

August 26, 2021

Via IZIS

Anthony Hood, Chairperson
District of Columbia Zoning Commission
441 4th Street, NW, Suite 200-S
Washington, DC 20001

Re: Modification of Consequence Application for the Approved Second Stage Planned Unit Development (“PUD”) for Block B of the Art Place at Fort Totten Project in Zoning Commission Order Nos. 06-10D and 06-10E

Dear Chairperson Hood:

The Morris & Gwendolyn Cafritz Foundation (the “Applicant”) hereby requests a Modification of Consequence related to the plans that were approved for the Second Stage PUD Application in ZC Case Nos. 06-10D and 06-10E (the “Block B PUD Project”), which is located at Square 3765, Lot 10, and Square 3767 Lot 1 (the “Property”)¹. The agent authorization letter is attached as Exhibit A. This modification request is made pursuant to Subtitle Z § 703 of the Zoning Regulations.

A. Background

In ZC Order No. 06-10, effective as of January 15, 2010, the Zoning Commission approved the consolidated and first-stage PUD application for Art Place at Fort Totten (“APFT”). The APFT project included development of four blocks, Blocks A-D, with Consolidated PUD approval for Block A, and First-Stage PUD approval for Blocks B, C, D. That approval was subsequently modified in Order 06-10A (which was a modification to shift the grocery store use from Building A to Building B) and 06-10C (which reduced the amount of parking provided in Building A), (collectively, the “First Stage Order”). The First Stage Order also granted a PUD-related map amendment for the Property to a combination of the C-2-B and FT/C-2-B zone, which became the MU-5-A zone effective September 2016.

¹ The Property is identified in Order No. 06-10E as Square 3765, Lots 1-4 and 7-9 and Square 3767, Lots 2-4. These Lots, and the Street and Alley Areas that were closed pursuant to DC Act 23-214, were consolidated into a single record lot, Lot 10 in Square 3765. As described below, the Applicant seeks to add Lot 1 in Square 3767 to the Block B PUD approval as part of this Modification of Consequence application.

The Block B PUD Project, which was approved by ZC Order No. 06-10D (effective March 20, 2020), consists of a mixed-use building with two primary components – the Family Entertainment Zone (“FEZ”) and a residential component. The FEZ fronts on South Dakota Avenue and included the following uses: retail space/food hall; theatre/interactive space; gala/events space; Meow Wolf (an innovative arts collective); Explore! Children’s Museum; and an Aldi grocery store. The residential component of the Block B PUD Project, with frontage along the former 4th Street, NE (which was closed pursuant to DC Act 23-214), included approximately 271 units (30 reserved as artist affordable units) with ground floor retail spaces and ground floor artist maker spaces.

On April 21, 2020, the Applicant filed Modification of Consequence Application No. 06-10E which sought approval of modifications of the exterior architectural elements of the residential and FEZ components and to the open space along Kennedy Street, NE. In addition, that application sought modifications of the internal square footages of the various FEZ components. The Zoning Commission approved the Modification of Consequence application in Order No. 06-10E, which became effective on September 4, 2020.

Copies of ZC Order No. 06-10, as well as ZC Order Nos. 06-10A, 06-10C, 06-10D, and 06-10E are attached as Exhibit B. (ZC Case No. 06-10B was withdrawn.)

B. Modification Request and Applicant’s Satisfaction of the Standards for Approving a Modification of Consequence

As a result of the unprecedented impacts of the COVID pandemic, Meow Wolf determined that it was no longer able to move forward with the ratified lease for space at the Arts Place at Fort Totten Phase B. While no longer pursuing the original plans, Meow Wolf and the Applicant remain excited about the vibrant creative community of Washington DC and the vision for the Arts Place at Fort Totten. Both parties agreed to keep open the option to work together in the coming years in order to find ways to honor each other’s social impact mission for the benefit of the metropolitan area.

The loss of the Meow Wolf lease required the Applicant to rethink the use of the immersive arts collective space and its impact on the internal spaces within the FEZ. The Applicant is thrilled that the modified Block B project that is presented in this application has been able to retain all of the previously approved uses in the FEZ, with minimal impact on the exterior appearance of the project. In fact, the Applicant believes that the design, architecture and appearance of the entire project has significantly improved as a result of these modifications.

The Applicant believes that it is appropriate for the Zoning Commission to review this application as a Modification of Consequence. Section 703 of Subtitle Z of the Zoning Regulations establishes the standards and requirements for approval of modifications of

consequence, without a public hearing. Section 703.4 notes that examples of modifications of consequence:

[i]nclude, but are not limited to, a proposed change to a condition in the final order, a change in position on an issue discussed by the Commission that affected its decision, or **a redesign or relocation of architectural elements and open spaces from the final design approved by the Commission.** (emphasis added in bold).

Specific revisions to the Block B PUD Project, as shown in the plans and materials attached as Exhibit C, are discussed in detail below.

