

February 17, 2022

VIA HAND DELIVERY AND IZIS

Anthony J. Hood, Chairman
Zoning Commission for the District of Columbia
441 Fourth Street, NW, Suite 200S
Washington, DC 20001

Re: Z.C. Case No. 19-29: Application of UM 1348 4th Street NE, LLC and 1250 4th ST (EDENS), LLC (the “**Applicant**”) for a new Consolidated PUD and related Zoning Map Amendment (the “**Application**”) for 1346-1348 4th Street, NE – **Applicant’s FINAL Proffers and Conditions**

Dear Chairman Hood and Commissioners:

Pursuant to the requirements of Subtitle X, Sections 308.10 and 308.12, the Applicant hereby submits its list of proffers and corresponding conditions of approval. Set forth below is a chart outlining the proffers for the above-referenced project and the corresponding draft condition that is both specific and enforceable. Changes to the “Conditions” relative to the Applicant’s initial proffers and conditions are highlighted in red text and denoted with strikethrough and underlining.

Public Benefits	
Proffer	Condition
<u>Superior Urban Design and Architecture (11-X DCMR § 305.5(a))</u> : The Project’s design is reflective of superior architectural and urban design characteristics relative to any matter-of-right development.	1. The Project shall be constructed in accordance with the plans, as modified by the guidelines, conditions, and standards herein, submitted February __, 2022 as Exhibit __ (the “Approved Plans”).
<u>Superior Landscaping (id. § 305.5(b))</u> : The Project’s landscaping and hardscaping are also superior to any matter-of-right development. The flexible design of the plaza areas and the well-landscaped and programmed balconies and rooftops are indicative of the Project’s superior landscaping.	2. The Property shall be rezoned from the PDR-1 zone to the MU-9 zone. Pursuant to 11-X DCMR § 311.4, the change in zoning shall be effective upon the recordation of the covenant required pursuant to Condition E.1.

<p><u>Site Planning and Efficient Land Utilization</u> <u>(id. § 305.5(c))</u>: The Project makes efficient use of a significant site that is near a Metrorail location, places all parking underground and helps to complete a maturing multi-neighborhood commercial center.</p>	<p>3. The Project shall have special exception relief to permit eating and drinking establishments above the roof level.</p>
<p>4. In accordance with the Approved Plans, as modified by the guidelines, conditions, standards, and flexibility herein, the Approved PUD shall have:</p> <ul style="list-style-type: none">• A maximum building height of approximately 130 feet;• Approximately 426,486 square feet of GFA;• An FAR of approximately 9.74 for the Property, with a nonresidential FAR of 1.02, a residential FAR of 8.52, and an FAR of 0.19 for parking and loading space; and• Approximately 380 residential units. <p>5. The Project shall have flexibility from the following requirements of the Zoning Regulations, as shown on the Approved Plans:</p> <ul style="list-style-type: none">• Flexibility from the courts requirements; and• Flexibility to permit above-grade balconies and below-grade vaults to project outside of the Property onto the adjacent Lot 819 and extend the PUD-related MU-9 zoning into the adjacent lot to the extent of such areas. <p>6. With respect to the portion of the Project that is located at 1346 4th Street NE:</p> <ul style="list-style-type: none">• During <u>and/or prior to</u> the construction of the primary portion of the Project at 1348 4th Street NE, the Applicant shall have flexibility to renovate the existing building at 1346 4th Street, NE to accommodate the PNC Bank branch on an interim basis <u>during construction</u> subject to the notes and drawings in the Approved Plans; and• Following the <u>completion of the primary portion of the Project issuance of the certificate of occupancy for core and shell in the 1348 4th Street portion of the building to be constructed</u> and the relocation of the PNC branch into its permanent space within the Project, the Applicant shall be permitted to renovate the structure at 1346 4th Street NE in accordance with the notes and drawings in the Approved Plans and thereupon use such structure for any use permitted in the MU-9 Zone. <u>As part of such renovation of the 1346 4th Street NE structure Within three (3) years of the issuance of the certificate of occupancy for core and shell in the 1348 4th Street portion of the building to be constructed</u>, the Applicant will close the existing curb cuts in front of the 1346 4th Street NE structure and extend the streetscape improvements along the west side of 4th Street, NE south to connect with the streetscape installed by the project approved by Z.C. Order No. 14-07B at 1300 4th Street, NE, all subject to approval through the public space permitting process and as may be modified thereby, within three (3) years of the issuance of the certificate of occupancy for core and shell in the 1348 4th Street portion of the building to be constructed.	

