of light and ventilation, thereby qualifying these indentations as "court niches" as defined in the Zoning Regulations.

38. The redesign also incorporates extensive landscaping, including green roofing, vegetated walls on two facades along extended balconies, and significant public space plantings at street level. Efforts to maximize sustainability are demonstrated through the provision of at least 0.2 Green Area Ratio ("GAR") calculation, where there is none provided currently or required for the Project under the Zoning Regulations, and a commitment from the Applicant to satisfy Gold certification level under the LEED (2009) criteria.

#### **Development Incentives and Flexibility Requested**

39. The Applicant requests the flexibility from the C-4 requirements to provide fewer parking spaces within the Property than required pursuant to § 2101 of the Zoning Regulations. The Applicant is proposing no additions to the current parking operations for the building, which include a significant number of parking spaces provided in vault space, as was approved by the Commission for the Approved PUD. The overall number of vehicle spaces provided, 230 spaces, exceeds the 180 spaces that would currently be required for the renovated Project; however, only 115 of the 230 spaces provided are located within the Property. For this reason, the Applicant requests flexibility from the technical requirements of § 2101.
40. The Applicant seeks the following design flexibility with respect to the approved plans:
- a. To vary the location and design of all interior components, including partitions, structural slabs, doors, hallways, columns, stairways, and mechanical rooms, provided that the variations do not change the exterior configuration of the buildings;
  - b. To vary the final selection of the exterior materials within the color ranges of the material types proposed, based on availability at the time of construction without reducing the quality of materials, including flexibility regarding final selection of material and glass assembly, frit pattern, location and color to meet manufacturer requirements and to achieve the design intent of renderings and elevations provided in the Final Plans;
  - c. To make minor refinements to exterior details and dimensions, including belt courses, sills, bases, cornices, railings and trim, or any other changes to comply

with the District of Columbia Building Code or that are otherwise necessary to obtain a final building permit;

- d. To make minor refinements and modifications to building elevations to accommodate tenant layout, entry and signage requirements;
- e. To vary the sustainable design features of the building, provided the total number of LEED points achievable for the project is not below 60 points under the LEED-Gold rating standards (2009);
- f. To vary the final selection of landscaping and vegetation types, including vines for the vegetated walls, as proposed in the Final Plans, based upon availability at the time of construction and selection criteria provided in the Final Plans; and
- g. To vary the final design and selection of landscaping, hardscaping, street furniture and art installations in public space pursuant to final approval of the D.C. Public Space Committee and DDOT.

#### **Public Benefits and Project Amenities**

41. The Commission finds that this application to modify the PUD Approval will achieve the goals of the PUD process by providing exceptional public benefits and project amenities:

- a. *Urban Design and Architecture.* The Project architects have dramatically redesigned the existing building to transform the current moribund condition into a vibrant, engaging new design. The building will have a highly articulated façade, with multi-story vegetated screens on two façades, low-iron glass, and high-performance coated metal and veneer stone panels. The Applicant has committed to pursuing LEED-Gold certification for the renovation. The renovation project also includes a significant amount of landscaping and new streetscape enhancements, such as new street trees planted as allees along Massachusetts (in replacement of a current lay-by lane) and New Jersey Avenues, as well as low impact development (“LID”) planters; special paving; pedestrian-oriented street furniture, public art, bicycle racks, and street lights; green balconies and an extensive green roof; and outdoor terraces on multiple building levels;
- b. *Site Planning and Efficient Land Utilization.* The Applicant's proposal to renovate and redesign the Approved PUD likewise constitutes a significant urban design benefit. The Applicant proposes to wrap the existing building with a new façade that will connect the interior and exterior of the building, provide appropriate terraces and roof deck space for office use, and significantly improve the building's massing and appearance from the street. The Applicant will rearrange the existing ground floor layout so that the office lobby is the focal point at the corner of Massachusetts Avenue and 2<sup>nd</sup> Street, which will significantly activate the street and enhance the pedestrian experience. As a result of the distinctive and

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iconic sculptural form established as part of the redesign, the upper floors of the building will provide a flexible and engaging office layout designed to maximize views in all directions. The ground level of the Project will also be designed to include clear ceiling heights up to 14 feet in height in an effort to attract retail uses to the historically pedestrian-challenged Property;

