GOVERNMENT OF THE DISTRICT OF COLUMBIA
Zoning Commission

ZONING COMMISSION FOR THE DISTRICT OF COLUMBIA
ZONING COMMISSION ORDER NO. 11-03
Z.C Case No. 11-03
Hoffman-Struever Waterfront, L.L.C.
(First-Stage Planned Unit Development and Related Zoning Map Amendment)
Southwest Waterfront
October 17, 2011

Pursuant to notice, the Zoning Commission for the District of Columbia ("Commission") held a public hearing on July 18 and 21, 2011, to consider applications for a first-stage planned unit development ("PUD") and related map amendment filed by Hoffman-Struever Waterfront, L.L.C., ("Applicant") on behalf of Vestry of St. Augustine's Church and the District of Columbia, through the Office of the Deputy Mayor for Planning and Economic Development, the current owners of the property. The property included in the PUD application is the portion of the Southwest Waterfront generally bounded by the Washington Channel of the Potomac River on the southwest and Maine Avenue on the northeast between 6th and 11th Streets, S.W., Washington, D.C. The Commission considered the applications pursuant to Chapters 24 and 30 of the District of Columbia Zoning Regulations, Title 11 of the District of Columbia Municipal Regulations ("DCMR"). The public hearing was conducted in accordance with the provisions of 11 DCMR § 3022. For the reasons stated below, the Commission hereby approves the applications.

FINDINGS OF FACT

The Applications, Parties, and Hearings

1. On February 10, 2011, the Applicant filed an application with the Commission for first-stage review and approval of a PUD for the following land and adjacent riparian areas of the Washington Channel: Lot 54 in Square 390; Lots 804, 805, and 806 in Square 391; Lot 827 in Square 472; Lots 83, 84, 814, 815, 819, 820, 822, 823, 824, 825, 826, 827, 828, 831, 834, 837, 839, 840, 841, 842, 843, 844, 845, 849, and 851 in Square 473; Lots 883, 884, and 885 in Square 503; Lot 810 in Square 471W; and portions of closed Water Street, 9th Street, 7th Street and M Place and N Street ("PUD Site"). The Applicant also filed an application for a related amendment of the Zoning Map from the W-1 and R-3 Zone Districts to the C-3-C Zone District. The Applicant later amended its application to maintain the W-1 zoning on Lot 834 in Square 473 (also known as Parcel 10) and to rezone the property at Lots 83 and 814 in Square 473 (also known as Parcel 11 and the site of St. Augustine's Church) from the R-3 to the R-5-B Zone District. The existing W-1 zoning of the riparian areas would be extended to the proposed new pierhead line. The PUD Site contains approximately 991,113 square feet of land area and approximately

ZONING COMMISSION
District of Columbia
CASE NO.11-03
EXHIBIT NO.121

167,393 square feet of piers and docks in the riparian. The PUD Site is presently improved with buildings and improvements constructed under the Southwest Urban Renewal Plan for the Southwest Waterfront. The Applicant intends to redevelop the PUD Site to implement the city's revitalization plan for a new, mixed-use Southwest Waterfront.

2. By report dated April 14, 2011, the Office of Planning ("OP") recommended that the applications be set down for a hearing. At its public meeting held on April 25, 2011, the Commission voted to schedule a public hearing on the application.

3. On May 10, 2011, the Applicant submitted a pre-hearing statement, along with several architectural drawings to respond to issues raised by the Commission and OP. The Applicant filed a supplemental statement and full replacement set of architectural drawings on June 28, 2011.

4. A description of the proposed development and the notice of the public hearing in this matter were published in the *D.C. Register* on June 3, 2011. The notice of public hearing was mailed to all property owners within 200 feet of the PUD Site as well as to Advisory Neighborhood Commission ("ANC") 6D. On July 18 and 21, 2011, the Commission held a hearing to consider the applications.

5. The parties to the case were the Applicant, ANC 6D, the Vestry of St. Augustine's Church, the Gangplank Marina Slipholders Association, the 6th Street Homeowners (comprised of Leslie Randolph, Alice Wender, Susie Humphries, and William McLin), and Tiber Island Cooperative Homes. The Commission denied party status to Harbour Square Cooperative Association as not meeting the requirements under the Commission's rules.

6. At the July 18th hearing, the Applicant presented five witnesses in support of its applications: Lamont Hoffman, managing member of Hoffman-Madison Waterfront LLC; Stanton Eckstut, FAIA, EEK Architects, a Perkins Eastman Co.; Daniel B. VanPelt, Gorove/Slade Associates; Robert V. Sloop, Moffatt & Nichol; and Steven E. Sher, Director of Zoning and Land Use Services, Holland & Knight LLP. Based upon their professional experience and qualifications, Mr. Eckstut was recognized as an expert in architecture; Mr. VanPelt as an expert in transportation planning; Mr. Sloop as an expert in marina design and engineering; and Mr. Sher as an expert in land use, zoning, and planning.

7. Matt Troy of the Office of the Deputy Mayor for Planning and Economic Development also testified in support of the applications. Harriet Tregoning, Director of OP, and Matthew Jesick, Development Review Specialist at OP, also testified in favor of the applications. Nina Albert, Director of the District's Department of the Environment

("DDOE"), testified as to the stormwater and environmental aspects of the project that might ultimately have to be addressed as part of the stage two PUD review of the proposed development. Jamie Hansen of the District's Department of Transportation ("DDOT") testified that the breadth and scope of the Applicant's analysis was unprecedented and commended the Applicant on its thoroughness. DDOT stated that the Applicant has demonstrated that the project is approvable at this planning stage and that it looks forward to working with the Applicant during the stage two PUD applications.

