

Holland & Knight

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2011 APR 18 AM 11:32

Christine Moseley Shiker
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christine.shiker@hklaw.com

April 18, 2011

VIA HAND DELIVERY

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

Re: Application for a First-Stage Planned Unit Development, a Consolidated Planned Unit Development and a Zoning Map Amendment
Return to L'Enfant PUD (Center Leg Freeway) – Northwest, Washington,
Supplemental Post-Hearing Submission - Zoning Commission Case No. 08-34

Dear Members of the Commission:

On behalf of the Applicant in the above-referenced case, enclosed please find twenty copies of the Procedural Order Submission required to be filed by the Procedural Order dated April 11, 2011. This Procedural Order Submission confirms that the Summary of Public Benefits and Project Amenities attached as Tab C to the Applicant's Supplemental Post-Hearing Submission, in the record at Exhibit 56 contains all of the public benefits and project amenities being provided in the above-referenced PUD application. This Procedural Order Submission also includes a chart indicating the proposed draft condition for each proffered public benefit and project amenity.

As required in that Procedural Order, a copy of this Procedural Submission is being served on the Office of Planning, Office of Attorney General, and Advisory Neighborhood Commission 6C as set forth in the attached Certificate of Service.

ZONING COMMISSION
District of Columbia

CASE NO.

08-34

EXHIBIT NO.

6

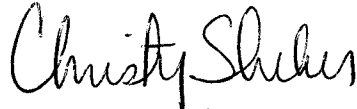
April 18, 2011

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Should the Commission have any questions or need additional information, please do not hesitate to have Office of Zoning staff contact me.

Sincerely,

HOLLAND & KNIGHT LLP



Christine Moseley Shiker

Attachment

cc:	Rob Amos, ANC 6C PZE Chairman	(Via E-Mail; w/att)
	Jennifer Steingasser, Office of Planning	(Via E-Mail; w/att)
	Joel Lawson, Office of Planning	(Via E-Mail; w/att)
	Maxine Brown Roberts, Office of Planning	(Via E-Mail; w/att)
	Paul Goldstein, Office of Planning	(Via E-Mail; w/att)
	Jacob Ritting, Office of Attorney General	(Via E-Mail; w/att)

PROOF OF SERVICE

I hereby certify that on April 18, 2011, a copy of this Procedural Order Submission was served on the following in accordance with the Procedural Order dated April 11, 2011:

Office of Planning

Via Hand Delivery

Attn: Jennifer Steingasser

1100 4th Street, SW

Suite E650

Washington, DC 20024

Office of Attorney General

Via Hand Delivery

Attn: Jacob Ritting

1100 15th Street, NW

Suite 800

Washington, DC 20005

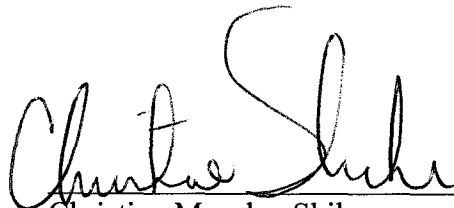
Advisory Neighborhood Commission 6C

Via Hand Delivery

c/o Karen Wirt, Chairman

234 E Street, NE

Washington, DC 20002



Christine Moseley Shiker

Procedural Order Submission
Zoning Commission Case No. 08-34
April 18, 2011

<p style="text-align: center;"><u>Public Benefits and Project Amenities</u> <i>as set forth in the Summary dated March 25, 2011, and in the record at <u>Exhibit 56</u></i></p>	<p style="text-align: center;"><u>Draft Condition</u> <i>See attached proposed Decision section of draft order</i></p>
<p><u>Construction of Platform over the Center Leg Freeway and Re-Opening of F and G Streets, N.W.</u> <i>Section 2403.9(b): Site Planning, and efficient and economical land utilization</i></p> <ul style="list-style-type: none"> • F Street, originally a major east-west thoroughfare in the L'Enfant Plan, will be re-opened as a through street to vehicular and pedestrian traffic, with a width of 100 feet to match the existing right-of-way to the east and west. The streetscape design of F Street includes tree-lined sidewalks of precast concrete pavers with continuous pedestrian zones, a variety of plantings, bicycle stations, retail on each edge and streetlights. Traffic-calming street designs will promote pedestrian activities and allow for periodic closing of the street to vehicular traffic on weekends. • G Street will be re-opened to pedestrian and bicycle traffic, and will be designed as a landscaped area having a width of 90 feet. G Street will become an active, mixed-use pedestrian thoroughfare flanked by retail, office, and residential uses as well as a cutting edge technology incubator. • Creation of three new city blocks over what is now an active highway will re-knit the East End of downtown Washington with Capitol Hill. • Improvement to the existing interstate highway and the local transportation 	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition B-16:</u></p> <p><u>Upon completion of construction of the platform and base infrastructure and upon acceptance by the District Department of Transportation,</u> the Applicant shall re-open F and G Streets and the streetscape surrounding the Site, as shown on the Final Consolidated PUD Plans, subject to final approval by the Public Space Division of District Department of Transportation, as required.</p>