- c. *Effective and Safe Vehicular and Pedestrian Access and Transportation Management.* The Applicant has demonstrated that the Project will operate in an efficient and safe manner as a result of a number of initiatives that will be executed, all designed to promote effective and safe vehicular, pedestrian, and bicycle movements, through appropriate transportation demand management ("TDM") measures and convenient connections to public transportation services. The Applicant will maintain the existing location for vehicular entry on H Street, and will continue to provide adequate facilities for on-site loading, also accessed from H Street. Further, the Applicant will establish a loading management plan in coordination with DDOT;
- d. *Employment and Training Opportunities.* The Applicant has agreed to enter into a First Source Employment Agreement with the District's Department of Employment Services ("DOES") in order to achieve the goal of utilizing District of Columbia residents for a significant percentage of the jobs created by the Project;
- e. *Environmental Benefits.* The Applicant will ensure environmental, economic, and social sustainability through a variety of sustainable design features and strategies that will enhance the already sustainable nature of the Property's location. The PUD modification will incorporate street tree planting and maintenance, water efficient landscaping, green terraces and a green roof, methods to reduce water use, renewable energy and energy efficient sources, low-emitting materials, and will reuse the existing building materials by maintaining existing walls and floors, such that material use will be limited. The Applicant has committed to pursue LEED-Gold certification for the Project.

The Project will also provide at least 0.2 GAR, where none is required under Chapter 34 of the Zoning Regulations, and will include use of natural design techniques that store, filtrate, evaporate, treat, and detain runoff in close proximity to where the runoff is generated. All storm water management will be on-site where all site runoff will be generated. The preliminary storm water management techniques used in private space on this Project include green roof and rainwater harvesting. Bio-retention areas will be used in public space to the maximum extent practicable; and

- f. *Uses of Special Value to the Neighborhood or the District as a Whole.* The Commission finds that the Project provides many valuable benefits to the immediate community as well as to the District of Columbia, including: a

dramatic architectural redesign to enhance this exceptionally high visibility location; provision of a significant public art installation with a financial commitment of \$75,000 from the Applicant and community input into the design; extensive landscape and streetscape improvements, including removal of the lay-by lane along Massachusetts Avenue, planting of new street trees, and creative street furniture; and contribution of \$50,000 to be utilized for much needed enhancements, materials, and new programs at the Northwest One Public Library and R.H. Terrell Recreation Center, which are co-located at 155 L Street, N.W., within the boundaries of ANC 6E and within a few blocks of the Property.

42. The Commission finds that the PUD is acceptable in all proffered categories of public benefits and project amenities, and is superior in public benefits and project amenities relating to urban design and architecture, employment and training opportunities, environmental benefits and uses of special value to the neighborhood. These proffered benefits and amenities are appropriately balanced against the requested development incentives for the Project, namely an increase of approximately 95,400 square feet of non-residential density afforded by the PUD-related rezoning to the C-4 Zone District, and technical flexibility regarding required parking spaces, where no changes to the parking arrangement is proposed by the Applicant to the Approved PUD.

#### **Compliance with Comprehensive Plan**

43. The Commission finds that the proposed modification is consistent with the Future Land Use Map and the Generalized Policy Map and advances the purposes of the Comprehensive Plan and furthers and complies with the major themes and policies in the Citywide and Area Elements in the Comprehensive Plan. With regard to the Future Land Use Map, the Property is identified for high-density commercial uses. The Property also is included in the Land Use Change Area pursuant to the Generalized Policy Map.
44. The proposed C-4 zoning classification is specifically listed as a zone that is consistent with the high-density commercial designation, and is specifically designed to provide retail and office centers in the downtown core for the District and the metropolitan area. The C-4 Zone District permits high-density development and office use as a matter of right, such that the C-4 designation for the Property will permit an appropriate height and density and will allow for redevelopment of the building to move forward. The C-4 designation also is consistent with the C-4 designation granted across Massachusetts Avenue to the Capitol Crossing PUD in Z.C. Order No. 08-34.
45. The proposed rezoning and redevelopment of the Property also is consistent with the policies intended for Land Use Change Areas. The Project will transform the Property through the redevelopment of the existing building with a new and much improved architectural design for a high visibility site that will integrate well with the office, retail, and residential uses in the surrounding area, and draw additional employees and visitors to the existing and future commercial, retail, and service establishments in the area.

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46. The Commission further finds that the Project advances the purposes of the Comprehensive Plan, complies with the guiding principles in the Comprehensive Plan, and furthers a number of the major elements of the Comprehensive Plan, as follows:

a. *Land Use Element.* The Project supports a number of policies established in the Land Use Element, including:

1. *Policy LU-1.1.1: Sustaining a Strong City Center*

The PUD modification is consistent with this policy as it will help provide for the continued vitality of Central Washington as a thriving business, government, retail, financial, hospitality, cultural, and residential center. Moreover, the PUD promotes the continued reinvestment and restoration of a central city building, and will revitalize the streetscape to create a create safe, attractive, and pedestrian-friendly environment;

2. *Policy LU-1.1.3: Central Employment Area ("CEA")*

The PUD modification advances the goal of providing the greatest concentration of the city's private office development and higher density land uses in the CEA;

