

SUPPLEMENTAL MEMORANDUM

TO: District of Columbia Zoning Commission

FROM: JLS Jennifer Steingasser, Deputy Director

Historic Preservation and Development Review

DATE: June 13, 2019

SUBJECT: ZC 15-27A – Supplemental Report for a Second Stage Planned Unit Development

(PUD) and Modification of the First Stage PUD for Building A2 at 300 Morse

Street, N.E. in Florida Avenue Market

I. SUMMARY

The Office of Planning withheld a recommendation for the proposed Second Stage PUD in final report dated June 7, 2019 (Exhibit 23), pending the submission of additional information from the applicant. Since filing its report, OP has received the requested information. In light of the information provided, OP recommends approval of the Second Stage PUD for Building A2. Additional analysis has been provided below:

1. The applicant shall demonstrate that the project will comply with the housing and affordable housing requirements approved in the First Stage PUD and memorialized in the Order.

The applicant has provided a table showing the affordable housing contribution for the PUD up to this point (Attachment 1).

The First Stage PUD approved a total of 757,933 square feet of residential between buildings A1, A2 and B. This will continue to be the case with the Second Stage PUD, although the distribution between the three buildings would differ from what was originally approved, as buildings A1 and B would have less residential area and building A2 would have more residential area.

The table also shows that despite these differences in floor area, the same amount of overall floor area will be dedicated to IZ units at 50% AMI and 80% AMI, consistent with the First Stage PUD. As such, the attachment demonstrates that the housing and affordable housing requirements are consistent with the total areas approved in the First Stage PUD that were memorialized in the Order.

OP notes that there is no implied support for any deviations from the Order.

2. The applicant shall provide a matrix listing all the benefits and amenities of the PUD and the status of their completion.

The applicant has provided the requested matrix providing status updates on the benefits and amenities of the PUD (Attachment 2). Many of the conditions are not applicable to the



Second Stage PUD or Building A2. The responses provided for Building A2 confirm several of the project's elements, including the construction of Neal Place Park, LEED Certification, a First Source Employment Agreement, and the installation of transportation mitigations. The applicant should provide a response to item number 15 regarding the issuance of transportation incentives to residential units, including Capital Bikeshare memberships, an annual carshare membership, a carshare driving credit, or bicycle repair/maintenance, prior to the hearing.

3. Shadow and sun studies assessing the impact of glazing on the park during key times of use shall be provided.

The applicant has provided a shade study to OP that demonstrates the condition of the park throughout the day at four key times during the year (Attachment 3). The study shows that at least a portion of the park would be shaded throughout the course of the day and that the adjacent glazing should not render it unusable. The impact of the glazing on the park should be offset by the landscape, which would include canopy trees.

4. A detailed material sheet including manufacturer colors and a material board shall be provided.

The applicant has indicated that a detailed material board will be provided at the hearing.

5. A comprehensive site plan showing the location of all green space locations for the PUD shall be provided. The site plan should include active and passive recreation space as well as connections between them.

The applicant has provided a comprehensive site plan that shows the location of all green spaces in the PUD, including Morse Plaza, the connection to Florida Avenue Park, and Neal Place Park (Attachment 4). The applicant has maintained that the purpose of Neal Place Park is to provide a small gathering space immersed in natural elements. In contrast, Morse Street Plaza is intended to accommodate large amounts of people and includes active features such as the Gantry structure with fog that will animate the plaza. The site plan identifies the connection between the parks and their features and makes clear that the parks serve different purposes. As such, OP supports the design of Neal Place Park, particularly since the revised plan now includes more passive grass area around the boulder sculpture.



Attachment 1 – Submitted to OP by Applicant June 7, 2019

Zoning Commission Case No. 15-27A Affordable Housing Description

	Approved PUD – A2 For Sale (See Z.C. Order No. 15-27, page 55, footnote 6 and Decision No. B.2(a) and B.2(b))			Proposed PUD – When A2 is Delivered For Sale				
	A1	A2	В	Total	A1	A2 ¹	В	Total
Residential GFA	422,605 sf	249,323 sf	86,005 sf	757,933 sf	413,865 sf	260,108 sf	83,504 sf	757,477 sf
80% AMI	17,011 sf (4%)	19,946 sf (8%)	4,731 sf (5.5%)	41,688 sf (5.5%)	16,286 sf (3.9%)	20,809 sf (8%)	4,593 sf (5.5%)	41,688 sf (5.5%)
50% AMI	30,100 sf (7.1%)	0	11,587 sf (13.5%)	41,687 sf (5.5%)	29,951 sf (7.2%)	See footnote 1	11,736 sf (14%)	41,687 sf (5.5%)
Total IZ	47,111 sf (11.1%)	19,946 sf (8%)	16,318 sf (19%)	83,375 sf (11%)	46,237 sf (11.1%)	20,809 sf (8%)	16,329 sf (19.5%)	83,375 sf (11%)

¹ Building A2 includes approximately 7,977 square feet of penthouse habitable space devoted to residential units, a minimum of 8% of which (approximately 638 square feet) will be devoted to an IZ unit at 50% of the MFI within Building A2. The first-stage PUD for Building A2 did not include penthouse habitable space or the resultant IZ unit. The Applicant has requested flexibility to either provide the 50% MFI IZ unit on-site or to make a contribution to the Housing Production Trust Fund.