8. At its meeting on July 11, 2011, which was duly noticed and at which a quorum was present, ANC 6D unanimously voted to support the applications, with conditions. The ANC held a supplemental meeting on August 22nd to consider the responses it received from the Applicant on the conditions. At that meeting, which was duly noticed and at which a quorum was present, ANC 6D again unanimously voted to support the application with conditions. At the end of the hearing, the record was left open to allow the ANC to meet, take another vote, and submit a second resolution on further discussions with and commitments made by the Applicant. The ANC filed its supplemental resolution, dated August 24, 2011, with the Commission on August 26, 2011.

9. The following persons testified in support of the applications, with some witnesses noting concerns about aspects of the development: Fredrica Kramer, Marcia Bachman, Kay Williams, Rev. Ruth Hamilton, Eve Brooks, Juanita Jones, Debra Frazier, Melissa Rohan, Judith Claire, Tom Des Jardins of the Capital Yacht Club, Cara Shockley, Zev Feder of the Capitol Square Homeowners Association, Jo Chang of the Southwest Neighborhood Assembly, Richard Westbrook, David Sobelsohn, Desiree Urquhart of Arena Stage, Eve Gratman, and Rhonda Hamilton. The Commission received letters in support of the project from the following: Councilmember Michael A. Brown; Councilmember Harry "Tommy" Thomas, Jr.; the Washington Waterfront Association; the Mandarin Oriental Hotel; Arena Stage; and Riverside Baptist Church. The following persons testified in opposition: Gene Solon, Benisse Lester, Catherine Herradge, John Hayes, Diane Schulz, B.K. Lunde, and Phil Johnson.

10. At its public meeting held on September 12, 2011, the Commission took proposed action to approve with conditions the applications and plans for a first-stage PUD and related map amendment to the R-5-B and C-3-C Zone Districts for portions of the site.

11. The applications were referred to the National Capital Planning Commission ("NCPC") for review of any impacts on the federal interest under the Comprehensive Plan. On October 6, 2011, NCPC commented "favorably" on the Southwest Waterfront first-stage PUD.

12. The Commission took final action to approve the application on October 17, 2011.

The PUD Project

13. The proposed PUD is being developed pursuant to an Amended and Restated Land Disposition Agreement dated May 13, 2009, as subsequently amended ("LDA"), by and between the District of Columbia and Hoffman-Struever Waterfront, L.L.C. In 2006, the Anacostia Waterfront Corporation ("AWC"), a District-owned corporation chartered to redevelop land along the Anacostia River and initiate the environmental clean-up of the waterway, issued a Request for Expressions of Interest ("RFEI") to redevelop approximately 22 acres of land and associated riparian areas along the Southwest Waterfront. The AWC selected the Hoffman-Struever team as the master developer for the Southwest Waterfront. The property will be redeveloped under one or more ground leases with the District, which owns the land. The proposed PUD incorporates the master plan elements for redeveloping the Southwest Waterfront, including components of the Draft Anacostia Waterfront Plan adopted by the Council in 2003 and the 2010 amendments to the Comprehensive Plan. The plan is intended to create a new waterfront community with office, retail, service, residential, cultural, maritime, and recreational uses, including over 12 acres of both actively programmed and passive open spaces including parks, promenades, and plazas.

14. The project consists of 11 mixed-use building parcels, a number of smaller landside and waterside structures, four major plazas, one large park, a waterfront promenade/shared space known as the "Wharf," as well as public and private piers. The waterside development will include proposed club buildings for the Gangplank and Capital Yacht Club marinas as well as a residential building on a pier (Pier 4). The public access parks and Wharf are contemplated to include small retail structures and kiosks as shown in the submission.

15. A fundamental design component of the Southwest Waterfront project is the Wharf. The Wharf is intended to be primarily a pedestrian and slower speed vehicle environment that is typically 60 feet wide, immediately adjacent to the Washington Channel and that spans the length of the PUD project. It is designed to be a dynamic mixed-use environment that includes areas for outdoor seating and cafés, pedestrian promenade, and a low-speed limited use vehicular/streetcar travel lane. The Wharf will also provide for the potential inclusion of a streetcar within the project.

16. The current building configuration of the Southwest Waterfront is characterized by large single-use structures on expanses of hardscape surfaces and parking on open and below-grade parking decks and large, partially sunken and surface lots. The proposed development will replace these undesirable conditions with a pedestrian-oriented development that provides enhanced view corridors and access to the water's edge. The new land use pattern for the site will create 11, smaller city blocks with dimensions of

approximately 200 to 250 linear feet on each side. These new blocks are nearly half the size of a typical square in the District. The creation of smaller city blocks, balanced with taller buildings, allows an increase in the number of view corridors to the water.

17. The tallest portions of the buildings on the nine northern parcels ("Parcels 1-9"), which are to be zoned C-3-C, would reach heights of up to 130 feet and be built on broader bases of two to five stories. The building on Parcel 5 would be constructed to 110 feet. At the southern end of the site, the residential portion of the building on Parcel 11, which will be zoned R-5-B, would be 45 feet in height, which is only five feet more than permitted under the existing R-3 zoning. A partially occupied penthouse would be up to 57 feet in height, which is six feet lower than a typical penthouse. The church portion of Parcel 11 would be 45 feet, with the sloped roof reaching a height of 49 feet, which is 11 feet lower than what is permitted for a church under the existing R-3 zoning. The building on Parcel 10, to be located in the W-1 Zone District, would be 60 feet in height. Pavilions and waterside buildings would be one or two stories, except for the residential building on Pier 4, which would be 45 feet tall.