3. *Policy LU-1.1.5: Urban Mixed Use Neighborhoods*

The Project furthers the goal of providing new central city mixed-use neighborhoods that combine high-density residential, office, retail, cultural, and open space uses, particularly in the Mount Vernon Triangle neighborhood. The building and surrounding streetscape will help develop the area as an attractive, pedestrian-oriented neighborhood with high-quality architecture and public spaces;

4. *Policy LU-1.3 Transit-Oriented and Corridor Development*

The PUD modification exemplifies the principles of transit-oriented development. The Property is located within convenient walking distance of multiple Metrorail Stations and Metrobus routes. The location of the project will minimize the necessity of automobile use and will maximize transit ridership while respecting the character and needs of the surrounding area. More specifically, the project is consistent with *Policy LU-1.3.5*, which encourages development adjacent to Metrorail stations to be planned and designed to respect the character, scale, and integrity of adjacent neighborhoods;

5. *Policy LU-2.1.4: Rehabilitation Before Demolition*

The Project fulfills the goal of rehabilitating and adaptively reusing existing buildings rather than demolishing them;

6. *Policy LU-2.2.4: Neighborhood Beautification.*

This policy encourages projects to improve the visual quality of the District's neighborhoods. The project architects have designed the building to dramatically enhance the overall visual aesthetic of the neighborhood by incorporating streetscape, landscaping and tree planting, substantial façade improvements, and installation of public art. These enhancements will be a major improvement to the current site condition and will greatly enhance the views of the Property;

7. *Policy LU-2.3.2: Mitigation of Commercial Development Impacts*

The Project will be managed so that it will not result in unreasonable or unexpected traffic, parking, litter, shadow, view obstruction, odor, noise, or vibration impacts on surrounding residential areas. The building already provides parking and loading operations on-site, with access from the least-trafficked surrounding street (H Street), such that adverse parking and loading impacts will not be created. The project architect has designed the renovated building so that it will not create any significant shadows or obstructions to views; and

8. *Policy LU-2.4.1: Promotion of Commercial Centers*

The PUD modification will help promote the vitality of the District's commercial centers and provide for the continued growth of commercial land uses to meet the needs of District residents, expand employment opportunities for District residents, and sustain the city's role as the center of the Metropolitan area. The newly renovated building will provide an inviting and attractive streetscape and interior office layout, and will support social interaction and ease of access for nearby residents by providing attractive landscaping, street trees, lighting, and pedestrian-oriented street furniture;

b. *Urban Design Element.*

Consistent with *Policies UD-2.2.1: Neighborhood Character and Identity* and *UD-2.2.7: Infill Development*, the Project will strengthen the architectural quality of the immediate neighborhood by relating the Project's scale to the existing context. In addition, the Project includes elegant, visually interesting, and well-designed building façades that eschew monolithic or box-like forms and long blank walls that detract from the quality of the streetscape; *Policy UD-2.2.5*.

c. *Transportation Element.*

The Applicant's proposal to develop a major new workforce center on the Property will help further several policies and actions of the Transportation Element of the Comprehensive Plan, including:

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1. *Policy T-1.1.4: Transit-Oriented Development*  
The Project is an excellent example of transit-oriented development due to its close proximity to multiple Metrobus routes and Metrorail stations and its location in a mixed-use, highly walkable neighborhood;
  2. *Policy T-1.3.1: Transit-Accessible Employment*  
The Project will support transit-oriented and transit-accessible employment and will maximize the use of major transportation investments, such as the Metrorail, to enhance the overall efficiency of the regional transportation system. The Project will include transportation incentives for employees to reduce vehicle dependence; and
  3. *Policy T-2.3.1: Better Integration of Bicycle and Pedestrian Planning and Action T-2.3-A: Bicycle Facilities*  
Bicycle and pedestrian safety considerations have been carefully integrated into the design of the Project. The project will include convenient and secure bicycle parking on the Property, with dedicated access, and including changing and repair facilities to encourage employees to bike to work;
- d. *Environmental Protection Element.* The Environmental Protection Element addresses the protection, restoration, and management of the District's land, air, water, energy, and biologic resources. This element provides policies and actions on important issues such as energy conservation and air quality. The Project includes extensive landscaping, energy efficiency, and green engineering practices, including a commitment to providing sustainability measures and features within the Project satisfying LEED-Gold (2009). This element promotes specific environmental policies, including the following:
1. Encouraging the planting and maintenance of street trees in all parts of the city. *Policy E-1.1.1;*
  2. Encouraging the use of landscaping to beautify the city, enhance streets and public spaces, reduce storm water runoff, and create a stronger sense of character and identity. *Policy E-1.1.3;*
  3. Promoting the efficient use of energy, additional use of renewable energy, and a reduction of unnecessary energy expenses. *Policy E-2.2.1;* and
  4. Promoting tree planting and landscaping to reduce storm water runoff, including the use of green roofs in new construction. *Policy E-3.1.2;* and
- e. *Central Washington Area Element.*  
The Property is located within the boundaries of the Central Washington Area Element. Consistent with the policies in this area element, the Project will:

1. Help to strengthen Central Washington as a dynamic employment center and a vibrant urban neighborhood, with new office space that helps the city remain attractive, exciting, and economically productive. *Policy CW-1.1.1: Promoting Mixed Use Development;*
2. Help to retain Central Washington as the premier office location in the Greater Washington region, and help to provide a range of office space to meet the needs of high-end, mid-range, and low-end office space users. *Policy CW-1.1.2: Central Washington Office Growth;*
3. Promote active street life, particularly through its high-quality and distinctive architectural design, creating multiple ground-floor entrances to increase activity, providing streetscape improvements to make the street more comfortable and attractive, and the potential through 14-foot ceiling heights of providing active ground-floor uses. *Policy CW-1.1.13: Creating Active Street Life and Public Spaces;*
4. Improve the street segments surrounding the Property for pedestrian use. *Policy CW-1.1.17: Making Central Washington's Streets More Pedestrian-Friendly;* and
5. Create a dynamic and well-lit gateway along Massachusetts Avenue. *Policy CW-2.4.2: Emphasizing the Avenues and Visual Axes.*

### **Office of Planning**

47. Through its Setdown Report dated June 30, 2016, and its Public Hearing Report dated December 9, 2016, and through testimony presented at the public hearing, OP expressed its support for the proposed modification of the approved PUD and related Zoning Map amendment to C-4 for the Property. (Ex. 12, 24.)
48. In its Setdown Report, OP noted that a PUD with a related map amendment is the most appropriate vehicle for furthering Comprehensive Plan policies favoring increased downtown employment, efficient land utilization near transit, providing a mix of uses, and improving existing sustainability benchmarks. The amended PUD will allow for the construction of three new floors, the rationalization of several of the existing floors by filling in terraces, new building skin and an improved ground floor treatment. The repositioning of the building would give greater articulation to what are now monotonous facades, provide extensive landscaping and artwork in both public and private space, increase ground-floor heights for retail spaces, and significantly improve the visual appeal of a building that is widely regarded as one of the least attractive structures in the District. The combination of façade indentations within private space and projections into public space add interest to the design.



49. In its Setdown Report, OP noted that the proposed PUD modification is also not inconsistent with the Comprehensive Plan's written elements. The guiding principles in the Framework Element stress the importance of redevelopment that encourages additional employment near transit stations and strengthening downtown as a regional employment center. The renovated building's projected LEED-Gold eligibility would be consistent with the Plan's goal of making the District a role model for environmental sustainability. The renovation of the existing office building would be supportive of numerous policies in the Elements covering Land Use, Economic Development, Transportation, Environmental Protection, Urban Design, and the Central Washington Area Element.
50. In its Setdown Report, OP noted that the Generalized Policy Map shows the location as a land use change area. Adding height and density and potentially additional uses to the existing PUD would not be inconsistent with this designation.
51. In its Setdown Report, OP noted that neither the existing zone nor the requested PUD related zone has either a residential requirement or an affordable housing requirement. The Project would contain only non-residential uses.
52. In its Setdown Report, OP noted that the Project's clearest public benefit would be the thorough redesign of the existing building. Other benefits and amenities would include: LEED-Gold; 12,000 square feet of green roof; landscaping in and adjacent to public space on all sides of the site, with the design being coordinated with nearby developments to provide continuity of public space landscape treatments among the Capitol Crossing PUD, the re-designed Cobb Park, a proposed addition to the AIPAC building on H Street, and the recently awarded project on District-owned land on the north side of H Street between 2<sup>nd</sup> Street and New Jersey Avenue; increased ground-floor ceiling heights to improve retail space flexibility; First Source Employment Agreement; public art installations; and additional items to be submitted after consultation with ANC 6E. OP informed the Applicant that additional information and specifics were needed prior to the public hearing, which the Applicant subsequently provided to the record. (Ex. 26.)
53. In its Public Hearing Report, OP recommended approval of the Applications upon provision by the Applicant of certain additional information regarding a signage plan for retail and building signage and confirmation that courts created by the Project conform to Zoning Regulations, which information was provided by the Applicant. (Ex. 24, 26, 31.)
54. In its Public Hearing Report, OP reaffirmed its position that the proposed PUD-related rezoning to C-4 would be not inconsistent with the Comprehensive Plan, would not be inconsistent with zoning in the general area, and would not result in a building of a scale or density that is inconsistent with existing or potential area development.
55. In its Public Hearing Report, OP noted that the PUD standards state that the "impact of the project on the surrounding area and upon the operations of city services and facilities

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shall not 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” (§ 2403.3), and further noted that the Property is already developed with a high density office building and that the proposed addition would both improve the form and function of the building, and expand its size, concluding that the Project is in keeping with development intensity and density anticipated by the Comprehensive Plan.