Attachment 2 - Submitted to OP by Applicant June 11, 2019

Status of Compliance with PUD Conditions Z.C. Case No. 15-27A – Building A2

Prepared 6.10.2019

#	PUD Condition	Status
A.1	Project Development: The Project shall be developed in accordance with the Architectural Plans and Elevations dated December 23, 2016 (Ex. 61A1-61A15), as supplemented by the revised sheets dated January 26, 2017 (Ex. 72A1-72A3), and as revised and supplemented by the sheets dated March 13, 2017 (Ex. 75A1-75A2), and as revised by the sheets dated April 7, 2017 (Ex. 76A) ("Plans") and as modified by the guidelines, conditions, and standards of this Order.	Building A2 is being developed by Grosvenor USA Limited ("Grosvenor"). Accordingly, Grosvenor will develop Building A2 in accordance with the Plans approved in Z.C. Order No. 15-27, as modified by the final Architectural Plans and Elevations approved as part of the second-stage PUD for Building A2 in Z.C. Case No. 15-27A (the "Approved Building A2 Plans").
2	In accordance with the Plans, the PUD shall be a mixed-use project comprised of four buildings ("Building A," "Building B," "Building C," and "Building D") constructed in two phases. Phase I (consolidated PUD) shall include the southern portion of Building A ("Building A1"), Building B, and the southern portion of Building C ("Building C1"). Phase II (first-stage PUD) shall include the northern portion of Building A ("Building A2"), the northern portion of Building C ("Building C2"), and Building D. Upon completion of all buildings, the Project shall have an aggregate density of approximately 7.1 FAR. Approximately 1,091,201 square feet of total gross floor area will be devoted to residential use, approximately 52,968 square feet of total gross floor area will be devoted to retail use, and approximately 217,558 square feet of total gross floor area will be devoted to office use. Building heights shall range from approximately 78 feet to approximately 130 feet. The Project will include a total of approximately 682 off-street parking spaces.	The second-stage PUD for Building A2 is in compliance with this condition.
3	Exterior signage shall be limited to the types and locations depicted on Sheets 106-114 and Sheet 118 of Exhibit 75A2, and Sheets 119 and 120 of Exhibit 72A2, and the signage shall comply with the guidelines shown on Sheet 105A of Exhibit 75A2.	Signage for Building A2 will be limited to the types and locations shown on the signage plans approved in Z.C. Order No. 15-27, as modified by the signage plans for Building A2 included in the Approved Building A2 Plans (Sheets A-2_401 – 406).
4	As shown on Sheets 20-21, L1.27 and L1.32 of the Plans, Buildings C and D on the PUD Site are separated from the Fourth Street PUD by the 48-foot-wide Alley. (Ex. 61A.) Both the Applicant and the applicants in the Fourth Street PUD have proposed improvements to portions of the Alley and have developed mutually agreeable conditions related to the	N/A – condition applies to Buildings C and D only.

	timing for development of the Alley improvements, as set forth below. The Alley, as measured from the Fourth Street PUD, labeled from east to west, is comprised of a five-foot planting area; 24-foot drive lane; one-foot rolled curb; 10-foot bike lane, one-foot paving band; and seven-foot circulation zone.	
5	The Applicant shall not undertake construction of any improvements to the 35-foot-wide portion of the Alley between Buildings C1 and C2 of the PUD Site and the Fourth Street PUD, until such time as the Alley improvements approved as part of the Fourth Street PUD have been constructed and the certificate of occupancy has been issued for the South Parcel building on the Fourth Street PUD. If such Alley improvements have not been completed by December 31, 2019, the Applicant may proceed to construct its proposed Alley improvements at that time but shall cooperate with the developers of the Fourth Street PUD to ensure that the Applicant's work in the Alley does not compromise the completion and opening of the South Parcel of the Fourth Street PUD. This condition does not preclude either party from utilizing the Alley and making any necessary repairs to allow for access to their respective properties.	N/A – condition applies to Buildings C and D only.
6	The Applicant shall not undertake construction of any improvements in the 35- foot-wide portion of the Alley between Building D of the PUD Site and the North Parcel building of the Fourth Street PUD until such time as the Alley improvements approved as part of the Fourth Street PUD have been constructed and the Certificate of Occupancy has been issued for the North Parcel building. If such Alley improvements have not been completed by December 31, 2022, the Applicant may proceed to construct its proposed Alley improvements at that time but shall cooperate with the developers of the Fourth Street PUD to ensure that the Applicant's work in the Alley does not compromise the completion and opening of the North Parcel of the Fourth Street PUD. This condition does not preclude either party from utilizing the Alley and making any necessary repairs to allow for access to their respective properties.	N/A – condition applies to Buildings C and D only.
7	The Applicant is granted flexibility from the loading, parking, compact parking, rear yard, open court, and building lot control requirements of the Zoning Regulations, consistent with the Plans and as discussed in the Development Incentives and Flexibility section of this Order.	Flexibility for Building A2 was granted from the loading berth size, rear yard depth, and building lot control requirements in Z.C. Order No. 15-27. The same flexibility has been requested for Building A2 in the second-stage PUD application (i.e. the same flexibility is needed and no new flexibility has been requested).
8	<u>Design Flexibility</u>	Grosvenor requested the same design flexibility for Building A2 as was approved in the first-stage PUD in Z.C.

Case No. 15-27, except that Grosvenor also requested that the following additional flexibility be granted:

• For Building A2's IZ requirement generated by the penthouse habitable space, flexibility to either provide on-site IZ units or make a contribution to the affordable housing trust fund.

- B.1 Public Benefits. Prior to the issuance of a Certificate of Occupancy for each residential building and for the life of the Project, the Applicant shall demonstrate to the Zoning Administrator the following:
 - a. For the life of the Project, the Applicant shall:
 - i. Provide a total of 1,091,201 square feet of residential Gross Floor Area ("GFA") of housing;
 - ii. Set aside no less than 11% of the residential GFA, equaling not less than 120,036 square feet, as inclusionary units pursuant to version of 11 DCMR Chapter 26 in effect as of September 5, 2016;
 - iii. Set aside no less than 62 units (50% of the inclusionary units) comprising at least 60,018 square feet of GFA as inclusionary units for households earning equal to or less than 50% of the Area Median Income ("AMI") (50% AMI Units"); and
 - iv. Set aside no less than 62 units (50% of the inclusionary units) comprising at least 60,018 square feet of GFA as inclusionary units for households earning equal to or less than 80% of the AMI ("80% AMI Units").
 - b. The distribution of the affordable housing units shall be in accordance with Sheets 122-130 of the Plans dated March 13, 2017 (Ex. 75A2), and in accordance with the following chart:

NOTE: APPROVED IZ CHART PROVIDED AT END OF THIS DOCUMENT.