<p>system, including increasing intersection capacity and pedestrian convenience and safety along Massachusetts Avenue, F Street, G Street, 2nd Street and 3rd Street.</p> <ul style="list-style-type: none"> • The full cost of the platform, including F and G Street bridges, is estimated to be in excess of \$200 million, not including the costs of site acquisition and approvals. Of this amount, approximately \$10 million is associated with the platform created for F and G Streets. • The platform and the streets will be constructed first. The streets will be opened in sequence (starting from the north to the south) at the completion of construction of the Platform and DDOT's acceptance of the streets. 	
<p><u>Environmental Benefits</u> <i>Section 2403.9(h): Environmental Benefits</i></p> <ul style="list-style-type: none"> • Cutting-edge sustainable design that will set a new standard for urban infill and air rights development projects. The Applicant is working with the US Green Building Council to specifically develop a program for these types of developments, with a focus on improving existing air and water quality issues at the Site. • Water collection and re-use system, such that all rainwater and ground water entering the site will be captured, processed and re-used throughout the buildings on site. It would also be possible to accommodate storm water run-off from adjacent sites. • The development of an electrical co-generation plant that will have the ability to service not only this development, but also approximately 5-8 million square feet of nearby, existing development. • Eco-chimneys to provide for air filtration 	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition A-2:</u></p> <p>The North Block and Consolidated PUD shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final Consolidated PUD Plans"), as modified by the guidelines, conditions and standards herein.</p> <p><u>Condition B-12:</u></p> <p><u>The Applicant shall submit with its building permit application</u> a checklist evidencing that the portion of the project for which the permit is submitted has been designed to meet USGBC LEED Platinum standard for the core and shell of the office buildings or LEED Gold</p>

<p>from the below-grade parking garage and service corridor.</p> <ul style="list-style-type: none"> • Green roofs on every building in the development to reduce the heat island affect and mitigate storm water run-off. • A USGBC LEED Platinum standard for the core and shell of the office buildings and LEED Gold for the residential building. • The environmental benefits will be delivered at each phase of the development of the project and will be implemented through each stage of vertical development. 	<p>standard for the residential building.</p> <p><u>Condition B-18:</u></p> <p><u>Within 180 days following the issuance of a final certificate of occupancy for the core and shell of the North Block building,</u> the Applicant shall submit all required paperwork to USGBC to apply for USGBC Platinum certification for the core and shell of the North Block and provide a copy to the Zoning Administrator.</p>
<p><u>Housing and Affordable Housing</u> <i>Section 2403.9(f): Housing and affordable housing</i></p> <ul style="list-style-type: none"> • Residential building with approximately 180,000 square feet of gross floor area (approximately 150 units). • Minimum of 50 units set aside for affordable housing. • Affordable housing will be affordable to individuals earning no more than 80% of the AMI within the District of Columbia and paying no more than 30% of the family's household income for rent or housing ownership costs. Affordable restrictions will remain for a period of forty years from the date that the first unit in the residential building is occupied. • Housing and affordable housing will be delivered following completion of the Residential Building, which is included within the First-Stage PUD application at this time. 	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition B-21:</u></p> <p><u>For a period of forty years from the date that the first unit in the residential building is occupied,</u> the Applicant shall provide a minimum of fifty residential units set aside for affordable housing for individuals earning no more than 80% of the Metropolitan Statistical Area median and paying no more than 30% of the family's household income for rent or housing ownership costs.</p>
<p><u>Historic Preservation for the Historic Adas Israel Synagogue</u> <i>Section 2403.9(d): Historic preservation of</i></p>	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed</p>