7. The Project shall have ~~the following~~ flexibility from the Approved Plans in the following areas:
- a. Interior Components: To vary the location and design of all interior components, including partitions, structural slabs, doors, hallways, columns, stairways, atria, mezzanines, and mechanical rooms, provided that the variations do not change the exterior configuration of the building as shown on the Approved Plans;
 - b. Exterior Materials – Color: To vary the final selection of the colors of the exterior materials based on availability at the time of construction, provided such colors are within the color ranges shown on the Approved Plans;
 - c. Exterior Details – Location and Dimension: To make minor refinements to the locations and dimensions of exterior details that do not substantially alter the exterior configuration of the building or design shown on the Approved Plans. Examples of exterior details would include, but are not limited to, doorways, canopies, railings, and skylights;
 - d. Number of Units: To provide a range in the approved number of residential dwelling units of plus or minus ten percent (10%) and accordingly adjust the type and location of affordable units to reflect the final unit mix of the Project, provided the location and proportionality of affordable units are consistent with Sheet [54 in Exhibit 34F2] of the Approved Plans;
 - e. Parking Layout: To make modifications to the parking configuration, including layout and number of parking spaces and the size and number of garage levels constructed, including the removal of up to one whole or partial level of parking from the number of levels shown in the Plans and/or to convert such whole and/or partial level to mechanical, amenity, and/or other permitted uses, so long as the number of automobile and bicycle parking spaces is at least the minimum number of spaces required by the Zoning Regulations; provided further, that if a level of parking is removed, (1) the number of required long-term bicycle parking spaces shall be reduced to no less than the minimum number of spaces required by the Zoning Regulations; and (2) the Applicant shall not be required to fund or deliver the Capital Bikeshare station described in Condition C.5.
 - f. Streetscape Design and Projections into Public Space: To vary the location, attributes, and general design of the approved streetscape and projections into public space to comply with the requirements of, and the approval by, the DDOT Public Space Review Division or the Public Space Committee;
 - g. Signage: To vary the final design of the commercial/PDR/Maker storefronts and signage, including the number, size, design, and location of commercial/PDR/Maker entrances, awnings, canopies, materials, and similar features, to accommodate the needs of specific commercial/PDR/Maker tenants within the parameters set forth in Retail Signage Guidelines included in the Approved Plans provided that variations do not modify the building footprint or reduce the quality of the materials used on the exterior of the ground floor;