Residential Component – (See pages 8, 15-16, 18-19, 22, 29- 32, 34-37 of Exhibit C)

- The north residential tower has been extended (to include Lot 1 in Square 3767) to allow 23 additional residential units to be added to the building.
- The proposed dog park has been relocated to the corner of former 4th Street and Kennedy Street.
- The color palette on the residential towers has been revised for a more neutral set of colors.

The proposed development of Block B has anticipated the need for a seamless relocation of all residents from the former Riggs Plaza Apartment buildings to either the Block A residential building or to other locations at the discretion of those residents. As shown on pages 8 and 16 of Exhibit C, during the Block B PUD approval process the north residential tower has been extended along 4th Street as the demand for the remaining apartments in the former Riggs Plaza Apartment buildings lessened. At this point, there is no longer any demand for these apartments from the former tenants and all of the former Riggs Plaza Apartment buildings have been demolished. Therefore, the Applicant believes that it is entirely appropriate to include this last lot (Lot 1 in Square 3767) in the Block B approval. The Applicant believes that it is appropriate to include this lot in the Block B PUD approval through the Modification of Consequence process as this land area is already included in the overall First-Stage PUD approval, the proposed use is entirely consistent with the adjacent residential/maker space use, and the façade treatment of the extended north residential tower is entirely consistent with the rest of the residential tower.

The creation of 23 additional residential units in Block B is an additional benefit to the project. These additional units will provide more housing opportunities near the Ft. Totten Metro Station and will provide more potential customers and visitors to the arts, retail and entertainment uses in the FEZ. As noted in Conclusion of Law No. 13 and Condition No. F.1.²

² See Condition No. F. Benefits and Amenities 1. *Affordable Housing*. “The Overall PUD Order’s 929 maximum residential units (up to 520 in Block A and 409 in Block C, location modified by this Order) are vested and so not

in ZC Order No. 06-10D, the Applicant is not required to provide any additional affordable housing in the PUD project until the total number of units in the overall PUD project exceeds 929. The addition of the 23 residential units will result in a total of 814 residential units in Blocks A and B. Therefore, consistent with the Zoning Commission’s previous approval, there should not be any additional affordable housing requirement as a result of the 23 additional residential units being constructed on Block B.

The relocated dog park is necessary as a result of the extended north residential tower. The proposed new location is shown on page 8 of Exhibit C. The proposed color palette for the residential building is shown on pages 32 and 37 of Exhibit C.

FEZ Component – (See pages 12-14, 16-19, 25- 27 of Exhibit C)

- Internal modifications that result in modified square footage for the various uses are proposed, with the overall square footage of commercial use reduced by 33,500 sf (approximately 13%).
- Reduction in the number of parking spaces from 717 to 494, and related reduction in the area needed for excavation.
- Reduction in height of the drum by approximately 22 feet, 6 inches and removal of the “fort” at the corner of Ingraham Street and 4th Street.
- Addition of a terrace level above the retail uses along South Dakota Avenue.
- Addition of another loading berth accessed from the former 4th Street, NW to enhance the loading flexibility for commercial tenants.

As discussed above, the COVID pandemic required the Applicant to rethink the internal spaces used by the entertainment and cultural, retail, grocery and parking elements of the FEZ portion of the project. As noted above, all of the uses that were previously approved for the FEZ are still included in this modified project. The Applicant proposes to continue to group the internal square footage of the FEZ component in a manner that is consistent with the Zoning Commission’s approval in ZC Order No. 06-10E, as follows:

- Entertainment and Cultural – which includes arts-based uses³, theater and entertainment space – to be managed by the Venue Group, and children’s museum space;
- Retail – which includes retail and food hall uses;
- Parking;

subject to the IZ regulations applicable at the time of the second-stage PUD application proposing the additional residential units.”

³ The Applicant is in discussions with Artechouse (<https://www.artechouse.com/mission/>), Super Blue (<https://www.superblue.com/about/>), and Illuminarium (<https://www.illuminarium.com/faq>) regarding their interest in being tenants at the FEZ. More detailed information regarding these potential arts-based tenants are provided in the links above and the attached Exhibit D.

- Grocery; and
- Residential.

Page 3 of Exhibit C provide more detailed information on the square footage of each of the proposed uses in the FEZ.

The proposed reduction in the number of parking spaces provided in the PUD Project is directly related to the removal of the Meow Wolf use, which was a significant generator of vehicular traffic, and the proposed updated mix of entertainment and cultural uses, as well as the Aldi grocery store, and the food hall and retail uses. The Applicant's traffic engineering expert, Wells & Associates, has prepared an updated Trip Generation Analysis (attached as Exhibit E) which provides an analysis of the expected parking demand from the proposed uses and the ability of the reduced number of parking spaces to satisfy that expected parking demand.