Footnote 6: If Building A2 is developed as for-sale housing, then the proffered affordable housing will be redistributed as follows: (i) 19,946 square feet of Building A2's residential gross floor area will be dedicated to households earning

Building A2 complies with the housing and affordable housing requirements approved in Z.C. Order No. 15-27.

The total residential GFA proposed for Building A2 is approximately 260,108 square feet. Approximately 7,977 square feet of penthouse habitable space is also being provided in Building A2.

Building A2 is being developed as for-sale residential and is therefore subject to the IZ requirement set forth in Footnote 6 and Decision No. B.2 of Z.C. Order No. 15-27. Specifically, Building A2 is dedicating 8% of the residential GFA (approximately 20,809 square feet) to households earning up to 80% of the AMI.

Footnote 6 and Decision No. B.2 also require that Buildings A1 and B provide additional affordable housing as a result of Building A2 being developed as for-sale housing.

As shown on the current IZ chart (attached at the end of this document), the total residential GFA approved for Buildings A1, A2 and B was 757,933 square feet, and the current total residential GFA now proposed is slightly less at 757,477 square feet. However, the total IZ square footage currently proposed for Buildings A1, A2 and B is exactly the same amount approved in Z.C. Order No. 15-27 as follows:

• 41,688 square feet at 80% AMI (5.5% of the total approved residential GFA);

	up to 80% of the AMI; (ii) a total of 30,100 square feet of Building A1's residential gross floor area will be dedicated to households earning up to 50% of the AMI, and a total of 17,011 square feet of Building A1's residential gross floor area will be dedicated to households earning up to 80% of the AMI; and (iii) a total of 11,587 square feet of Building B's residential gross floor area will be dedicated to households earning up to 50% of the AMI, and a total of 4,731 square feet of Building B's residential gross floor area will be dedicated to households earning up to 80% of the AMI. If Building A2 is to be developed as for-sale housing and Buildings A1 and B are constructed prior to Building A2, then the condition enforcing this commitment will be based on the timing of issuance of the certificate of occupancy for Building A1 and Building B, respectively (see Condition No. B2). c. The Inclusionary Zoning Covenant required by D.C. Official Code §§ 6-1041.05(A)(2)(2012 Repl.) shall include a provision or provisions requiring compliance with all the terms of this condition.	 41,687 square feet at 50% AMI (5.5% of the total approved residential GFA); and 83,375 total square feet devoted to IZ units (11% of the total approved residential GFA) These numbers do not include the additional affordable housing (approximately 638 square feet) generated by Building A2's penthouse habitable space, which will be provided either within Building A2 at 50% of the AMI or through a contribution to the Affordable Housing Production Trust Fund.
B.2	If Building A2 is developed as for-sale housing, then the Applicant shall reduce the total affordable housing proposed for Building A2 from 11% to eight percent of Building A2's residential gross floor area, all of which shall be dedicated to households earning up to 80% of the AMI, and shall transfer an additional 13,713 square feet of affordable housing dedicated to households earning up to 50% of the AMI in Buildings A1 and B, to then result in the following allocations: a. Prior to the issuance of a Certificate of Occupancy for Building A1 and for the life of the Project, the Applicant shall demonstrate to the Zoning Administrator that it has dedicated the following affordable housing in Building A1: i. 30,100 square feet of Building A1's residential gross floor area to households earning up to 50% of the AMI; and ii. 17,011 square feet of Building A1's residential gross floor area to households earning up to 80% of the AMI; b. Prior to the issuance of a Certificate of Occupancy for Building B and for the life of the Project, the Applicant shall demonstrate to the Zoning Administrator that it has dedicated the following affordable housing in Building B: i. 11,587 square feet Building B's residential gross floor area to households earning up to 50% of the AMI; and ii. 4,731 square feet of Building B's residential gross floor area to households	See above. Building A2 is being developed as for-sale housing, and is therefore dedicating 8% of its residential GFA to households earning up to 80% of the AMI.