<p>h. <u>Sustainable Features</u>: To vary the approved sustainable features of the Project and the amount, location and type of green roof, solar panels, planted canopies, and paver areas to meet stormwater requirements and sustainability goals or otherwise satisfy permitting requirements, provided (i) the total number of LEED points achievable for the Project does not decrease below the minimum required for LEED Gold v4, (ii) the Project achieves a minimum GAR of 0.2, and (iii) the Project includes a minimum of 1,800 square feet of roof area (which may be vertical space) containing solar panels and related equipment and adjacent space;</p> <p>i. <u>Balcony Irrigation</u>: To modify the irrigation system(s) for the Project’s balconies to accommodate final design and compliance with the Construction Code;</p> <p>j. <u>Commercial Uses</u>: To vary the uses of the non-residential spaces of the Project for any use allowed in the MU-9 zone, subject to the requirements to Conditions B.1 and C.11 below; and</p> <p>k. <u>Penthouse</u>: To install commercial uses, including without limitation eating and drinking establishment uses, and/or residential amenity spaces, within the penthouse level of the Project and to remove exterior amenity elements provided all roof level lighting shall be downlighting.</p>	
<p><u>Housing in Excess of Matter-of-Right Development (id. § 305.5(f)(1))</u>: The Project includes a greater number of housing units than could be developed on the Property as a matter-of-right.</p>	<p>8. <u>For the life of the Project</u>, the Project shall dedicate approximately 373,100 square feet of GFA to residential use, subject to the flexibility contained herein.</p>
<p><u>Affordable Housing in Excess of Inclusionary Zoning Requirements (id. § 305.5(g))</u>: The Project also reserves thirteen percent (13%) of its residential GFA for affordable housing units, of which affordable units, eleven percent (11%) shall be reserved at 60% MFI, and two percent (2%) shall be reserved at 50% MFI (plus an area equal to 8% of the penthouse habitable area will be reserved at 50% MFI regardless of the ultimate use of the penthouse). Finally, the Project includes sixteen 3-bedroom units, of which three are reserved as affordable at 60% MFI.</p>	<p>9. <u>For the life of the Project</u>, the Applicant shall reserve the equivalent of no less than 11% of the Project’s residential gross floor area (excluding the penthouse habitable space) for households with incomes not exceeding 60% of MFI.</p> <p>10. <u>For the life of the Project</u>, the Applicant shall reserve the equivalent of no less than 2% of the Project’s residential gross floor area (excluding the penthouse habitable space) for households with incomes not exceeding 50% of MFI.</p> <p>11. <u>For the life of the Project</u>, the Applicant shall reserve for households with incomes not exceeding 50% of MFI an area equal to no less than 8% of the entirety Project’s penthouse habitable space regardless of its actual use and notwithstanding the exception from the set-aside requirements</p>

		<p>for penthouse space devoted exclusively to communal rooftop recreation or communal amenity space set forth in 11-C DCMR § 1507.2(a).</p> <p>12. <u>For the life of the Project</u>, the Applicant will provide sixteen (16) three-bedroom units, including three (3) units reserved as affordable units for households up to 60% MFI (subject to the flexibility noted herein).</p> <p>13. <u>For the life of the Project</u>, the Inclusionary Zoning units in the Project shall be generally in accordance with the following chart, subject to the flexibility noted herein: [<i>see chart below</i>]</p>		
Residential Unit Type	Residential Gross Floor Area	MFI	Affordability Control Period	Tenure
Total	Approx. 373,100 square feet of GFA	Varies	N/A	N/A
Market Rate	87% of residential GFA less an area equal to 8% of habitable penthouse area (= approx. 323,541 sf)	Market Rate	N/A	N/A
IZ – 11% @ 60% MFI	11% of residential GFA (= approx. 41,041 sf)	60% MFI	Life of Project	Rental
IZ – 2% @ 50% MFI	2% of residential GFA (= approx. 7,462 sf)	50% MFI	Life of Project	Rental
IZ – 8% of PH habitable area ¹ @ 50% MFI	8% of habitable penthouse area (= approx. 1,056 sf)	50% MFI	Life of Project	Rental

¹ This Order does not require that any affordable units in the Project be located on the penthouse level.