18. The overall landside density of the PUD will be 3.87 floor area ratio ("FAR"). If the portions of the site to be devoted to private roadways and sidewalks are included in the land area, the project has a total landside density of 3.19 FAR. Waterside uses would have a maximum potential density of 0.68 FAR, or 114,000 square feet. The waterside density based on a total pier area of 167,393 square feet. The overall density, whether including or excluding the private roadways, falls well below the 8.0 FAR permitted for the C-3-C zoned land and the 3.0 FAR permitted for the R-5-B zone land, or the aggregate permitted density of 6.07 FAR for the site under the PUD guidelines.

19. The PUD project will create a unique, mixed-use waterfront community in the District, with the most significant quantity of mixed-income residences built in the District in the last several decades. Consisting of both rental and for-sale units, housing units will be offered at a variety of price points including market rate, workforce levels, and low- to moderate-income levels. Brand new facilities at both the Gangplank Marina and the Capital Yacht Club Marina will be completely reconstructed to provide slips for a variety of vessels and recreational uses, and will draw new visitors to the site through additional transient boat slips. The unique live-aboard community at Southwest will remain in the new redevelopment. The PUD building program will also include a cultural component of 85,000 to 105,000 square feet of gross floor area. This multi-use facility will function as a venue for live-music events, staged theatrical productions, sporting events such as tennis, meetings, and conventions.

20. Significant public spaces have been incorporated in the PUD and are fundamental to the concept of a pedestrian-friendly Wharf. These spaces occur at the major points along Maine Avenue, as follows: (i) the area adjacent to the existing Fish Market and Banneker

Overlook; (ii) the intersection of 9th Street, S.W.; (iii) the intersection of 7th Street, S.W.; and (iv) the intersection of M Street, S.W. Each of these public spaces has been designed with a different character. At the Fish Market, a new "Market Square" area will be developed that builds upon the heavily trafficked commercial activities of the existing market, while preserving important views from Banneker Overlook. It will be treated as a tight urban plaza reminiscent of Pike Place Market in Seattle, Washington, or Granville Island in Vancouver, British Columbia. At 9th Street, S.W., which will be the main vehicular entry to the site, "City Square" and "City Pier" will be formed as a large, coherent urban plaza suitable for formal civic events, something that is lacking today in this part of the District. At 7th Street, S.W., the open space will be developed as the "7th Street Park," which will provide a quiet, contemplative green space in the center of the project. It is designed to connect the neighboring Southwest communities to the Wharf and the 7th Street recreation pier. The new "M Street Landing" will feature a new urban plaza incorporating water features and showcasing views of the evocative forms of the Arena. A large Waterfront Park area will be located at the extreme southeast area of the project, adjacent to the closest residential neighborhood. Other smaller open spaces are located along the Wharf, which itself functions as one of the major open air community attractions in the project.

21. In addition to the landside development, the PUD also incorporates an extensive "water plan" that reflects a wide range of uses and activities, many of which are found on the water today, including dinner boats, commercial tour vessels, educational vessels, visiting tall ships, the existing live-aboard community, increased recreational boating, sailing schools, kayak rental, and other maritime uses. In addition, the project will provide opportunities for transient and day use vessels through a combination of day use slips, mooring fields, and anchorages. Buildings and activities on the landside will flow out onto the Wharf and the views of and access to the water will be a focus of the development.

22. The PUD will integrate pedestrian and bicycle connections back to the core of the city through the adjacent areas under federal control. The proposed stair connection from Banneker Overlook at the terminus of 10th Street, S.W., to the new surface intersection at the Fish Market will for the first time allow pedestrians to safely access this part of the waterfront from the L'Enfant Promenade. DDOT's widening of the sidewalk from the Jefferson Memorial to the site will provide another safe, multimodal access point to the waterfront. In addition, the project will complete one of the last remaining segments of the Anacostia Riverwalk trail through the installation of a multi-use pathway along Maine Avenue, which will promote safe bicycle connections through the site. The introduction of new surface intersections at Maine Avenue and the provision for on-street parking at all times will vastly improve pedestrian safety and connectivity back to the adjacent Southwest neighborhoods.

23. The PUD will provide approximately 2,100 to 2,650 off-street parking spaces. The parking plan supports a balanced mix of transit modes, utilizes shared parking methodology to ensure an adequate supply of off-street parking while preventing an over-supply of off-street parking, and provides for ample car-share parking spaces. The entrances to the below-grade parking garages are located on the mews streets and secondary thoroughfares, rather than Maine Avenue, Wharf Street, or the primary public spaces of the project. This strategy is intended to minimize negative impacts on urban design, the pedestrian environment and public spaces, and will ensure that parking garage entrances are compatible with their surroundings. Parking may be provided in one or more garages per phase and will be located off the mews or secondary street entries in mid-block locations. Exact parking counts, location and number of garage ramps, and below-grade layout will be determined with each stage two PUD application.

24. Off-street loading will be spread across the various parcels in the project. The first-stage application anticipates a total of 33 loading berths and 13 service delivery spaces. The exact number and location of loading facilities will be determined in the stage two PUD applications to come.

25. The PUD will provide approximately 1,500 to 2,200 bicycle parking spaces, which is 11 to 16 times more than the requirement under § 2119.2 of the Zoning Regulations. The bicycle parking plan will be refined during the stage two PUD applications in conjunction with the LEED-ND requirements for "Smart Location and Linkage Credit 4 Bicycle Network and Storage."

<u>Phased Development</u>

<u>Phase 1 (Parcels 2, 3, 4, and 5)</u>

26. The Applicant intends to construct the PUD in three phases. While the precise phasing, and timing of the phases, is dependent on real estate market forces and financing, the Applicant will meet the deadlines under the LDA, but anticipates a schedule that may accelerate those timeframes as follows:

	PHASE 1		**PHASE 2**		**PHASE 3**	
	LDA	**Projected**	**LDA**	**Projected**	**LDA**	**Projected**
Submit Stage Two PUD	12 months after Stage One approved	1Q 2012	N/A	2Q 2014	N/A	2Q 2016
Start Construction	120 days post closing*	1Q 2013	9 years post closing	1Q 2016	12 years post closing	1Q 2018

*Closing anticipated 4Q 2012 (12/31/2012).