earning up to 80% of the AMI; c. The requirement to dedicate the additional affordable housing totaling 13,713 square feet in Buildings A1 and B as set forth above is only triggered if Building A2 is developed as for-sale housing and dedicates eight percent of its residential gross floor area to households earning up to 80% of the AMI; d. In no event shall any building include less than eight percent of its residential gross floor area devoted to inclusionary units; and e. All IZ units shall maintain affordability in accordance with all applicable requirements of the Zoning Regulations in effect as of September 5, 2016. B.3 Prior to the issuance of a building permit for Buildings A1 and B, each building Grosvenor provided a LEED scorecard with the secondowner shall have the individual obligation to register the subject buildingwith the USGBC stage PUD application for Building A2 (see Sheet Ato commence the LEED certification process under the USGBC's LEED for New 2 601) and will comply with this condition by registering Construction v2009 rating standards. Prior to the issuance of a building permit for the building with USGBC to commence LEED certification Building C1, the Building C1 owner shall have the individual obligation to register prior to the issuance of the building permit for Building A2. Building C1 with the USGBC to commence the LEED certification process under the USGBC's LEED Core and Shell v2009 rating standards. Prior to the issuance of a building permit for each building in the second-stage PUD, each building owner shall have the individual obligation to register the subject building with the USGBC to commence the LEED certification process under the version of LEED that is in place at the time of applying for that building's building permit. Prior to the issuance of a Certificate of Occupancy for each building in the Grosvenor will comply with the LEED certification B.4 consolidated PUD, each building owner shall have the individual obligation to furnish a requirements prior to issuance of a Certificate of copy of the associated LEED certification application submitted to the USGBC for that Occupancy ("COO") for Building A2 and will ensure that building. The application for Buildings A1 and B shall indicate that the subject building the building is designed to include at least the minimum has been designed to include at least the minimum number of points necessary to achieve number of points necessary to be consistent with LEED LEED-Gold certification under the USGBC's LEED for New Construction v2009 rating Gold for New Construction v2009 rating standards. standards. The application for Building C1 shall indicate that Building C1 has been designed to include at least the minimum number of points necessary to achieve LEED-Gold certification under the USGBC's LEED for Core and Shell v2009 rating standards. Prior to the issuance of a Certificate of Occupancy for each building in the secondstage PUD, each building owner shall have the individual obligation to furnish a copy of the associated LEED certification application submitted to the USGBC for that building. The application shall indicate that the subject building has been designed to include at least the minimum number of points necessary to be consistent with the USGBC LEED-Gold for New Construction v2009 rating standards.

B.5	Prior to the issuance of a Certificate of Occupancy for each building within the consolidated PUD and the first-stage PUD, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has executed and submitted a First Source Employment Agreement to DOES for the subject building, consistent with the First Source Employment Agreement Act of 1984 and the Apprenticeship Requirements Amendment Act of 2004.	Grosvenor will submit an executed First Source Employment Agreement to DOES prior to issuance of its COO.
B.6	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has completed construction of: a. The street grid, landscaping, sidewalks, streetscape improvements, street trees, energy and water efficient systems, construction waste management elements, stormwater runoff materials, and bicycle parking facilities, consistent with the Landscape Plans included in the Plans dated December 23, 2016 (Exhibit 61A1-61A15), and the Plans dated January 26, 2016 (Exhibit 72A1-72A2), showing such improvements for each relevant building delivery. Morse Street, 3 rd Street, and Neal Place shall utilize 10' x 16' scored concrete; the Alley shall be finished with permeable pavers. All sidewalks and elements in public space shall be built to DDOT standards and shall utilize the Union Market Streetscape Guidelines; and b. The Neal Place Extension, consistent with Sheets 20-21, L1.01-L1.02, L1.20-L1.21, L1.26-L1.28, L1.31, L2.05-L2.06, and C200-C201 of the Plans. (Ex. 61A.) However, if at the time of issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, a second-stage PUD application has been approved for Building C2 or Building D, or (ii) three years from the date of issuance of the Certificate of Occupancy for the first building completed within the consolidated PUD. If the Neal Place Extension is deferred as set forth above, then prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD. the Applicant shall demonstrate to the Zoning Administrator that it has built a temporary street in either of the locations shown on Sheet C202 of the Plans, in order to provide an interim east-west connection between 3 rd Street and the Alley.	N/A – condition applies to the consolidated PUD only.
B.7	Florida Avenue Park: Prior to the issuance of a Certificate of Occupancy for Building A1 or B (whichever is first), the Applicant shall demonstrate to the Zoning Administrator that it has completed 75% of construction of the portion of the Florida Avenue Park located	N/A – condition applies to Buildings A1 and B only.

	on the PUD Site, in accordance with Sheets 20 and L1.01-L1.04 of the Plans, as certified by the landscape architect. (Ex. 61A.) The portion of the Florida Avenue Park located on the PUD Site shall be improved with terraced greenspace, public seating areas, and two pathways that provide handicapped, bike, and stroller accessibility. The portion of the Florida Avenue Park located on the PUD Site shall also include biofiltration gardens, landscaping to buffer the rail tracks to the west, and wayfinding. The remainder of the construction of the portion of the Florida Avenue Park located on the PUD Site shall be 100% completed within 120 days after issuance of the Certificate of Occupancy, as certified by the landscape architect.	
8	Prior to the issuance of a Certificate of Occupancy for Building A1 or B (whichever is second), the Applicant shall demonstrate to the Zoning Administrator that the portion of the Florida Avenue Park located on the PUD Site is 100% complete.	N/A – condition applies to Buildings A1 and B only.
9	Prior to the issuance of a building permit for the first building to be constructed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has placed \$150,000 into an escrow fund for the benefit of the Highline Developer, to be used in connection with improvements on the portion of the Florida Avenue Park required by Z.C. Order No. 15-01 to enable the provision of handicapped accessible pathways.	N/A – condition applies to consolidated PUD only.
10	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has contracted with a Property Management Company to maintain and operate the portion of the Florida Avenue Park located on the PUD Site for the life of the Project, or is contributing to a maintenance agreement in partnership with the Highline Developer or market-wide BID.	N/A – condition applies to consolidated PUD only.
11	The Plaza: Prior to the issuance of a Certificate of Occupancy for Building A1 or B (whichever is first), the Applicant shall demonstrate to the Zoning Administrator that it has completed 75% of construction of the Plaza, as certified by the landscape architect, in accordance with Sheets 20, L1.01-L1.04, and L1.07-L1.19 of the Plans. (Ex. 61A.) The Plaza shall complete the pedestrian connection from NoMa and Old City into the Florida Avenue Market area, and shall be developed as an active public gathering space with a variety of seating options positioned using deaf-space design principles that accommodate people speaking sign language. The easternmost section of the Plaza shall be designed to accommodate temporary vendor stations, and shall be lined on both sides by retail storefronts and café terraces. The remainder of the construction of the Plaza shall be 100% completed within 120 days after issuance of the Certificate of Occupancy, as certified by the landscape architect. Prior to the issuance of a Certificate of Occupancy for Building A1 or B (whichever is second), the Applicant shall demonstrate to the Zoning	N/A – condition applies to Buildings A1 and B only.