<p><u>Environmental and Sustainable Benefits: LEED Gold (id. § 305.5(k)(5)):</u> The Applicant proposes to achieve LEED Gold v4 certification for the Project.</p>	<p>14. <u>Prior to the issuance of a final certificate of occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with evidence that the Project has or will achieve the requisite number of prerequisites and points necessary to secure LEED Gold v4 certification or higher from the U.S. Green Building Council (USGBC). <u>Within two (2) years after the date of issuance of the first Certificate of Occupancy for the 1348 4th Street residential portion of the Project,</u> the Applicant shall provide the Zoning Administrator with documentation showing such certification with USGBC.</p>
<p><u>Environmental and Sustainable Benefits: Rooftop Solar and EV charging stations (id. § 305.5(k)):</u> The Applicant proposes to include (a) on the Project rooftop solar panels and (b) in the Project garage EV charging stations.</p>	<p>15. <u>Prior to the issuance of the first certificate of occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with information showing that the Project includes a minimum of 1,800 square feet of roof area (which may be vertical area) containing solar panels and related equipment and adjacent space.</p> <p>16. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with evidence that it has installed a minimum of five (5) electric vehicle charging stations within the Project.</p>
<p><u>Building Spaces for Special Uses: PDR/Maker Uses (id. § 305.5(j)):</u> The Project commits (a) to building out half of the ground floor non-residential space to specifications that accommodate such uses and (b) to providing PDR/Maker uses for five (5) years equal to ten percent (10%) of the non-residential GFA.</p>	<p>17. <u>Prior to the issuance of a building permit for the 1348 4th Street portion of the Project,</u> the Applicant shall demonstrate that the plans contained in the building permit application for the Project satisfy the PDR/Maker construction specifications as follows for a total area equal to a minimum of 50% of the combined ground-floor and mezzanine non-residential space: (a) A structural slab load (ground floor) live load of 125 pounds per square inch; (b) Clear height of approximately 16 feet from</p>

	<p>ground-floor slab to bottom of structure above; (c) An electrical supply of 50 watts per square foot; (d) A loading dock that includes a 48-inch raised loading dock and/or levelers; (e) An open floor plan layout; (f) A sound attenuation for mixed-use that satisfies NC-25 minimum noise criteria and includes seven-inch-thick minimum concrete podium slab; (g) HVAC designed for one ton per 300 square feet; and (h) Ventilation (Fresh Air/Make-Up Air) louvers at façade.</p> <p>18. <u>For a minimum of five (5) years after the date of issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project</u>, the Applicant shall reserve a total area equal to a minimum of ten percent (10%) of the combined ground-floor and mezzanine non-residential space of the Project for one or more of the following PDR/Maker uses: (a) Production, sale, and/or distribution of food and beverages (provided that the onsite consumption of food and beverages shall only be permitted when associated with such production, sale, and/or distribution user); (b) Food incubators and food hubs; (c) Robotics and 3-D manufacturing; (d) Small-scale production, distribution, or repair of goods and related accessory sales; (e) Curation and sale of small-scale production goods; (f) New and locally-owned small businesses as certified with the Department of Small and Local Business Development; (g) “Creative economy” uses, including incubators, graphic design, product or industrial design, engineering and design, technology design and production, design and product curation, fashion design, horticultural design, green businesses and sustainable design, specialty sports and recreation uses, media/communications production and distribution; and/or (h) “Arts” uses including arts, design and creation uses, as defined in Subtitle B, Section 200.2(e), and</p>
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	entertainment, assembly and performing arts uses, as defined in Subtitle B § 200.2(n).
<p><u>Streetscape Plans (id. § 305.5(l)):</u> The Applicant commits to providing streetscaping plans along 4th Street, NE and New York Ave., NE, subject to DDOT approval.</p>	<p>19. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with evidence that it has constructed the streetscape improvements on 4th Street, NE and New York Avenue, NE as shown on the Approved Plans and in accordance with the Union Market Streetscape Design Guidelines (subject to approval by the Public Space Committee), including the shared street concepts pursuant set forth in the Approved Plans, provided that the streetscape improvements located on 4th Street NE in front of 1346 4th Street NE (as described in Condition A(1)(b)) shall be completed within three years after the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project.</p> <p>20. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with evidence that it has constructed the “gateway parklets” at each of Penn Street, NE and Morse Street, NE consistent with the Approved Plans, subject to and as may be modified by DDOT approval.</p>
<p><u>Mass transit improvements (id. § 305.5(p)):</u> The Applicant commits to CaBi improvements and a bicycle network study.</p>	<p>21. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project,</u> the Applicant shall provide the Zoning Administrator with evidence that it has funded and installed a 4-dock Capital Bikeshare expansion plate at a station within one-half mile of the Property, with the location to be determined in coordination with DDOT.</p>