<p><i>private or public structures, places, or parks</i></p> <ul style="list-style-type: none"> • Relocation of the historic Adas Israel Synagogue to the corner of F and 3rd Streets, allowing for superior siting, more appropriate orientation, and enhanced visibility and access. • Provision of a site to accommodate museum space and additional office and supporting space for the Jewish Historical Society in the South Block, with the Applicant contributing a multi-million dollar amount toward the construction of the new JHS facilities. • The Synagogue will be relocated to its newly configured permanent location upon completion of the platform. The museum and office space will be brought forward as a second-stage PUD application by the Jewish Historical Society in accordance with the approved phasing of the project. 	<p>substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition B-17:</u></p> <p><u>Following completion of construction of the platform and base infrastructure,</u> the Applicant shall relocate the historic Adas Israel Synagogue, containing the Jewish Historical Society of Greater Washington's Lillian & Albert Small Jewish Museum, from its current location at the northeast corner of 3rd and G Streets to the southeast corner of 3rd and F Streets.</p> <p><u>Condition B-23:</u></p> <p><u>Following approval by the Zoning Commission in a second-stage PUD application and within the timeframes set forth therein,</u> the Applicant shall provide an area within the South Block to accommodate museum space and additional office and supporting space for the Jewish Historical Society, generally as shown on the Final First-Stage PUD Plans.</p>
<p><u>Holy Rosary Church</u> <i>Section 2403.9(i): Uses of special value to the neighborhood or the District of Columbia as a whole</i></p> <ul style="list-style-type: none"> • Re-construction of the Holy Rosary Church's existing Annex and Rectory, both of which currently sit in the right-of-way of F Street, which will re-establish the original relationship of the Church, the Annex, and the Rectory to the configuration that existed prior to construction of the freeway back in the 1960's. • The Applicant will pay all costs associated 	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition B-24:</u></p> <p><u>Following approval by the Zoning Commission in a second-stage PUD application and within the timeframes set forth therein,</u> the Applicant shall construct new facilities for the Holy Rosary Church within the Center Block,</p>

<p>with the construction of the new Annex and Rectory and will make a series of significant cash contributions to the Church.</p> <ul style="list-style-type: none"> • The re-construction of the Annex and Rectory will be brought forward by the Applicant and Holy Rosary Church as a second-stage PUD application in accordance with the approved phasing of the project. 	<p>generally as shown on the Final First-Stage PUD Plans.</p>
<p><u>Space for Technology Incubators</u> <i>Section 2403.9(i): Uses of special value to the neighborhood or the District of Columbia as a whole</i></p> <ul style="list-style-type: none"> • The Applicant will reserve a minimum of 5,700 square feet of gross floor area to be devoted to space for technology incubators. • The Applicant will agree to rent this space at below-market levels, equal to 50% of the rent charged for the third-floor office space. • The space for technology incubators may be located in any of the ground floor space along G Street so long as it totals a minimum of 5,700 square feet, fronts on G Street and is rented at the proposed reduced rent. • The commitment will be in place for 10 years following the issuance of a certificate of occupancy for the North Block. 	<p><u>Condition A-2:</u></p> <p>The North Block and Consolidated PUD shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final Consolidated PUD Plans"), as modified by the guidelines, conditions and standards herein.</p> <p><u>Condition B-22:</u></p> <p><u>For a period of ten years following the issuance of a certificate of occupancy for the North Block,</u> the Applicant shall reserve a minimum of 5,700 square feet of gross floor area in the North Block to be devoted to space for technology incubators. The Applicant shall rent this space at below-market levels, equal to 50% of the average achieved rent charged for the third-floor office space in the North Block or, in the event that the third-floor office space in the North Block is vacant, equal to 50% of the asking rent for the third-floor office space in the North Block. The space for technology incubators may be located in any of the ground floor space along G Street so long as it totals a minimum of 5,700 square feet, fronts on G Street and is rented at the proposed reduced rent.</p>
<p><u>Urban Design, Landscaping and Creation of Open Spaces</u> <i>Section 2403.9(a): Urban design, architecture, landscaping, or creation or</i></p>	<p><u>Condition A-1:</u></p> <p>The Overall Project shall be developed substantially in accordance with the plans</p>