	Administrator that the portion of the Florida Avenue Park located on the PUD Site is 100% complete.	
12	Prior to the issuance of a Certificate of Occupancy for Building A1, the A1 building owner shall demonstrate to the Zoning Administrator that it has either: (a) reserved a portion of the B01/Plaza Level for publicly accessible bicycle parking; or (b) established a bicycle valet operated by the Property Management Company, retail tenant, or BID to operate on weekends and during special events.	N/A – condition applies to Building A1 only.
13	Prior to the issuance of a Certificate of Occupancy for Building A1 or B (whichever is completed first), the Applicant shall demonstrate to the Zoning Administrator that it has installed a wayfinding totem or similar element at the Plaza where it opens to 3rd and Morse Streets, to provide orientation to key destinations within the Florida Avenue Market area	N/A – condition applies to Buildings A1 and B only.
14	Neal Place Park: Prior to the issuance of a Certificate of Occupancy for Building A2, the Applicant shall demonstrate to the Zoning Administrator that it has completed 75% of construction of the Neal Place Park in accordance with Sheets 20, L1.01-L1.02, and L1.20-L1.21 of the Plans, and as certified by the landscape architect. Neal Place Park shall be 100% completed within 120 days after issuance of the Certificate of Occupancy, as certified by the landscape architect. (Ex. 61A.) The Applicant shall submit detailed landscape design sheets as part of the Second-Stage PUD application that shall be consistent with the above- referenced sheets.	Given that Grosvenor is also developing Neal Place Park, Grosvenor requested to modify Decision No. B(14) of Z.C. Order No. 15-27 as follows: Prior to the issuance of a Certificate of Occupancy for Building A2, the Applicant shall demonstrate to the Zoning Administrator that it has completed 75% 90% of construction of the Neal Place Park in accordance with Sheets 20, L1.01-L1.02, and L1.20-L1.21 Sheets A-2_501-533 of the Approved Building A2 Plans, and as certified by the landscape architect. Neal Place Park shall be 100% completed within 120 days after issuance of the Certificate of Occupancy, as certified by the landscape architect. (Ex. 61A.) The Applicant shall submit detailed landscape design sheets as part of the Second-Stage PUD application that shall be consistent with the above-referenced sheets. The Applicant will comply with this condition related to the completion of Neal Place Park prior to obtaining a COO for Building A2.

15	Prior to the issuance of a Certificate of Occupancy for Building C2 or D (whichever	Grosvenor requested to strike Decision No. B(15) so that
	is first), the Applicant shall demonstrate to the Zoning Administrator that Neal Place Park is 100% complete.	100% responsibility of completing Neal Place Park is transferred to Grosvenor only, as the developer of Building A2.
16	Prior to the issuance of a Certificate of Occupancy for Building A1, the Applicant shall demonstrate to the Zoning Administrator that it has: (i) installed a minimum of 3,000 square feet of retrofitted containers or similar structures on the site of the future Neal Place Park, as shown on Sheet 20 of the Plans, numbered as "1" and labeled/identified as "Pop-Up Retail/Makers Space Incubators" to house Makers; and (ii) marketed, or is in the process of marketing, the retrofitted containers to Makers through the following actions: (Id.) a. Retain a retail broker with experience marketing to and securing a variety of tenant types, including Makers;	
	b. Sponsor a workshop that encourages the maker movement;	
	c. Market the container spaces to retail tenants within the Florida Avenue Market area; and	
	d. Market the container spaces to retail tenants operating in Union Kitchen.	
17	The Applicant shall install, maintain, and operate this area as Pop-Up Retail/Makers Space Incubators and green space until the filing of a building permit application for the construction of Building A2. If the Applicant files a building permit application for the construction of Building A2 at or before issuance of a Certificate of Occupancy for Building A1, then the Applicant is under no obligation to undertake the conditions set forth in Condition B.16.	Grosvenor anticipates that it will file a building permit application for Building A2 at the end of 2019 or early 2020.
18	The Applicant shall have the flexibility to relocate the containers as necessary to accommodate building construction.	
19	Interim Park: Prior to the issuance of a Certificate of Occupancy for Building A1, the Applicant shall demonstrate to the Zoning Administrator that it has installed the temporary improvements shown on Sheet 20 of the Plans, numbered as "3" and labeled/identified as a "Temporary Park." The Applicant shall install, maintain, and operate this area as a landscaped temporary park until the filing of a building permit for the construction of Building D. (Ex. 61A).	N/A – condition applies to Buildings A1 and D only.
20	Prior to the issuance of a Certificate of Occupancy for Building C1, the Applicant shall demonstrate to the Zoning Administrator that it has installed	N/A – condition applies to Buildings C1 and C2 only.