56. On January 23, 2016, OP submitted a supplemental report expressed concerns over how the Applicant proposed to satisfy the housing linkage requirement of 11 DCMR § 2404, but later agreed with the Applicant that no such requirement was triggered by this PUD. (Ex. 33.)

### **Department of Transportation**

57. By memorandum dated December 9, 2016, and through testimony presented at the public hearing, DDOT indicated no objection to the Applications, with certain conditions. (Ex. 25.)
58. DDOT indicated that the Applicant coordinated with DDOT in the development of the TIS and study scope as well as the Applicant's loading management plan, and DDOT confirmed that the Applicant's methodology for evaluating existing and future traffic conditions is consistent with DDOT protocols. DDOT noted that the project site is well served by mass transit facilities and located 0.4 miles west of Union Station Metrorail Station, 0.5 miles east of the Gallery Place/Chinatown Metrorail Station, and is also served by six Metrobus routes and the DC Circulator bus running from Georgetown to Union Station.
59. DDOT indicated that it had worked with the Applicant to establish a TDM program for the Project, including the following commitments: designation of a transportation coordinator; commitment that all parking on site will be priced at market rates at minimum, defined as the average cost for parking in a 0.25 mile radius from the site; installation of Transportation Information Center Displays (electronic screens) within the office lobby, containing information related to local transportation alternatives; exceed zoning requirements to provide bicycle parking/storage facilities at the Project, including secure parking located within the building and a minimum of 14 short-term bicycle parking around the perimeter of the site (in the form of seven bicycle racks); provision of a bicycle repair station to be located within the bicycle storage room; provision of showers and changing facilities adjacent to the bicycle storage room; and agreement to fund the installation and first year's operation and maintenance of a new Capital Bikeshare station to be located either adjacent to or in the vicinity of the site or provide another DDOT-approved TDM measure of an equivalent value.
60. DDOT indicated that the Applicant should work with DDOT to establish a loading management plan, to include a flagger for all trucks accessing the Property due to back-in maneuvers, to which the Applicant agreed.

### ANC 6E

61. The Property is located within the boundaries of ANC 6E. By letter dated June 8, 2016, ANC 6E indicated its unanimous vote of support (7-0-0) for the Applications taken at the regularly scheduled monthly meeting of ANC 6E on June 7, 2016, at which a quorum was present. (Ex. 14I.)
62. In its letter of support, ANC 6E noted that the Applicant proposes to make a contribution in the amount of \$25,000 to the organization established to administer the funds for the benefit of the Northwest One Library and a contribution in the amount of \$25,000 to the organization established to administer funds for the benefit of the R.H. Terrell Recreation Center, which are co-located at 155 L Street, N.W., with the contributions being allocated to equipment and programs that are not currently funded by the DC Public Library or DC Department of Parks and Recreation, said funding to be administered consistent with the requirements of the Zoning Regulations for PUDs. The Applicant confirmed this commitment and provided additional detail regarding the projects and programs to be funded in its prehearing submission dated November 29, 2016. (Ex. 23D.)
63. ANC 6E also noted its support for the Applicant's commitment to include a significant public art installation to be located on the Property along one of its public frontages. The Applicant provided additional detail regarding this commitment in its prehearing submission dated November 29, 2016. (Ex. 23C.)

### ANC 6C

64. The Property is located immediately across Massachusetts Avenue, N.W., from the boundary of ANC 6C. By letter dated November 14, 2016, ANC 6C indicated its unanimous support for the Applications. (Ex. 21.) At its regularly scheduled meeting held on November 9, 2016, ANC 6C voted unanimously (6-0-0), to support the Project with requests to the Applicant for further study and improvements, to include: adding electric-car charging stations to the parking garage; placement of signage at the exit of the parking garage prohibiting left turns onto H Street, N.W., between 7:00 a.m. and 7:00 p.m.; revision to the below-grade plans to add easily accessible ground-floor bike storage; and preparation of a rendering showing the building as it will appear at night, to allow the Commission to better understand the impacts of the fritting on the façade glass.
65. With respect to the recommendations and conditions raised by ANC 6C, the Applicant has agreed to add car-charging stations in the garage, does not oppose the installation of signage prohibiting left turns from the garage between the hours of 7:00 a.m. and 7:00 p.m. per direction from DDOT, has relocated the bicycle parking from the G1 level to the below-grade mezzanine level and has included an additional rendering in its final drawings that shows the Project at night.