27. Phase 1 is at the heart of the development and is planned to include Parcels 2, 3, 4, and 5, which comprises approximately 40% of the total development in terms of density. This

segment contains the multi-purpose venue, the new City Pier, the relocated Capital Yacht Club, the Transit Pier and the primary vehicular access point to the site. The premier multi-purpose venue on Parcel 2 will have a base building of approximately five stories and 65 feet in height. At the corners of the base, two eight- to 11-story towers will be constructed to a height of 130 feet. They will accommodate either residential or hotel uses. In order to preserve sight lines from 10th Street and Banneker Overlook toward East Potomac Park, the height of the building is maintained at 65 feet across the center of the parcel in alignment with those viewsheds. The multi-purpose venue will be lined with retail and restaurants on the ground floor and potentially part of the upper floors to provide for an interactive pedestrian experience.

28. Parcel 3 will consist of two buildings with a building base of two to four stories and towers of six to 11 stories for a total building height of up to 130 feet in height. One building will house office with ground-floor retail. The second building will include a luxury hotel with approximately 185-250 hotel rooms.

29. Parcel 4 will be developed with two buildings, with a building base of two to four stories and towers of eight to 11 stories for a total building height of up to 130 feet. The ground floor will include retail/service uses and the remainder of the building will be devoted to residential uses, including affordable and workforce housing.

30. Parcel 5 will include a limited-service and extended-stay hotel combination, with approximately 300 to 400 rooms. The ground floor will include retail/service uses. This building will have a base of two to three stories with towers of seven to 11 stories for a total building height of up to 110 feet.

31. The new Capital Yacht Club building and its support facilities will include facilities on the land and on the water. The marina will be located adjacent to the land-side development between 7th and 9th Streets, S.W., and will include a minimum of 87 boat slips. Between Parcels 4 and 5 along the Wharf will be the proposed Yacht Club Plaza, which will create a distinct urban piazza and pedestrian mews connecting Maine Avenue to the Wharf and the Yacht Club. This area and the mews between Parcels 4 and 5 will provide exceptional pedestrian environments and attractive locations for retail and cafés.

32. A new "City Square" will be constructed between Parcels 2 and 3 at 9th Street, which will extend into the Washington Channel as the new "City Pier." The City Pier will serve as the maritime focal point for the District, providing a new venue for tall ships and larger commercial vessels to dock.

33. The "Transit Pier" will provide an outdoor staging area for water taxis, smaller tour vessels, and an entry plaza to the multi-purpose facility.

34. At the request of ANC 6D, the Waterfront Park will also be included in Phase 1, even though the development that is to be constructed adjacent to it will not be undertaken until Phase 3.

Phase 2 (Parcel 1)

35. Phase 2 of the PUD will encompass Parcel 1, which will be developed with a variety of heights. The building will rise to a height of two to four stories at the base and will have a six- to 10-story tower, achieving a maximum height of 130 feet. Retail uses that complement the adjacent market redevelopment will be located on the ground floor and part of the second floor, with commercial office space above.

36. Parcel 1 will connect the lower Fish Market elevation to the higher-elevation Wharf, providing for a distinctive pedestrian experience and a multi-level retail/pedestrian environment. This segment will also include the "Market Pier" and the "Transient Pier," which will provide day docks and commercial activity, including more transient boat slips and restaurant barges to supplement the already successful Fish Market. This segment will also include the Market Square and Market Pavilion.

Phase 3 (Parcels 6, 7, 8, 9, 10, and 11)

37. Phase 3 encompasses Parcels 6, 7, 8, 9, 10, and 11, as well as the Gangplank Marina, a reconstructed Pier 3 and the M Street Landing. This segment of the PUD marks the transition from an active urban waterfront with a regional and national draw to a more neighborhood-focused development pattern that emphasizes residential building forms and neighborhood-serving retail. Parcel 6 will include two multi-family buildings or a single commercial office building and will have a building base of one to three stories with towers of nine to 12 stories for a total building height of up to 130 feet. Parcel 7 will have one building devoted to either residential or commercial office uses. The base will be one to three stories with a tower of seven to 12 stories and a total building height of up to 130 feet. Parcels 8 will include a covered alley in the two- to four-story base allowing for vehicular and pedestrian circulation and will have towers of seven to 12 stories for a total building height of up to 130 feet which will be devoted to either residential or commercial office uses. Parcel 9 will be developed as a residential building with ground floor retail. The building base will be one to two stories with a residential tower of 10 to 12 stories for a total building height of up to 130 feet. This phase also includes the reconstruction of the Gangplank Marina facilities along the Wharf in a two-story building of up to 40 feet in height, which will extend out into the marina. The Applicant will maintain utilities and services to the live-aboard community at the Gangplank Marina during the construction and relocation process.

38. The M Street Landing, also planned for Phase 3, will include two 20-foot tall building encompassing retail pavilions. This segment will also encompass the rebuilt Pier 3 (Gangplank Pier), which serves as the home for all dinner boat cruises at the Wharf. The Pier 3 commercial structures will be constructed to a height of up to 30 feet, and will include restaurant and office uses, as well as a new marine facility for maintenance loading, and service of dinner boat and tour vessels. The existing Gangplank Marina will be refurbished and feature new floating docks, new marina facilities, and a reconfigured layout with additional slips for larger boats and more transient visitors. A two-story retail pavilion will be located adjacent to Parcel 9 along the waterside, in the location of the existing Gangplank Marina, which will be 30 feet in height with two stories.