	<p>22. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project, and only if the Applicant elects to construct the P3 level of parking</u>, the Applicant shall provide the Zoning Administrator with evidence that it has funded a 19-dock Capital Bikeshare station with 12 bikes with the location subject to DDOT approval, and one (1) year of maintenance costs, which evidence may be provided by documentation of receipt of such funds from DDOT. Such Capital Bikeshare shall be installed by DDOT.</p> <p>23. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project</u>, the Applicant shall provide the Zoning Administrator with evidence that it has commissioned a study to install bicycle lanes along Mount Olivet Road NE from 9th Street NE into the Carver-Langston neighborhood.</p> <p>24. <u>For a minimum of one (1) year after the date of issuance of the first Certificate of Occupancy for the 1348 4th Street residential portion of the Project</u>, provide an annual CaBi membership to each new resident.</p>
<p><u>Uses of special value to the neighborhood (id. § 305.5(q))</u>: The Applicant also commits to certain improvements requested by ANC 5D.</p>	<p>25. <u>Prior to the issuance of the first Certificate of Occupancy for the 1348 4th Street portion of the Project</u>, the Applicant shall provide the Zoning Administrator with evidence it has donated to ANC 5D funds for the following improvements:</p> <ul style="list-style-type: none"> a. \$10,000.00 for lighting, landscaping, cleanup, and related improvements at Lewis Crowe Park; b. \$10,000.00 to establish a seasonal farmers’ market at Lewis Crowe Park;

	<p>c. \$2,500.00 for murals and public art at Lewis Crowe Park; and</p> <p>d. \$2,500.00 for an ANC 5D neighborhood art project to design and install flags for the Single Member Districts within ANC 5D.</p>
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Transportation Mitigation Measures – Transportation Demand Management

1. **Following the issuance of a certificate of occupancy for the 1348 4th Street portion of the Project**, the Project’s Transportation Coordinator(s) (as hereinafter defined) shall submit to the Office of Zoning for inclusion in the IZIS case record of the case documentation summarizing compliance with the transportation and TDM conditions of this Order.
2. **Five years after the issuance of the final certificate of occupancy for the 1348 4th Street portion of the Project**, if the Transportation Coordinator has not established a relationship with DDOT or goDCgo, the Transportation Coordinator will submit a letter to the Zoning Administrator, DDOT, and goDCgo summarizing continued substantial compliance with the transportation and following TDM conditions in the Order, unless no longer applicable as confirmed by DDOT; provided, that if such letter is not submitted on a timely basis, the Applicant shall have sixty (60) days from date of notice from the Zoning Administrator, DDOT, or goDCgo to prepare and submit such letter.
3. **For the life of the Project**, the Applicant shall comply with the following TDM measures:
 - a. Identify one or more “Transportation Coordinators” for the planning, construction, and operations phases of development. The Transportation Coordinators will act as points of contact with DDOT, goDCgo, and Zoning Enforcement;
 - b. Provide Transportation Coordinators’ contact information to goDCgo, conduct an annual commuter survey of employees on-site, and report TDM activities and data collection efforts to goDCgo once per year;
 - c. Require each Transportation Coordinators develop, distribute, and market various transportation alternatives and options to residents and employees, including promoting transportation events (i.e., Bike to Work Day, National Walking Day, Car Free Day) on the Project’s website and in any internal building newsletters or communications;
 - d. Require Transportation Coordinators to receive TDM training from goDCgo to the extent available to learn about the TDM conditions for this Project and available options for implementing the TDM Plan;
 - e. Require Transportation Coordinators to subscribe to applicable and available goDCgo newsletters;