	the temporary improvements labeled as "1" on Sheet 21 of the Plans. The Applicant shall install, maintain, and operate this area as a landscaped temporary park until the filing of a building permit for the construction of Building C2. (Id.)	
21	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has:	N/A – condition applies to consolidated PUD only.
	a. Completed the installation of furnishings and equipment for the Interim Park. Prior to the issuance of a Certificate of Occupancy for the last building completed within the second-stage PUD application, the Applicant shall demonstrate to the Zoning Administrator that it has reused the Interim Park furnishings in other areas of the PUD and/or has donated the furnishings to local schools; and	N/A – Grosvenor anticipates that it will file a building permit application for Building A2 at the end of 2019 or early 2020, and would therefore not be the last building completed within the second-stage PUD.
	b. Restored the dis-used loading platform at the rear of Parcel D.	
22	Maker Spaces: For the purposes of Conditions B.23 through B.25 the term "Makers Uses" means uses within the following use list: production, sale, and/or distribution of food and beverages (provided that the on-site consumption of food and beverages shall be permitted only as an accessory use of such production, sale, and/or distribution user); small-scale production and repair of goods and related sales; media/communications production and distribution; arts and entertainment; traditional crafts and trades; specialty sports and recreation uses (not including traditional gyms or fitness clubs); engineering and design; and technology design and production).	N/A – see below.
23	Prior to the issuance of a Certificate of Occupancy for Building A1 and Building B, the building owner shall have the individual obligation to demonstrate to the Zoning Administrator that:	N/A – condition applies to Buildings A1 and B only.
	a. It has dedicated a minimum of 2,250 total square feet for Makers Uses in Building A1 or Building B (spread between Buildings A1 and B, or located in either Building A1 or B;	
	b. It is marketing the Maker Spaces at 10% less rent than the average base rent charged for leased retail space across the PUD Site at the time that each Maker space is leased; and	
	c. It has and/or is in the process of marketing the 2,250 total square feet of Maker space to Makers Uses by retaining a retail broker with experience marketing to and securing a variety of tenant types, including Makers.	

24	Prior to the issuance of a Certificate of Occupancy for Building C2 and Building D , the building owner shall have the individual obligation to demonstrate to the Zoning Administrator that:	N/A – condition applies to Buildings C2 and D only.
	a. It has dedicated a minimum of 2,250 total square feet for Makers Uses in Building C2 or Building D (spread between Buildings C2 and D, or located in either Building C2 or D);	
	b. It is marketing the Maker Spaces at 10% less rent than the average base rent charged for leased retail space across the PUD Site at the time that each Maker space is leased; and	
	c. It has and/or is in the process of marketing the 2,250 total square feet of Maker space to Makers Uses by retaining a retail broker with experience marketing to and securing a variety of tenant types, including Makers.	
25	For the life of the Project, a minimum of 4,500 square feet of gross floor area shall be reserved in Buildings A1, B, C2 and/or D for Maker Spaces, consistent with the immediately preceding condition.	N/A – condition applies to Buildings A1, B, C2 and D only.
26	Metropolitan Branch Trail: Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has contributed \$10,000 to the Metropolitan Branch Trail beautification program (PowWowMural) via the NoMa BID, and that the trail beautification items and/or services are being provided	N/A – condition applies to the consolidated PUD only.
27	Utilities. Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has extended all new utilities throughout the PUD Site. The utilities for the consolidated PUD shall be oversized to minimize utility work in the streets during future phases of development.	N/A – condition applies to the consolidated PUD only.
С	TRANSPORTATION MITIGATIONS	
C1	Prior to the issuance of a Certificate of Occupancy for Building C1, the Applicant shall demonstrate to the Zoning Administrator that it has installed the improvements in the western 13 feet of the Alley, labeled from west to east as a 7- foot circulation zone, a one-foot paving band, and half of the 10-foot bicycle lane, and as shown on Sheet L1.32 of the Plans. (Ex. 61A.).	N/A – condition applies to Building C1 only.
2	Prior to the issuance of a Certificate of Occupancy for Building C1, the owner of Building C1 shall demonstrate to the Zoning Administrator that it has installed a bicycle lane in the Alley, as shown on Sheet L1.32 of the Plans. (Id.) In the event that the	N/A – condition applies to Building C1 only.

	owner of Building C1 is unable to complete the installation of the bicycle lane in the Alley prior to the issuance of a Certificate of Occupancy for Building C1, due to the resultant timing of completion of the Alley improvements that are part of the Fourth Street PUD, then the owner of Building C1 shall have the flexibility to complete the installation of the bicycle lane no less than six months following the issuance of the Certificate of Occupancy for the South Parcel building of the Fourth Street PUD.	
3	Prior to the issuance of a Certificate of Occupancy for each building, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has constructed the interior bicycle parking within the relevant building, as shown on Sheets 37-39, 44, 69, and 82 of the Plans. (Ex. 61A, 75A.).	Prior to the issuance of a COO for Building A2, Grosvenor will demonstrate that the interior bicycle parking has been constructed as shown on the approved zoning tabulation chart and bicycle parking plan included as Sheets A-2_103 and 303 in the Approved Building A2 Plans.
4	Prior to the issuance of a Certificate of Occupancy for each building completed within the consolidated PUD, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has installed the exterior bicycle parking adjacent to the relevant building and open spaces.	N/A – condition applies to the consolidated PUD only.
5	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has installed a bicycle lane on Morse Street, between the Alley and 4th Street.	N/A – condition applies to the consolidated PUD only.
6	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has: (a) installed a new traffic signal, subject to DDOT approval, at the intersection of 4th and Morse Streets, N.E., and (b) installed traffic management cameras at the intersections of New York Avenue and 4th Street and Florida Avenue and 5th Street for integration into the DDOT traffic management program. If DDOT is not ready to incorporate these improvements at the time that the Applicant is submitting for Certificate of Occupancy for the first building, then prior to the issuance of a Certificate of Occupancy for the first building completed within the Consolidated PUD, the Applicant shall put into an escrow account: (a) \$250,000 necessary to install a new traffic signal at 4th and Morse Streets, N.E., and (b) \$12,000 necessary to install a traffic management camera at the intersections of New York Avenue and 4th Street and Florida Avenue and 5th Street.	N/A – condition applies to the consolidated PUD only.
7	Prior to the issuance of a Certificate of Occupancy for the first building completed within the second-stage PUD, the Applicant shall demonstrate to the Zoning Administrator that it has paid DDOT for the installation and first year's operation expenses of a new Capital Bikeshare station to be located on Morse Street, south of Building C1.	If Building A2 is the first building completed within the second-stage PUD, then prior to issuance of a COO for Building A2 Grosvenor will comply with this condition.