Page 6 of the updated Trip Generation Analysis includes a chart showing how the proposed 494 parking spaces satisfies the Zoning Requirements for the project, without taking the 50% reduction that would otherwise be allowed for a project that is as close to a Metro Station. In addition, the Applicant will continue to satisfy all of the Transportation and Mobility Impact Mitigations outlined in Condition No. C. of ZC Order No. 06-10D. The updated Trip Generation Analysis⁴ determined that the proposed modified project is estimated to generate 52 fewer AM peak hour vehicle trips, 128 fewer PM peak hour vehicle trips, and 173 fewer Saturday peak hour vehicle trips. The updated Trip Generation Analysis concludes:

Based on the reduction in peak hour trips during each studied peak period, with previously proposed mitigation measures, the project will have no adverse effect on the surrounding transportation network. The mitigation measures included in the prior Zoning Order would continue to mitigate the impacts of the proposed development. The significant decrease in parking supply will benefit the vehicle traffic conditions on both the access locations and the surrounding roadways. (Emphasis added, p. 6.)

Access to the loading berths for the north residential tower will continue to occur from the adjacent alley. Pages 9-11 of Exhibit C depict the internal circulation patterns showing how residential tenants of the north tower will access their units from the parking garage below the FEZ building (which is very similar to the manner in which numerous residents of Block A

⁴ The updated Trip Generation Analysis noted that "For Trip generation purposes, a portion of the cultural uses were previously identified as a 250-seat theater and flexible entertainment space. The updated plans show seating for up to 1,200 persons for a peak event. . . ." "To estimate traffic based on the updated building design, the trip generation methodology used previously in the CTR was used for the modification." "Further it was assumed that the seating/flexible entertainment space would operate as a 600-seat performance space (compared with 250 seats in the previous CTR) with the remainder of the space being used for performance set-up or other cultural exhibits and experiences." (See p. 3 of the Updated Trip Generation Analysis.)

travel from the below-grade parking spaces to their residential units on the northern edge of Block A) as well as to the Ft. Totten Metro Station.

The proposed reduction in the height of the signature drum element of the FEZ component (by 22 feet, 6 inches), is directly related to Meow Wolf no longer being a part of the project. The Applicant's design team believes that the reduced height of the drum is actually an improvement to the FEZ building. While the form and the expression of the fins maintains the drum's visual impact as a distinct, iconic destination building, the scale and proportion of the building is more in tune with the surrounding residential neighborhood. Similarly, the modifications to the height of the drum made the previous dimensions of the "Fort" out of proportion with the overall composition of the project at the intersection of 4th Street and Ingraham Street. Therefore, the Fort element of the original design was removed. In addition, a terrace level is added above the retail uses along South Dakota Avenue to further refine the scale and proportions of the building. The reduced scale of the ground floor and the outdoor activity made possible by the terrace help invigorate the pedestrian experience along this important block of South Dakota Avenue.

The additional loading berth along former 4th Street is necessary to provide greater flexibility to the commercial tenants in the FEZ building. Previously, it was anticipated that Meow Wolf would need access to the loading dock very infrequently, for occasional maintenance of otherwise permanent exhibits. The additional berth anticipates a greater variety of exhibitions and uses in the cultural and entertainment spaces in the FEZ building and the need for more loading and service capacity.

C. Service on Party

The parties in Zoning Commission Case No. 06-10D were ANC 5A and the Lamond Riggs Citizens Association ("LRCA"). ANC 5A submitted a resolution in support of the Block B PUD Project and the LRCA was a party in support in Case No. 06-10D. The boundaries of ANC 4B are located across the street from a portion of the Property. ANC 4B did not participate in Zoning Commission Case No. 06-10D or in Zoning Commission Case No. 06-10E. Therefore (in satisfaction of § 703.13 of Subtitle Z), ANC 5A, the LRCA and ANC 4B are being served with this application. (See attached Certificate of Service). The Applicant intends to make presentations to ANC 5A, ANC 4B, and LRCA at their virtual public meetings in September, 2021.

D. Conclusion

The proposed modifications are entirely consistent with the Zoning Commission's previous approvals of the Block B PUD Project. The Applicant believes that these proposed modifications are entirely consistent with the Commission's intent of approving a high-quality

mixed-use project. The use of the Modification of Consequence process outlined in § 703 of Subtitle Z of the Zoning Regulations is entirely appropriate for this application.

Please feel free to contact the undersigned if you have any questions or comments regarding this application.

Respectfully Submitted,

_____/s/_____
Paul A. Tummonds, Jr.

_____/s/_____
Jennifer Logan

- Ex. A - Agent Authorization Letter
- Ex. B - Previous ZC Orders
- Ex. C – Updated Plans/Materials
- Ex. D – Information on Potential Arts-Based Tenants
- Ex. E. – Updated Trip Generation Analysis

Certificate of Service

I hereby certify that I sent the foregoing document to the addresses below on August 26, 2021 by e-mail.

_____/s/_____
Paul A. Tummonds, Jr.

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