39. Parcels 10 and 11 are at the eastern terminus of the PUD Site and include smaller, less dense buildings and significant public open spaces. The building on Parcels 10 will have a one- to two-story base and a tower of three to five stories up to 60 feet in height. Parcel 10 will include ground-floor retail with either residential or office above. Parcel 11 will be developed with a two- to three-story church by the Vestry of St. Augustine's Episcopal Church along Maine Avenue. The church building will be 45 feet in height, with the peak of a sloped roof reaching 49 feet, which is well below the maximum permitted height of 60 feet for churches in the residential districts. Parcel 11 would also include a four-story residential building along 6th Street and M Place up to 45 feet in height, which is just five feet more than the existing R-3 permitted height. The building would include an occupied penthouse reaching 57 feet in height, which is approximately six feet lower than a typical penthouse. In order to reduce the height of the church and residential buildings, and as a result of above-grade, screened parking counting toward density, the lot occupancy for Parcel 11 would be 73%, which exceeds the permitted 60% lot occupancy in the R-5-B Zone District proposed for this parcel. As noted below, the Applicant requests relief from the lot occupancy provisions. The large "Waterfront Park" will be located to the south of Parcel 11 and will connect the PUD to the existing promenade and Titanic Memorial Park to the South. The Waterfront Park will also include a retail pavilion, which will be 20 feet in height and one story. Parcels 10 and 11 will include up to 185,000 square feet of development and approximately 45,000 square feet of development built on the existing Pier 4. The Pier 4 development will include a four-story residential building up to 45 feet in height. A new marina associated with the Pier 4 residences will also be constructed and may contain space for additional live-aboard vessels.

40. Phase 3 will also include a new recreational pier located at the terminus of 7th Street Park. At the Wharf level, this recreational pier will serve as a narrow quay for enjoying views of the water and the monuments. A lower floating pier will house kayak rentals and sailing programs.

Other Required Governmental Approvals

41. The PUD project is subject to several other government agency reviews and approvals. First, two pieces of federal legislation have been introduced in the U.S. House of Representatives to facilitate the full redevelopment of the project. Bill No. H.R. 723, introduced on February 15, 2011, deauthorizes a portion of the Washington Channel for federal navigation to allow expansion of the District's marina. The second bill, H.R. 2297, introduced on June 22, 2011, authorizes certain transfers of property in connection with the Southwest Waterfront and marina. The Applicant has also applied for permits from the U.S. Army Corps of Engineers to undertake work in the channel. The U.S. Commission of Fine Arts ("CFA") has reviewed the conceptual plans for the PUD project pursuant to its authority under the Shipstead-Luce Act. Finally, the Applicant has coordinated with the National Capital Planning Commission ("NCPC") on the design of the project. As a result of its meetings with CFA and NCPC, the Applicant made several revisions to its design, particularly in connection with the Banneker Overlook and views across Parcels 1 and 2.

Matter-of-Right Development Under Existing Zoning

42. The PUD Site is located almost exclusively in the W-1 Zone District. The remaining portions of the site are unzoned or located in the R-3 Zone District. The W Zone Districts are waterfront areas designed to encourage a diversity of compatible land uses at various densities, including combinations of residential, offices, retail, recreation, arts and cultural, and other miscellaneous uses. In the W-1 Zone Districts, only a low height and density are permitted. The maximum height permitted in the W-1 Zone District is 45 feet. Development may achieve a maximum density of 2.5 FAR and a maximum residential lot occupancy of 80%. Under the PUD guidelines for the W-1 Zone District, buildings may achieve a density of 3.0 FAR, of which no more than 1.0 FAR may be devoted to nonresidential uses. A height of 60 feet is permitted under the PUD guidelines. Lot occupancy is restricted to 80%.

43. The R-3 Zone Districts are single family residential areas permitting detached, semi-detached and row dwellings, as well as a limited range of other uses (e.g., church, Sunday school building, embassy). The maximum height permitted in the R-3 Zone District is 40 feet and three stories. There are minimum lot area and width requirements for each type of dwelling. Row dwellings may occupy up to 60% of the lot, while all other structures may occupy no more than 40% of the lot. The PUD guidelines for the R-3 Zone District permit a maximum height of 40 feet and a maximum density of 0.6 FAR.

Matter-of-Right Development Under Proposed Zoning

44. The Applicant seeks to have the majority of the PUD Site rezoned from W-1 to C-3-C, a portion rezoned from R-3 to R-5-B and the balance maintained as W-1. The C-3-C Zone District allows "medium-high density development, including office, retail, housing, and mixed-use development." (11 DCMR § 740.8.) Buildings in the C-3-C Zone District may be constructed to a maximum height of 90 feet as a matter of right with no limit on the number of stories. (11 DCMR § 770.1.) Development in the C-3-C Zone District may have a maximum density of 6.5 FAR. (11 DCMR § 771.2.) The maximum lot occupancy in the C-3-C Zone District is 100%. (11 DCMR § 772.1.)

45. The R-5-B Zone District is a general residential district permitting single-family, two-family, and multi-family dwellings, as well as a broad range of institutional uses as a matter of right. The maximum permitted height is 50 feet and the maximum permitted density is 1.8 FAR. No more than 60% of the lot may be occupied.

Proposed Development Under the PUD Guidelines

46. Under the PUD guidelines, the maximum allowable height for a building in the C-3-C Zone District is 130 feet. Development within the C-3-C Zone District may have a maximum density of 8.0 FAR. (11 DCMR § 2405.1, 2405.2.) Under the PUD guidelines for the R-5-B Zone District, a building may have a maximum height of 60 feet and a maximum density of 3.0 FAR. No more than 60% of the lot may be occupied.