<p><i>preservation of open spaces</i></p> <ul style="list-style-type: none"> • Creation of three new city blocks that will link neighborhoods in the District that have historically been separated by a vast canyon. • Ground floor retail will line the newly created streetscapes, to attract visitors, residents and office workers into a heretofore inaccessible part of the District. • Important public open spaces, including G Street between the North and Center Blocks and the Pedestrian Way located in the North Block. • \$50,000 contribution to Casey Trees to improve the existing park at 2nd and H Streets and Massachusetts Avenue, located immediately to the north of the Site. This contribution is anticipated to fund the creation of a master plan for the park by landscape designers on the Casey Trees' staff in consultation with the Mount Vernon Square Neighborhood Association and the DC Department of Parks and Recreation. The first phase of the improvements under this plan will likely include sidewalks, permeable pavers, benches and additional plantings. It is anticipated that the design and project management fees as well as the first phase of anticipated improvements can be accomplished in significant part by the proposed contribution. This contribution will be made prior to the issuance of a building permit for construction of the platform. 	<p>prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.</p> <p><u>Condition A-2:</u></p> <p>The North Block and Consolidated PUD shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final Consolidated PUD Plans"), as modified by the guidelines, conditions and standards herein.</p> <p><u>Condition B-19:</u></p> <p><u>During the life of the project</u>, the Overall Project shall include a minimum of 62,687 square feet of gross floor area devoted to retail uses generally in the locations shown on the Retail Diagram attached as Sheet ___ of the Final First-Stage PUD Plans. The North Block shall include available ceiling heights as shown on the 1st Floor Plan - Retail Heights - North Block attached as Sheet ___ of the Final Consolidated PUD Plans. In order to encourage retail uses that will maximize activity along Massachusetts Avenue, the Applicant will not locate banks in the retail space fronting on Massachusetts Avenue.</p> <p><u>Condition B-11:</u></p> <p><u>Prior to the issuance of a building permit for construction of the platform</u>, the Applicant shall donate \$50,000 to Casey Trees for improvements to the existing park at 2nd and H Streets and Massachusetts Avenue, located immediately to the north of the Site in accordance with the letter dated December 28, 2010, attached at Tab 10 to the Post-Hearing Submission in the record at <u>Exhibit 47</u>.</p>
<p><u>Transportation Management Measures</u> <i>Section 2403.9(c): Effective and safe vehicular and pedestrian access, transportation</i></p>	<p><u>Condition A-2:</u></p> <p>The North Block and Consolidated PUD shall</p>

<p><i>management measures, connections to public transit service, and other measures to mitigate traffic impacts</i></p> <ul style="list-style-type: none"> • Centralized below-grade loading and parking facilities with limited curb cuts to minimize impacts on pedestrians and vehicles. • Transportation Management Program for all office tenants. • Incorporation of a Capital Bikeshare Station within the project to be paid for by the Applicant. This amenity will be completed prior to the opening of F and G Streets through the project. 	<p>be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final Consolidated PUD Plans"), as modified by the guidelines, conditions and standards herein.</p> <p><u>Condition A-9:</u></p> <p>The Overall Project shall include one 55-foot loading berth with one 200 square foot platform, eight 30-foot loading berths with eight 100 square foot platforms, and four service delivery spaces, all within the below-grade loading facility and with access as shown on the Final Consolidated PUD Plans.</p> <p><u>Condition B-20:</u></p> <p><u>During the life of the project</u>, the Applicant shall provide a Transportation Management Program for all office tenants, as set forth in Supplemental Report to the Transportation Impact Analysis attached at Tab 4 to the Supplemental Prehearing Submission in the record at <u>Exhibit 30</u>.</p> <p><u>Condition B-15:</u></p> <p><u>Prior to the opening of G Street through the project and subject to approval by the Public Space Division of the District Department of Transportation if required</u>, the Applicant shall incorporate a Capital Bikeshare Station to be paid for by the Applicant within the project or the abutting public space.</p>
<p><u>First Source Employment Opportunities and Certified Business Enterprises</u> <i>Section 2403.9(e): Employment and training opportunities</i></p> <ul style="list-style-type: none"> • First Source Employment Agreement under which the Applicant will fill 51% of all new jobs resulting from the construction of 	<p><u>Condition B-13:</u></p> <p><u>During construction of the project</u>, the Applicant shall abide by the First Source Employment Agreement attached at Tab J to the PUD Submission, in the record at <u>Exhibit 4</u>, under which the Applicant has agreed to fill 51% of all new jobs resulting from the</p>