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## CONCLUSIONS OF LAW

1. Pursuant to § 2400.1 of the Zoning Regulations, the PUD process is designed to encourage high-quality development that provides public benefits. The overall goal of the PUD process is to permit flexibility of development and other incentives, provided that a PUD project "offers a commendable number or quality of public benefits, and that it protects and advances the public health, safety, welfare, and convenience." (11 DCMR § 2400.2.)
2. The objective of the PUD process is to encourage high quality development that provides public benefits and project amenities by allowing applicants greater flexibility in planning and design than may be possible under conventional zoning procedures. Subsection 2403.9 of the Zoning Regulations provides categories of public benefits and project amenities for review by the Commission. In approving a PUD, the Commission must determine that the impact of a PUD on the surrounding area and on the operation of city services and facilities is either not unacceptable, but is either favorable, capable of being mitigated, or acceptable given the quality of public benefits provided by said project. (11 DCMR §2403.3.)
3. The overall PUD, including as modified by the Applications, meets the minimum area requirements of § 2401.1 of the Zoning Regulations.
4. The development of the PUD, as modified by the Applications, carries out the purposes of Chapter 24 of the Zoning Regulations to encourage well planned developments which will offer a variety of building types with more attractive and efficient overall planning and design, not achievable under matter-of-right development.
5. The PUD's benefits and amenities are reasonable for the development proposed on the Property. The impact of the PUD on the surrounding area is not unacceptable, but is capable of being mitigated. Accordingly, the Applications should be approved. Appropriate conditions ensuring that Applicant will comply with and provide adequate mitigations are included in this Order.
6. Evaluating the PUD modification according to the standards set forth in § 2403 of the Zoning Regulations, the Commission concludes that the Applications qualify for approval. Judging, balancing, and reconciling the relative value of amenities and benefits in the Applications against the nature of the Applicant's request and any potential adverse effects, the Commission is persuaded that the proposed public benefits herein, in conjunction with the amenities discussed above, are appropriate in this case.
7. Approval of this PUD modification and change of zoning is not inconsistent with the Comprehensive Plan.

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8. Approval of this PUD modification and change of zoning is not inconsistent with the purposes and objectives of zoning as set forth in the Zoning Enabling Act, D.C. Official Code § 6-641.02, including as follows:
  - a. The proposed rezoning is not inconsistent with the Comprehensive Plan;
  - b. The proposed rezoning will not produce objectionable traffic conditions; and
  - c. The proposed rezoning will not lead to the undue concentration of population and the overcrowding of land.
9. Approval of this PUD modification will promote the general welfare and tend to create conditions favorable to health, safety, transportation, prosperity, protection of property, and civic activity.
10. The Applications can be approved with conditions to ensure that any potential adverse effects on the surrounding area from the development will be mitigated.
11. The Commission may impose development conditions, guidelines, and standards which may exceed or be less than the matter-of-right standards identified for height, building density, lot occupancy, parking and loading, or for yards and courts. The Commission may also approve uses that would otherwise require approval by the Board of Zoning Adjustment.
12. The Commission is required under § 13(d) of the Advisory Neighborhood Commissions Act of 1975, effective March 26, 1976 (D.C. Law 1-21; D.C. Official Code § 1-309.10(d)) to give great weight to the affected ANC's recommendations. Both ANC 6E and ANC 6C unanimously recommended approval of the Applications and offered recommendations and refinements to the Applications which the Applicant has addressed. The Commission finds the views of ANC 6E and ANC 6C to be persuasive.
13. The Commission is required under § 5 of the Office of Zoning Independence Act of 1990, effective September 20, 1990 (D.C. Law 8-163; D.C. Official Code § 6-623.04 (2001)), to give great weight to OP recommendations. OP recommended approval of the Project, provided that the Applicant provided additional information regarding a signage plan for retail and building signage and confirmation that courts created by the Project conform to Zoning Regulations, which information was provided by the Applicant. OP subsequently submitted a report expressing concerns over how the Applicant proposed to satisfy the housing linkage requirement of 11 DCMR § 2404 but later agreed with the Applicant that no such requirement existed for this PUD under that provision. The Commission considered the OP reports and testimony at the public hearing and finds its recommendation to grant the applications persuasive. Accordingly, the Commission has accorded the OP recommendation great weight.



14. The Applications for a PUD modification and Zoning Map amendment will promote the orderly development of the Property in conformity with the entirety of the District of Columbia zone plan as embodied in the Zoning Regulations and Map of the District of Columbia.
15. The Applications for a PUD modification and Zoning Map amendment are subject to compliance with D.C. Law 2-38, the Human Rights Act of 1977.