Development Incentives and Flexibility

47. The Applicant seeks flexibility from the lot occupancy requirements for the R-5-B Zone District for the proposed development on Parcel 11, which will be developed with a new residential building and a new church building for the Vestry of St. Augustine's Church. Whereas the R-5-B Zone District permits a maximum lot occupancy of 60%, the Applicant seeks a lot occupancy of 73%. The schematic design for the residential part of this phase of the project shows a building with a central courtyard that is covered at the ground floor to contain a level of parking and includes a planted courtyard garden above the first floor. Above the first floor, the lot occupancy is lower. In addition, the overall lot occupancy of the landside of the PUD is only 47%. The Commission finds that the lot coverage on Parcel 11 is counterbalanced by open spaces spread throughout the project, including the large Waterfront Park immediately to the south.

48. The Applicant also seeks flexibility on the precise mix of uses in the PUD, depending on market demand as the stage two PUD applications progress. The Commission finds that, because of the time it will take to build out the project, it is impossible at this point to precisely determine the final mix of uses. Consistent with the overall plans submitted with this application, the Commission can and will allow the Applicant leeway in the

future filings to suggest changes that the market may dictate. The Applicant has provided specific defined uses for all parcels currently shown in the proposed Phase 1 development.

49. No other zoning relief was requested or granted.

Public Benefits and Amenities

50. The Commission finds that the following benefits and amenities will be created as a result of the PUD:

a. *Urban Design, Architecture, Site Planning, Landscaping, and Open Space (§ 2403.9(a) and (b))*: The single largest benefit to the area and the city as a whole is the creation of a new visionary mixed-income, mixed-use community that reactivates and embraces the full potential of the Southwest Waterfront, replacing one the city's most underutilized and isolated assets. The breadth and scale of the project is the most comprehensive undertaking since the urban renewal efforts of the 1950s. The master plan for the PUD celebrates the waterfront by creating a "theater" where boats, public piers, pedestrians, cyclists, retail users, residents and cultural programs come together. The PUD will activate the Channel and create an 18-hour environment by adding retail diversity, mixed-income urban living, hotels, commercial office space, expanses of public parks and green space, concealed parking that replaces existing surface parking, and dramatically improved vehicular and pedestrian circulation. The PUD will reconnect the Southwest Waterfront to adjacent residential areas, the Mall, riverfront trails and the city as a whole, and re-establish view sheds to the water by extending the L'Enfant Streets to the river's edge. The project will complement the surrounding neighborhood while providing a new urban space along the water. Among other things, the PUD will feature first-class public space improvements, ranging from roadway infrastructure, sidewalk paving, street lighting, street furniture, trees, and signage to major new promenades and thoroughfares, including the Wharf. New expanses of public parks and open spaces will be incorporated throughout the development, such as Market Square, City Plaza, the 7th Street Park, M Street Landing, and Waterfront Park. One of the most extraordinary planning features of the PUD will be the enhancements of the areas adjacent to the waterfront and the riparian areas through the construction of four new public piers, including the Transportation Pier, the City Pier, the Recreation Pier and the Market Pier. The existing pier at the terminus of M Street, S.W., known as Pier 3, will be extended for commercial operations, while the existing Pier 3 will remain public access with restaurants.

b. *Housing and Affordable Housing (§ 2403.9(f))*: The proposed PUD will create new housing and home ownership opportunities consistent with the goals of the Zoning

Regulations and the Comprehensive Plan. The housing will be offered for rent and for sale at a mix of price points, including low-income housing for households earning 30% of the Area Median Income ("AMI") or lower, moderate-income housing (60% of AMI or lower), workforce housing (100-120% of AMI or lower) and market-rate housing. The project will provide at a minimum 160,000 square feet of low- and moderate-income housing, which represents approximately eight to 10% of the housing component of the project Additionally, 20% of the gross floor area of any residential units constructed as part of the project in excess of 500 units will be workforce housing.

c. The addition of such a substantial amount of market rate, workforce, and affordable housing to a site that presently does not have any is significant in re-establishing the residential character of this area of Southwest.

d. "*Transportation Features (§ 2403.9(c))*: The PUD will feature a multi-modal transportation system that accommodates automobile travel but that also encourages increased reliance on public transit, bicycles, and foot travel. The project has been designed to incorporate new streetcar lines along Maine Avenue and the Wharf. Locations for water taxi stops are provided in the PUD and waterside transportation has been addressed as a major component of the PUD. The majority of automobile parking in the PUD will be located below grade and loading and service located on mews streets and alleys to preserve public spaces and the overall attractiveness of the development. Access points have been sensitively designed along the rear of buildings to minimize vehicular impacts and enhance the pedestrian experience. Upon completion, the PUD project will create a new destination spot that will reconnect the Southwest Waterfront with the city.

e. *Environmental Benefits (§ 2403.9(h))*: The PUD project will incorporate numerous sustainable design features under such categories as smart location and linkage; neighborhood pattern and design; green infrastructure and buildings, innovation in design process, and regional priority credits. The project stands out for its location, compact development, and walkable streets. Presently, the applicant anticipates that the project will be designed to achieve the LEED-Neighborhood Development ("ND") certification at a Gold level or higher and will embody the core principles and priorities of the U.S. Green Building Council, the Congress for New Urbanism, and the Natural Resources Defense Council, the three partner organizations responsible for the development of the LEED for Neighborhood Development rating system. This rating system integrates concepts of smart growth, new urbanism and green infrastructure and building. Additionally, each new building or vertical development component of the project will be designed to achieve a LEED-NC (new construction) or LEED-CS (core and shell) Silver rating or higher. Development guidelines will be established to ensure that the vertical development is designed in accordance with