- f. Provide a free SmarTrip card and a complimentary Capital Bikeshare coupon good for one ride to every new resident and employee;
 - g. Provide residents and retail employees who wish to carpool with detailed carpooling information and will be referred to other carpool matching services sponsored by the Metropolitan Washington Council of Governments (“MWCOG”) or other comparable service to the extent MWCOG does not offer carpooling matching services in the future;
 - h. Refrain from leasing unused parking spaces to anyone aside from users of the Project, except that parking spaces within the Project may be leased to users of other buildings (1) for which no parking is provided and/or (2) within the Union Market District;
 - i. Satisfy the Zoning Regulations requirements’ short- and long-term bicycle parking requirements by providing at least 39 short-term spaces and at least 146 long-term bicycle spaces, provided that (1) if the P3 parking level is constructed, at least 325 long term bike parking spaces shall be located on levels B1, P1, and P2, and any remaining additional spaces may be installed on any level, including the P3 level, and (2) all long-term bicycle space shall be provided free of charge to residents and retail employees;
 - j. Provide electrical outlets within each long-term bicycle parking storage room;
 - k. Provide long-term bicycle storage to accommodate non-traditional sized bikes including cargo, tandem, and kids bikes;
 - l. Provide a bicycle repair station on each garage level with long-term bicycle parking;
and
 - m. Post all TDM commitments on the Project’s website to publicize availability and allow the public to see what commitments have been promised.
4. **For the life of the Project**, for the residential component of the Project, the Applicant shall comply with the following TDM measures:
- a. Unbundle the cost of vehicle parking from the lease or purchase agreement for each residential unit and charge a minimum rate based on the average market rate within a quarter mile of the Property;
 - b. Provide to all new residents welcome packets which include, at a minimum, the Metrorail pocket guide, brochures of local bus lines (Circulator and Metrobus), carpool and vanpool information, CaBi coupon or rack card, Guaranteed Ride Home brochure, and the most recent DC Bike Map;
 - c. Install within the Project’s residential lobby a Transportation Information Center Display (electronic screen) containing information related to local transportation alternatives, which display should include, at a minimum, information about nearby Metrorail stations and schedules, Metrobus stops and schedules, car-sharing locations, and nearby Capital Bikeshare locations indicating the availability of bicycles; and

<p>d. Provide one (1) collapsible shopping cart (utility cart) for every 50 residential units, for a total of eight (8) as an incentive to residents to walk to the grocery shopping and run errands.</p> <p>5. For the life of the Project, for the retail component of the Project, the Applicant shall provide the following TDM measures:</p> <p>a. Provide in a visible and prominent location on the Project’s website “getting here” information with a focus on non-automotive travel modes, links to goDCgo.com, CommuterConnections.com, transit agencies around the metropolitan area, and instructions for patrons and employees discouraging parking on-street in Residential Permit Parking (i.e., so-called “RPP”) zones;</p> <p>b. Require the Transportation Coordinator(s) to demonstrate to goDCgo that each non-residential tenant with twenty (20) or more employees working on-site (1) complies with the DC Commuter Benefits Law, (2) participates in one of the three transportation benefits outlined in the law (employee-paid pre-tax benefit, employer-paid direct benefit, or shuttle service), and (3) complies with any other commuter benefits related laws that may be implemented in the future; and</p> <p>c. Satisfy zoning requirements for showers and lockers for use by employees.</p>
Validity
<p>1. No building permit shall be issued for the Project until the Applicant has recorded a covenant in the land records of the District of Columbia, between the Applicant and the District of Columbia that is satisfactory to the Office of Zoning Legal Division and the Zoning Division, DCRA (the “PUD Covenant”). The PUD Covenant shall bind the Applicant and all successors in title to construct and use the Site in accordance with this Order, or amendment thereof by the Commission. The Applicant shall file a certified copy of the covenant with the records of OZ.</p> <p>2. The PUD shall be valid for a period of two years from the effective date of this Order. Within such time an application shall be filed for a building permit, with construction to commence within three years of the effective date of this Order.</p>

The Applicant looks forward to the Commission’s action on this matter. Please feel free to contact the undersigned with any questions.

Respectfully submitted,

/s/ Jeffrey C. Utz

/s/ David A. Lewis

Enclosures

CC: Hillary R. Lovick, Office of Zoning (*via e-mail only*: Hillary.Lovick@DC.gov)

Certificate of Service

I certify that on or before February 17, 2022 (except as noted below), I delivered a copy of the foregoing document and attachments via e-mail or first-class mail to the addresses listed below.

/s/ David A. Lewis
Attorney for the Applicant

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