<p>the project with District residents, and will fill 67% of all new apprenticeship positions with District residents.</p> <ul style="list-style-type: none"> • Certified Business Enterprises will represent twenty percent of the developer's equity and development participation in the project. Furthermore, in accordance with the Certified Business Enterprise Utilization and Participation Agreement into which the Applicant has entered, the Applicant will contract with Certified Business Enterprises for at least 35% of the contract dollar volume of the project. • These agreements will apply to each phase of the project. 	<p>construction of the project with District residents and to fill 67% of all new apprenticeship positions with District residents.</p> <p><u>Condition B-14:</u></p> <p>During construction of the project, the Applicant shall abide by an agreement that provides for Certified Business Enterprises to represent twenty percent of the developer's equity and development participation in the project and that provides for the Applicant to contract with Certified Business Enterprises for at least 35% of the contract dollar volume of the project.</p>
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ZONING COMMISSION FOR THE DISTRICT OF COLUMBIA
ZONING COMMISSION ORDER NO. 08-34
Z.C Case No. 08-34
(First-Stage Planned Unit Development, Consolidated Planned Unit Development
and Related Zoning Map Amendment for Center Place Holdings LLC)
May __, 2011

DECISION

In consideration of the Findings of Fact and Conclusions of Law contained in this Order, the Zoning Commission orders **APPROVAL** of the application for a First-Stage PUD and the application for a Consolidated PUD for the following: (a) the entire platform and base infrastructure; (2) the mix of uses, the height and density of each building, and site plan for the Overall Project; (3) the North Block; (4) the construction of all below-grade parking, concourse and service levels; and (5) the landscaping and streetscape design for the Overall Project. The Zoning Commission also orders **APPROVAL** for the related Zoning Map amendment to rezone the Site from HR/C-3-C to C-4. This approval is subject to the following guidelines, conditions, and standards. Whenever compliance is required prior to, on or during a certain time, the timing of the obligation is noted in bold and underlined text.

A. PROJECT DEVELOPMENT

1. The Overall Project shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final First-Stage PUD Plans"), as modified by the guidelines, conditions, and standards herein.
2. The North Block and Consolidated PUD shall be developed substantially in accordance with the plans prepared by SOM, dated May __, 2011, in the record at Exhibit __ (the "Final Consolidated PUD Plans"), as modified by the guidelines, conditions and standards herein.
3. The Consolidated PUD shall include the following elements of the Overall Project: (1) the construction of the entire platform and base infrastructure; (2) the mix of uses, the height and density of each building, and site plan for the Overall Project; (3) the North Block; (4) the construction of all below-grade parking, concourse and service levels; and (5) the proposed landscaping and streetscape design for the Overall Project.
4. The Overall Project shall have an approximate gross floor area of 2,226,625 square feet, or 8.74 FAR based on the Site Area. As shown on the Final First-Stage PUD Plans, the Overall Project shall include approximately 1,910,386 square feet of gross floor area devoted to office uses, a minimum of 62,687 square feet of gross floor area devoted to retail uses, approximately 180,384 square feet of gross floor area devoted to residential uses, and approximately 73,168 square feet of gross floor area devoted to institutional uses related to the Holy Rosary Church and the Jewish Historical Society.