### **DECISION**

In consideration of the Findings of Fact and Conclusions of Law contained in this order, the Zoning Commission for the District of Columbia **ORDERS APPROVAL** of the Applications for modification to an approved Planned Unit Development and for a PUD-related Zoning Map amendment from C-3-C to C-4 for Lot 16 in Square 563. This approval is subject to the following guidelines, conditions and standards:

#### **A. Project Development**

1. The Project shall be developed in accordance with the final plans dated November 22, 2016, and submitted to the Commission on November 29, 2016, as amended by the building signage diagrams (Sheets 16-19, 68-70) submitted on February 13, 2017, (collectively, "Final Plans"), and the guidelines, conditions and standards herein. (Ex. 23A, 39.) These Final Plans incorporate comments received from the Commission and supersede all earlier Project drawings included in the record.
2. The Project shall be an office building measuring approximately 130 feet in height, with a building density of not more than 9.2 FAR. The building indentations, recesses and decorative architectural treatments provided along Massachusetts Avenue, 2<sup>nd</sup> Street, and New Jersey Avenue shall be classified as court niches.
3. The Applicant is granted flexibility with the design of the Project to provide fewer parking spaces within the Property than required pursuant to § 2101 of the Zoning Regulations such that the 230 spaces currently provided in the Approved PUD and adjacent vault space remain. The Applicant is proposing no additions to the current parking operations for the building, which include a significant number of parking spaces provided in vault space, as was approved by the Commission for the Approved PUD.
4. The Applicant is granted flexibility with the design of the Project to vary the location and design of all interior components, including partitions, structural slabs, doors, hallways, columns, stairways, and mechanical rooms, provided that the variations do not change the exterior configuration of the buildings.

5. The Applicant is granted flexibility with the design of the Project to vary the final selection of the exterior materials within the color ranges of the material types as proposed, based on availability at the time of construction without reducing the quality of materials, including flexibility regarding final selection of material and glass assembly, frit pattern, location and color to meet manufacturer requirements and to achieve the design intent of renderings and elevations provided in Final Plans.
6. The Applicant is granted flexibility with the design of the Project to make minor refinements to exterior details and dimensions, including belt courses, sills, bases, cornices, railings and trim provided that the changes do not result in changes to the exterior configuration of the building.
7. The Applicant is granted flexibility with the design of the Project to make minor refinements and modifications to building elevations to accommodate tenant layout, entry and signage requirements, provided that the changes do not result in changes to the exterior configuration of the building.
8. The Applicant is granted flexibility with the design of the Project to vary the sustainable design features of the Project, provided the total number of LEED points achievable for the Project is not below 60 points under the LEED-Gold rating standards (2009).
9. The Applicant is granted flexibility with the design of the Project to vary the final selection of landscaping and vegetation types, including vines for the vegetated walls, as proposed in the Final Plans, based upon availability at the time of construction and selection criteria provided in the Final Plans.
10. The Applicant is granted flexibility with the design of the Project to vary the final design and selection of landscaping, hardscaping, street furniture and art installations in public space pursuant to final approval of the D.C. Public Space Committee and DDOT.

**B. Public Benefits and Project Amenities**

1. **Prior to issuance of a full building Certificate of Occupancy**, the Applicant shall demonstrate to the Zoning Administrator that it has:
  - a. Provided street tree planting and maintenance, water efficient landscaping, green terraces and a green roof, methods to reduce water use, renewable energy and energy efficient sources, and low-emitting materials, consistent with Sheets 43-66 of the Plans; (Ex. 23A.)
  - b. Registered the Project with the USGBC to commence the LEED certification process under the USGBC's LEED-2009 rating system. **Prior**

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to the issuance of a Certificate of Occupancy, the Applicant shall also furnish a copy of its LEED certification application submitted to the USGBC to the Zoning Administrator. The application shall indicate that the building has been designed to include at least the minimum number of points necessary to achieve LEED-Gold certification under the USGBC's LEED 2009 standards; and

- c. Provided evidence that the Project will achieve at least 0.2 GAR.
2. **Prior to the issuance of a full building Certificate of Occupancy for the Project**, the Applicant shall demonstrate that it has entered into a First Source Employment Agreement with DOES whereby the Applicant commits to work through DOES to ensure that at least 51% of any new hires created by the project shall be District of Columbia residents.
3. **Prior to the issuance of a full building Certificate of Occupancy for the Project**, the Applicant shall demonstrate that it has provided financial support in the amount of \$25,000 to the Northwest One Public Library and \$25,000 to the R.H. Terrell Recreation Center consistent with the scope of programs and activities (although not necessarily all of the listed items). (Ex. 23D.) To that end, the Applicant will provide funding in the amount of \$25,000 to the Friends of Northwest One Public Library (or other-named not-for-profit entity organized to administer said funds) to be utilized as provided in the record. (Ex. 23D.) The Applicant also will provide funding in the amount of \$25,000 to the Friends of R.H. Terrell Recreation Center (or other-named not-for-profit entity organized to administer said funds) to be utilized as provided in the record. (Ex. 23D.) A final certificate of occupancy for the Project shall not be issued before the Applicant provides proof to the Zoning Administrator that the items or services funded through these organizations have been provided or are in process of being provided, pursuant to 11-X DCMR § 305.3(d) (2016).
4. **Prior to the issuance of a full building Certificate of Occupancy for the Project**, the Applicant shall demonstrate that to the Zoning Administrator that it has funded \$75,000 of the cost to design, fabricate, and install public art at the PUD site, as that funding is more particularly described in the record. (Ex. 23C.) and that the public art so funded has been installed, or is in the process of being installed. The public art shall be selected in accordance with the process described in the record and shall be of scale consistent with the examples of public art depicted in the record. (Ex. 31B.)