8	Prior to the issuance of a Certificate of Occupancy for the first building completed within the consolidated PUD, the Applicant shall demonstrate to the Zoning Administrator that it has designated two curbside parking spaces for carsharing services within the PUD Site. If no carshare providers are willing to operate in those spaces, the dedicated spaces may be returned to the general on- street parking supply.	N/A – condition applies to the consolidated PUD only.
9	Prior to the issuance of a Certificate of Occupancy for each building completed within the consolidated PUD, and for the life of the Project, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has designated a Transportation Management Coordinator responsible for organizing and marketing the TDM plan and acting as a point of contact with DDOT for the relevant building.	As set forth in the TDM measures for Building A2 included in the record of Z.C. Case No. 15-27A, Grosvenor will comply with this condition for the life of Building A2.
10	For the life of the Project, each building owner shall have the individual obligation to: a. Provide TDM materials to new residents as part of the Residential Welcome Package for Buildings A, B, C2, and D; b. Price all on-site vehicle parking at market rate at minimum, defined as the average cost for parking within a 0.25-mile radius of the PUD Site; and c. Unbundle the cost of residential parking from the cost of lease or purchase of residential units for Buildings A, B, C2, and D.	As set forth in the TDM measures for Building A2 included in the record of Z.C. Case No. 15-27A, Grosvenor will comply with these conditions for the life of Building A2.
11	Prior to the issuance of a Certificate of Occupancy for Buildings A1, B, or C1, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has installed one bicycle repair station in the relevant building listed above, consistent with Sheets 37-39, 44, 69, and 82 of the Plans. (Id.)	N/A – condition applies to Buildings A1, B, and C only.
12	Prior to the issuance of a Certificate of Occupancy for each building, the Applicant shall demonstrate to the Zoning Administrator that it has exceeded the zoning requirements for bicycle parking for the applicable building.	As set forth in the TDM measures and as shown on the approved zoning tabulation chart and bicycle parking plan included as Sheets A-2_103 and 303 in the Approved Building A2 Plans, prior to the issuance of a COO for Building A2, Grosvenor will demonstrate that Building A2 exceeds the zoning requirements for bicycle parking (87 long-term bicycle parking spaces required and 135 long term space provided), plus additional short-term bicycle parking provided on the streetscape adjacent to Building A2's entrances.

13	Prior to the issuance of a Certificate of Occupancy for Building A1, the Applicant shall demonstrate to the Zoning Administrator that it has installed one bicycle repair station at the public Plaza.	N/A – condition applies to Building A1 only.
14	Prior to the issuance of a Certificate of Occupancy for each building, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has installed a transit information screen in each of the residential and office lobbies.	As set forth in the TDM measures included in the record of Z.C. Case No. 15-27A, prior to issuance of a COO for Building A2, Grosvenor will demonstrate that a transit screen has been installed in the residential lobby of Building A2.
15	Prior to the issuance of a Certificate of Occupancy for each residential building completed within the consolidated PUD and second-stage PUD, respectively, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has dedicated \$200 per residential unit in alternative transportation incentives that can be used as an annual Capital Bikeshare membership, an annual carshare membership, a carshare driving credit, or for bicycle repair/maintenance. These funds shall be pooled during each phase of the Project into a fund that would make incentives available to residents until the fund is exhausted. This benefit shall be included in rental or condominium documents for all of the residential units planned within the project, both in Phase 1 and Phase 2. If the fund is not exhausted within five years of issuance of a certificate of occupancy for the first building within each phase of the project, it shall be disbursed to a TDM-related entity or organization at DDOT direction.	TBD – Information to be provided prior to hearing.
16	Prior to the issuance of a Certificate of Occupancy for each residential building, each building owner shall have the individual obligation to demonstrate to the Zoning Administrator that it has: a. Purchased and placed two cargo bicycles within each residential building; and b. Purchased and placed three rolling shopping carts within each residential building.	As set forth in the TDM measures included in the record of Z.C. Case No. 15-27A, prior to issuance of a COO for Building A2, Grosvenor will demonstrate that two cargo bicycles and three rolling shopping carts have been provided within Building A2.
D.1	Miscellaneous. No building permit shall be issued for the PUD 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 the Attorney General and the Zoning Division, Department of Consumer and Regulatory Affairs. Such covenant shall bind the Applicant and all successors in title to construct and use the PUD 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 the Office of Zoning.	Grosvenor will comply with this condition for Building A2 as needed.

2	The consolidated PUD shall be valid for a period of two years from the effective date of Z.C. Order No. 15-27. Within such time, an application must be filed for a building permit for construction of Buildings A1, B, and C1, with construction of any of these buildings to commence within three years of the effective date of this Order.	N/A – condition applies to the consolidated PUD only.
3	The first-stage PUD shall be valid for five years after the effective date of this Order; provided that a second-stage application for one or more of the second phase buildings must be filed no later than two years after the effective date of this Order.	Grosvenor filed a second-stage PUD application for Building A2 within the timeframe listed.
4	The Applicant is required to comply fully with the provisions of the Human Rights Act of 1977, D.C. Law 2-38, as amended, and 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 that is also prohibited by the Act. In addition, harassment based on any of the above protected categories is also prohibited by the Act. Discrimination in violation of the Act will not be tolerated. Violators will be subject to disciplinary action.	Grosvenor complies with this condition as it relates to Building A2.
5	The Applicant shall file with the Zoning Administrator a letter identifying how it is in compliance with the conditions of this Order at such time as the Zoning Administrator requests and shall simultaneously file that letter with the Office of Zoning.	Grosvenor will comply with this condition for Building A2 as needed.