LEED-ND objectives and that all buildings will not only meet individual certification requirements, but will also comply with the overall larger framework of LEED-ND criteria. The PUD will also significantly enhance stormwater management by reducing unwanted pollutants and trash into the Potomac River. The project will use low impact development ("LID") strategies to reduce as much runoff from leaving the site as is practical and will filter one inch of rainfall before discharging from the site. Additionally, all individual buildings within the project will meet the LEED stormwater requirements for both quality and quantity in conformance with the certification process sought for each building.

f. *Training and Employment Opportunities (§ 2409.3(e))*: The PUD project will generate a significant amount of new employment opportunities for District residents. It is estimated that 650 to 1,000 new jobs will be created during construction, as well as, 1,000 service jobs and 1,800 professional jobs in the future development. In furtherance of Mayor's Order No. 83-265 and D.C. Law 5-93, the Applicant has executed a First Source Employment Agreement with the Department of Employment Services ("DOES") in order to achieve the goal of utilizing District residents for at least 51% of the jobs created by the PUD project. The Applicant will use DOES as its first source for recruitment, referral, and placement of new hires for employees whose jobs are created by the PUD.

   Additionally, in order to ensure that the maximum number of District residents are qualified and prepared to take advantage of the projected employment opportunities generated by the PUD project, the Applicant has already funded $250,000 in a workforce intermediary program, an entity that will serve as a clearing house for jobs, a means of identifying District residents with training opportunities and a mechanism for ultimately connecting job-ready District residents with new employment at the Southwest Waterfront project. The Applicant will also work closely with its contractor, construction trades organizations, Cardozo Trades Academy, and other training and job placement organizations to maximize participation by District residents in the training and apprenticeship opportunities in the PUD.

   Finally, the Applicant has also executed a Certified Business Enterprise ("CBE") Agreement with the D.C. Department of Small and Local Business Development ("DSLBD") in order to achieve, at a minimum, a 35% participation by small, local, and disadvantaged businesses in the contracted development costs for the design, development, construction, maintenance, and security for the project to be created as a result of the PUD. The Applicant has also committed to set aside 20% of the retail space for "unique" and/or "local" businesses, which will include CBEs.

g. *Uses of Special Value to the Neighborhood or the District of Columbia as a Whole (§ 2409.3(i))*: The proposed PUD will also include several exceptional benefits of

particular value to the Southwest community and the District of Columbia as a whole. First, the Applicant will provide for the continuing presence within the PUD of the Capital Yacht Club, a non-profit organization that has called the Washington Channel and the Wharf home for over 110 years. The Capital Yacht Club and its associated marina will be rebuilt in a prominent location along the water and the combined Yacht Club and associated retail will include up to 11,000 square feet of program. Second, the Applicant will perform significant upgrades to the municipal Fish Market immediately adjacent to the PUD site. The improvements will include extensive sitework, hardscape and landscaping improvements; relocation of existing overhead utilities to underground conduits; replacement and/or renovation of the 1,300 square-foot structure known as the "Fish Cleaning Building;" furnishings to accommodate outdoor dining and seating; as well as several other enhancements. Third, in coordination with the U.S. National Park Service, the Applicant will seek approvals to construct temporary pedestrian connections from the L'Enfant Promenade and Banneker Overlook to the Waterfront. The new links would include a staircase from the 10th Street Overlook to the Fish Market, surface pedestrian connections from the north side of Maine Avenue to the Fish Market, and new signage and street furniture, where appropriate. Fourth, the Applicant will provide below-grade accessory parking for the benefit of such uses as the Fish Market and the public marinas. The Applicant has also made commitments to the Meade Center for American Theater at Arena Stage regarding retail, parking and housing for artists, interns and fellows. Finally, the Applicant will create a new business improvement district or similar entity to manage, operate and maintain the public elements of the PUD, including the parks, open spaces, and public marinas.

Compliance with the Comprehensive Plan

51. The proposed PUD is consistent with the 2003 Draft Development Plan and Anacostia Waterfront Initiative Vision for the Southwest Waterfront, as refined and reshaped by the 2006 Comprehensive Plan and further amended by the Council in 2011 (collectively, the "Southwest Waterfront Plan"). The Southwest Waterfront Plan was designed to create a "true urban waterfront where commercial, cultural, residential, and neighborhood life can come together" and build upon the "maritime legacy of the Washington Channel as a premier designation for local residents and regional and national visitors alike." The proposed PUD significantly advances the updated planning goals and objectives for the development of the Southwest Waterfront, as set forth in the Comprehensive Plan and as described below.

The Future Land Use Map and the Generalized Policy Map

52. The Future Land Use Map of the Comprehensive Plan designates the great majority of the PUD site for mixed-use high-density commercial and high-density residential land

uses. The strip along the waterfront and the Washington Channel is shown as parks, recreation, and open space. The St. Augustine's Church site (Parcel 11) is shown as moderate-density commercial. The parking area to the south of St. Augustine's is shown as mixed-use parks, recreation, and open space and low density commercial.

53. The high-density residential designation defines neighborhoods and corridors where high-rise buildings, generally eight stories or greater in height, are the predominant use. The proposed C-3-C Zone District is consistent with this designation. (10 DCMR A § 225.6.) The proposed R-5-B Zone District at the southeastern portion of the PUD will allow an appropriate transition to the established smaller-scale residential community immediately adjacent to the PUD Site.

54. The high-density commercial designation defines the central employment district of the city and other major office employment centers on the downtown perimeter. It is generally characterized by office and mixed office/retail buildings greater than eight stories in height, although lower-scale buildings may be interspersed. The proposed C-3-C Zone District for the site is identified as an appropriate zone classification for the high-density commercial designation. (10 DCMR A § 225.11.)