C. **Traffic Mitigation**

1. **Prior to the issuance of the full building certificate of occupancy for the Project**, the Applicant shall establish, and **for the duration of the Project**, the

Applicant shall implement a transportation demand management plan that includes the following components:

- a. Designate a transportation coordinator;
  - b. All parking on site will be priced at market rates at minimum, defined as the average cost for parking in a 0.25-mile radius from the site;
  - c. Install a Transportation Information Center Displays (electronic screens) within the office lobby, containing information related to local transportation alternatives;
  - d. Exceed the zoning requirements to provide bicycle parking/storage facilities at the Project, including secure parking located within the building and a minimum of 14 short-term bicycle parking around the perimeter of the site (in the form of seven bicycle racks);
  - e. A bicycle repair station to be located within the bicycle storage room; and
  - f. Showers and changing facilities adjacent to the bicycle storage room.
2. **Prior to the issuance of the full building certificate of occupancy for the Project**, the Applicant shall provide evidence to the Zoning Administrator that it has:
- a. Entered into an agreement to fund the installation and first year's operation and maintenance of a new Capital Bikeshare station to be located either adjacent to or in the vicinity of the site; or
  - b. Provided an alternative TDM measure that DDOT certifies is of equivalent value.
3. **Prior to the issuance of the full building certificate of occupancy for the Project**, the Applicant shall establish and **for the duration of the Project**, the Applicant shall implement a loading management plan that is approved by DDOT and includes a flagger for all trucks accessing the property due to back in maneuvers.
4. **Prior to the issuance of a full building Certificate of Occupancy for the Project**, the Applicant shall demonstrate to the Zoning Administrator that it has provided four electric car charging stations within the parking garage.

**D. Miscellaneous**

1. No building permit shall be issued for the Project until the Applicant has recorded a Notice of PUD Modification in the Land Records of the District of Columbia

THIS DOCUMENT IS A TRUE COPY  
Jada Williams  
Recorder of Deeds, D.C. JUL 20 2017

2. The Zoning Map Amendment referenced herein shall become effective only upon the recordation of said Notice.
3. The modification approved by the Commission shall be valid for a period of two years from the effective date of this Order. Within such time, an application must be filed for a building permit as specified in § 2409.1 of the Zoning Regulations. Construction of the Project shall begin within three years of the effective date of this Order.
4. Pursuant to the Human Rights Act of 1977, D.C. Official Code Ann. § 2-1402.67, the Applicant is required to comply fully with the provisions of the Act, and this Order is conditioned up full compliance with those provisions. Nothing in this Order shall be understood to require the Zoning Division of DCRA to approve permits if the Applicant fails to comply with any provision of the Human Rights Act.

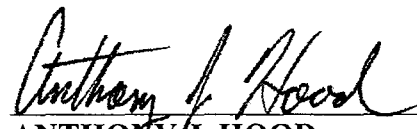
On December 19, 2016, upon the motion of Chairman Hood, as seconded by Vice Chairman Miller, the Zoning Commission took **PROPOSED ACTION** to **APPROVE** the Applications at the conclusion of its public hearing by a vote of **5-0-0** (Anthony J. Hood, Robert E. Miller, Peter A. Shapiro, Peter G. May, and Michael G. Turnbull to approve).


On February 27, 2017, upon the motion of Chairman Hood, as seconded by Vice Chairman Miller, the Zoning Commission took **FINAL ACTION** to **APPROVE** the Applications at their public meeting by a vote of **5-0-0** (Anthony J. Hood, Robert E. Miller, Peter G. May, and Michael G. Turnbull to approve; Peter A. Shapiro to approve by absentee ballot).

In accordance with the provisions of 11-Z DCMR § 604.9, this Order shall become final and effective upon publication in the *D.C. Register*; that is on May 12, 2017.

**BY THE ORDER OF THE D.C. ZONING COMMISSION**

A majority of the Commission members approved the issuance of this Order.

  
ANTHONY J. HOOD  
CHAIRMAN  
ZONING COMMISSION

  
SARA A. BARDIN  
DIRECTOR  
OFFICE OF ZONING

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