5. The North Block shall have an approximate gross floor area of 957,700 square feet, or 8.91 FAR based on the land area of the North Block. As shown on the Final Consolidated PUD Plans, the North Block shall include approximately 935,636 square feet of gross floor area devoted to office uses and approximately 22,064 square feet of gross floor area devoted to retail uses.
6. The lot occupancy of the Overall Project shall be a maximum of 89% based on the Site Area. The lot occupancy of the North Block shall be a maximum of 84% based on the land area of the North Block.
7. The maximum height of the structures in the Center and South Blocks shall be 130 feet, as shown on the Final First-Stage PUD Plans. The maximum height of the structures in the North Block shall be 130 feet, as shown on the Final Consolidated PUD Plans.
8. The Overall Project shall include approximately 1,146 parking spaces in the below-grade, consolidated parking area, with access as shown on the Final Consolidated PUD Plans.
9. The Overall Project shall include one 55-foot loading berth with one 200 square foot platform, eight 30-foot loading berths with eight 100 square foot platforms, and four service delivery spaces, all within the below-grade loading facility and with access as shown on the Final Consolidated PUD Plans.
10. The Applicant shall have flexibility with the design of the PUD in the following areas:
 - a. To vary the location and design of all interior components, including partitions, structural slabs, doors, hallways, columns, stairways, atria and mechanical rooms, provided that the variations do not change the exterior configuration of the building.
 - b. To make refinements to the garage configuration, including layout, parking spaces and other elements, so long as the total number of parking spaces provided meets the number of spaces required by the PUD approval.
 - c. To vary the final selection of the exterior materials within the color ranges and material types as proposed, based on availability at the time of construction without reducing the quality of materials.
 - d. To vary the location, attributes and general design of the public spaces and streetscapes incorporated in the project to comply with the requirements of and the approval by the District Department of Transportation Public Space Division, including but not limited to the street, sidewalk and roadway widths within the rights-of-way proposed.
 - e. To locate retail entrances in accordance with the needs of the retail tenants and vary the façades as necessary within the general design parameters proposed for the project and to locate retail or service uses where "retail" is

identified and to locate retail, service or office uses where "retail/office" is identified.

- f. To vary components of the project to coordinate or comply with modifications to the I-395 ramp systems resulting from the environmental review process required by the National Environmental Policy Act, including but not limited to modifications to ramp systems and freeway configuration, so long as such changes do not change the exterior configuration of the buildings or modify the site plan for the Overall Project.
- g. To make minor refinements to exterior materials, details and dimensions, including belt courses, sills, bases, cornices, railings, roof, skylight, architectural embellishments and trim, window mullions and spacing, or any other changes to comply with the District of Columbia Building Code or that are necessary to obtain a final building permit or any other applicable approvals.

B. PUBLIC BENEFITS

- 11. **Prior to the issuance of a building permit for construction of the platform**, the Applicant shall donate \$50,000 to Casey Trees for improvements to the existing park at 2nd and H Streets and Massachusetts Avenue, located immediately to the north of the Site in accordance with the letter dated December 28, 2010, attached at Tab 10 to the Post-Hearing Submission in the record at Exhibit 47.
- 12. **The Applicant shall submit with its building permit application** a checklist evidencing that the portion of the project for which the permit is submitted has been designed to meet USGBC LEED Platinum standard for the core and shell of the office buildings or LEED Gold standard for the residential building.
- 13. **During construction of the project**, the Applicant shall abide by the First Source Employment Agreement attached at Tab J to the PUD Submission, in the record at Exhibit 4, under which the Applicant has agreed to fill 51% of all new jobs resulting from the construction of the project with District residents and to fill 67% of all new apprenticeship positions with District residents.
- 14. **During construction of the project**, the Applicant shall abide by an agreement that provides for Certified Business Enterprises to represent twenty percent of the developer's equity and development participation in the project and that provides for the Applicant to contract with Certified Business Enterprises for at least 35% of the contract dollar volume of the project.
- 15. **Prior to the opening of G Street through the project and subject to approval by the Public Space Division of the District Department of Transportation if required**, the Applicant shall incorporate a Capital Bikeshare Station to be paid for by the Applicant within the project or the abutting public space.