Approved IZ Chart

	Building A1	Building A2 ⁶	Building B	Building C2	Building D (resid. option)	Affordable Control Period	Affordable Unit Type	Total
Total	422,605 sf GFA (453 units)	249,323 sf GFA (198 units)	86,005 sf GFA (105 units)	211,784 sf GFA (232 units)	121,484 sf GFA (115 units)	NA	NA	1,091,201 sf GFA (1,103 units)
	(100%)	(100%)	(100%)	(100%)	(100%)			(100%)
Mar ket Rate	376,117 sf GFA	221,897 sf GFA	76,543 sf GFA	188,488 sf GFA	108,120 sf GFA	NA	NA	971,165 sf GFA
	(89%)	(89%)	(89%)	(89%)	(89%)			(977 units)
50% AMI	23,244 sf GFA	13,713 sf GFA	4,731 sf GFA	11,648 sf GFA	6,682 sf GFA	Life of the Project	Rental (optional for-sale in	60,018 sf GFA
	(26 units) (5.5%)	(12 units) (5.5%)	(5 units) (5.5%)	(13 units) (5.5%)	(6 units) (5.5%)		Building A2)	(62 units)
80% AMI	23,244 sf GFA	13,713 sf GFA	4,731 sf GFA	11,648 sf GFA	6,682 sf GFA	Life of the Project	Rental (optional for-sale in	60,018 sf GFA
	(26 units) (5.5%)	(12 units) (5.5%)	(5 units) (5.5%)	(13 units) (5.5%)	(6 units) (5.5%)		Building A2)	(62 units)

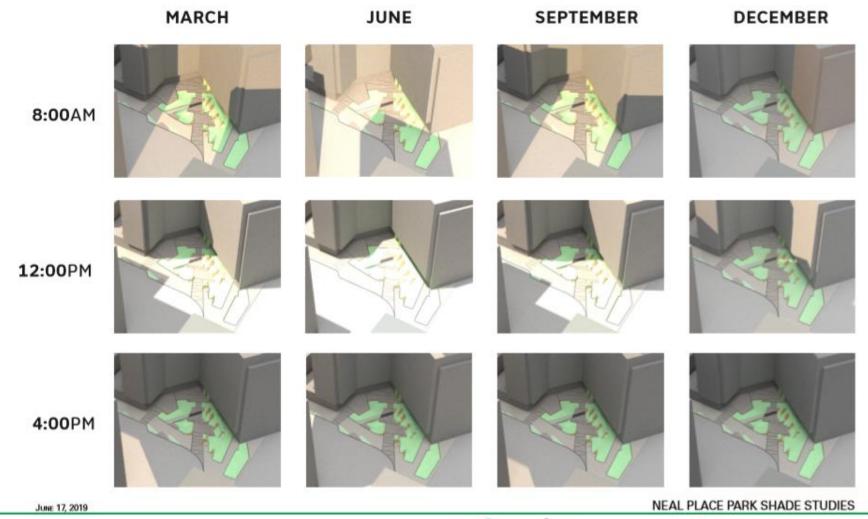
Footnote 6: If Building A2 is developed as for-sale housing, then the proffered affordable housing will be redistributed as follows: (i) 19,946 square feet of Building A2's residential gross floor area will be dedicated to households earning up to 80% of the AMI; (ii) a total of 30,100 square feet of Building A1's residential gross floor area will be dedicated to households earning up to 50% of the AMI, and a total of 17,011 square feet of Building A1's residential gross floor area will be dedicated to households earning up to 80% of the AMI; and (iii) a total of 11,587 square feet of Building B's residential gross floor area will be dedicated to households earning up to 50% of the AMI, and a total of 4,731 square feet of Building B's residential gross floor area will be dedicated to households earning up to 80% of the AMI. If Building A2 is to be developed as for-sale housing and Buildings A1 and B are constructed prior to Building A2, then the condition enforcing this commitment will be based on the timing of issuance of the certificate of occupancy for Building A1 and Building B, respectively (see Condition No. B2).

Current IZ Chart

	(See Z.C.	Approved PU Order No. 15-2 Decision No. B	27, page 55, fo	otnote 6 and	Proposed PUD – When A2 is Delivered For Sale			
	A1	A2	В	Total	A1	A2 ²	В	Total
Residential GFA	422,605 sf	249,323 sf	86,005 sf	757,933 sf	413,865 sf	260,108 sf	83,504 sf	757,477 sf
80% AMI	17,011 sf (4%)	19,946 sf (8%)	4,731 sf (5.5%)	41,688 sf (5.5%)	16,286 sf (3.9%)	20,809 sf (8%)	4,593 sf (5.5%)	41,688 sf (5.5%)
50% AMI	30,100 sf (7.1%)	0	11,587 sf (13.5%)	41,687 sf (5.5%)	29,951 sf (7.2%)	See footnote 1	11,736 sf (14%)	41,687 sf (5.5%)
Total IZ	47,111 sf (11.1%)	19,946 sf (8%)	16,318 sf (19%)	83,375 sf (11%)	46,237 sf (11.1%)	20,809 sf (8%)	16,329 sf (19.5%)	83,375 sf (11%)

² Building A2 includes approximately 7,977 square feet of penthouse habitable space devoted to residential units, a minimum of 8% of which (approximately 638 square feet) will be devoted to an IZ unit at 50% of the MFI within Building A2. The first-stage PUD for Building A2 did not include penthouse habitable space or the resultant IZ unit. The Applicant has requested flexibility to either provide the 50% MFI IZ unit on-site or to make a contribution to the Housing Production Trust Fund.

Attachment 3 - Submitted to OP by Applicant June 13, 2019









SCAPE

Attachment 4 - Submitted to OP by Applicant June 13, 2019