16. **Upon completion of construction of the platform and base infrastructure and upon acceptance by the District Department of Transportation**, the Applicant shall re-open F and G Streets and the streetscape surrounding the Site, as shown on the Final Consolidated PUD Plans, subject to final approval by the Public Space Division of District Department of Transportation, as required.
17. **Following completion of construction of the platform and base infrastructure**, the Applicant shall relocate the historic Adas Israel Synagogue, containing the Jewish Historical Society of Greater Washington's Lillian & Albert Small Jewish Museum, from its current location at the northeast corner of 3rd and G Streets to the southeast corner of 3rd and F Streets.
18. **Within 180 days following the issuance of a final certificate of occupancy for the core and shell of the North Block building**, the Applicant shall submit all required paperwork to USGBC to apply for USGBC Platinum certification for the core and shell of the North Block and provide a copy to the Zoning Administrator.
19. **During the life of the project**, the Overall Project shall include a minimum of 62,687 square feet of gross floor area devoted to retail uses generally in the locations shown on the Retail Diagram attached as Sheet ___ of the Final First-Stage PUD Plans. The North Block shall include available ceiling heights as shown on the 1st Floor Plan - Retail Heights - North Block attached as Sheet ___ of the Final Consolidated PUD Plans. In order to encourage retail uses that will maximize activity along Massachusetts Avenue, the Applicant will not locate banks in the retail space fronting on Massachusetts Avenue.
20. **During the life of the project**, the Applicant shall provide a Transportation Management Program for all office tenants, as set forth in Supplemental Report to the Transportation Impact Analysis attached at Tab 4 to the Supplemental Prehearing Submission in the record at Exhibit 30.
21. **For a period of forty years from the date that the first unit in the residential building is occupied**, the Applicant shall provide a minimum of fifty residential units set aside for affordable housing for individuals earning no more than 80% of the Metropolitan Statistical Area median and paying no more than 30% of the family's household income for rent or housing ownership costs.
22. **For a period of ten years following the issuance of a certificate of occupancy for the North Block**, the Applicant shall reserve a minimum of 5,700 square feet of gross floor area in the North Block to be devoted to space for technology incubators. The Applicant shall rent this space at below-market levels, equal to 50% of the average achieved rent charged for the third-floor office space in the North Block or, in the event that the third-floor office space in the North Block is vacant, equal to 50% of the asking rent for the third-floor office space in the North Block. The space for technology incubators may be located in any of the ground floor space along G Street so long as it totals a minimum of 5,700 square feet, fronts on G Street and is rented at the proposed reduced rent.

23. **Following approval by the Zoning Commission in a second-stage PUD application and within the timeframes set forth therein**, the Applicant shall provide an area within the South Block to accommodate museum space and additional office and supporting space for the Jewish Historical Society, generally as shown on the Final First-Stage PUD Plans.

24. **Following approval by the Zoning Commission in a second-stage PUD application and within the timeframes set forth therein**, the Applicant shall construct new facilities for the Holy Rosary Church within the Center Block, generally as shown on the Final First-Stage PUD Plans.

C. MISCELLANEOUS

25. No building permit shall be issued for this PUD until the Applicant has recorded a covenant in the land records of the District of Columbia, between the owner of the Site and the District of Columbia, that is satisfactory to the Office of the Attorney General and DCRA. Such covenant shall bind the Applicant and all successors in title to construct on and use this property in accordance with this Order or amendment thereof by the Zoning Commission.

26. The Office of Zoning shall not release the record of this case to the Zoning Division of DCRA until the Applicant has filed a copy of the covenant with the records of the Zoning Commission.

27. The Consolidated PUD approved by the Zoning Commission shall be valid for a period of two (2) years from the effective date of this Order. Within such time, an application must be filed for a building permit for the construction of the platform and base infrastructure as specified in 11 DCMR § 2409.1. Construction of the platform and base infrastructure shall begin within three years of the effective date of this Order. Within two years of the completion of the construction of the platform and base infrastructure, the Applicant shall apply for a building permit for the construction of the North Block. The Applicant shall commence construction of the North Block within four years of the completion of the construction of the platform and base infrastructure.

28. The First-Stage PUD Approval for the Overall Project shall be valid for a period of five (5) years from the effective date of this Order. Within such time, a second-stage PUD application must be filed for an additional portion of the project. Second-stage PUD applications must be filed for all of the remaining portions of the project no later than ten years from the effective date of this Order. These second-stage applications may be submitted individually, at the same time, or in any combination thereof.

29. The Applicant is required to comply fully with the provisions the D.C. Human Rights Act of 1977, D.C. Law 2-38, as amended, D.C. Official Code § 2-1401.01 *et seq.*, (“Act”). This Order is conditioned upon full compliance with those provisions. In accordance with the D.C. Human Rights Act of 1977, as amended, D.C. Official Code §§ 2-1401.01

et seq. (Act), the District of Columbia does not discriminate on the basis of actual or perceived: race, color, religion, national origin, sex, age, marital status, personal appearance, sexual orientation, gender identity or expression, familial status, family responsibilities, matriculation, political affiliation, genetic information, disability, source of income, or place of residence or business. Sexual harassment is a form of sex discrimination which is prohibited by the Act. In addition, harassment based on any of the above protected categories is prohibited by the Act. Discrimination in violation of the Act will not be tolerated. Violators will be subject to disciplinary action.

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