55. The Generalized Policy Map of the Comprehensive Plan designates the PUD site as a Land Use Change Area, where the present land uses are anticipated to change to different ones in the future. These areas are designated "to encourage and facilitate new development" and "have the capacity to become mixed-use communities containing housing, retail shops, services, workplaces, parks and civic facilities." (10 DCMR A § 223.11.) The proposed PUD, with its proposed mix of residential, commercial, retail, recreational, parks, institutional, and civic uses fits exactly the designation on the Generalized Policy Map. The project will create a high quality environment that includes exemplary site and architectural design that are compatible with and do not negatively affect nearby neighborhoods. (10 DCMR A § 223.12.)

<u>Compliance with the Guiding Principles of the Comprehensive Plan</u>

56. The project is consistent with many guiding principles in the Comprehensive Plan for managing growth and change, creating successful neighborhoods, increasing access to education and employment, connecting the city, and building green and healthy communities.

    a. *Managing Growth and Change (§ 217)*: The Comprehensive Plan recognizes that change in the District is both inevitable and desirable. It notes that the key is to manage change in ways that protect the positive aspects of life in the city and reduce negatives such as poverty, crime, and homelessness. (§ 217.2.) The guiding principles of the Managing Growth and Change Element are focused on ensuring that

the benefits and opportunities of living in the District are equally available to everyone in the city. The project is fully consistent with a number of the goals set forth in this element. The project will help to sustain and promote the Southwest Waterfront as a redefined neighborhood by attracting a diverse population with the inclusion of a mix of housing types for households of different sizes and incomes. (§ 217.2 and 217.3.) The Applicant's proposal to develop a significant amount of both residential and nonresidential uses is also consistent with the Comprehensive Plan's acknowledgement that the growth of both residential and nonresidential uses is critical, particularly since nonresidential growth benefits residents by creating jobs and opportunities for less affluent households to increase their income. (§ 217.4.) In addition, as shown on the Plans, the proposed development also helps reconnect the Southwest Waterfront to the rest of the community and the overall urban fabric of the city by continuing and improving the existing street patterns, and by developing a vibrant mixed-use development on the water. (§ 217.5 and 217.6.)

b. *Creating Successful Neighborhoods (§ 218)*: The guiding principles for creating successful neighborhoods include both improving the residential character of neighborhoods and encouraging commercial uses that contribute to the neighborhood's character and make communities more livable. (§ 218.1 and 218.2.) In addition, the production of new affordable housing is essential to the success of neighborhoods. (§ 218.3.) Another guiding principle for creating successful neighborhoods is getting public input in decisions about land use and development, from development of the Comprehensive Plan to implementation of the plan's elements. (§ 218.8.) The proposed development furthers each of these guiding principles with the construction of market-rate and affordable housing, as well as commercial uses that will create additional housing, retail and employment opportunities. In addition, the Applicant has held hundreds of meetings with the community over the last several years and will continue to work with the public as the project advances through the PUD process to ensure that the development provides a positive impact to the immediate neighborhood.

c. *Increasing Access to Education and Employment (§ 219)*: The Increasing Access to Education and Employment element includes a number of policy goals focused on increasing economic activity in the District, including increasing access to jobs by District residents (§ 219.1); encouraging a broad spectrum of private and public growth (§ 219.2); supporting land development policies that create job opportunities for District residents with varied job skills (§ 219.6); and increasing the amount of shopping and services for many District neighborhoods (§ 219.9). The project is fully consistent with these goals. The proposed development includes a significant amount of retail and office space, which will help to attract new jobs to the District, as well as this specific neighborhood. The Applicant's First Source Employment and CBE

agreements will also significantly advance employment and training opportunities for District residents.

d. *Connecting the City (§ 220)*: One of the most significant elements of the PUD project is to reconnect the Southwest Waterfront to the rest of the city, in fulfillment of the Connecting the City guiding principle of the Comprehensive Plan. As shown on the architectural drawings, the project includes significant new circulation patterns and multi-modal transit rights of way. The Wharf, which will act as a centerpiece of the development, as well as other pedestrian walkways, piers, cycling trails, trolley routes, water taxis, and street systems will create new transportation options to improve mobility throughout the site, the adjacent neighborhoods, and the rest of the city. (§ 220.2.) In addition, the access points for the required parking and loading facilities have been designed to appropriately balance the needs of pedestrians, bicyclists, transit users, autos and delivery trucks as well as the needs of residents and others to move around and through the city. (*Id*.) New streets will align with the north-south streets of the L'Enfant Plan while the Wharf will create a new promenade that celebrates the waterfront. (§ 220.3.)

e. *Building Green and Healthy Communities (§ 221)*: The proposed development is fully consistent with the guiding principles of the Building Green and Healthy Communities element. The project is intended to achieve a Gold LEED-ND certification, and the extensive open space, parks, and landscaping will contribute significantly to the "greening" of the District. The proposed development will also minimize the use of non-renewable resources, promote energy and water conservation, and reduce harmful effects on the natural environment. (§ 221.2 and 221.3.) In addition, the project will facilitate pedestrian and bicycle travel. The existing site consists of significant areas of surface parking lots the removal of which will be of significant benefit from an environmental standpoint.

<u>The Land Use Element of the Comprehensive Plan</u>

57. *Policy LU-1.2.2: Mix of Uses on Large Sites (§ 305.7)*: The project, which includes residential, retail, and office uses on a large site, is consistent and compatible with adjacent uses and will provide a number of benefits to the immediate neighborhood and to the city as a whole. In addition, as discussed above, the proposed mix of uses on the PUD site is consistent with the Comprehensive Plan Future Land Use Map's designation of the property.

58. P*olicy LU-1.2.5: Public Benefit Uses on Large Sites (§ 305.10):* As a public-private development between the Applicant and the District, the proposed project will incorporate significant benefits for the public, in fulfillment of this land use policy. They

include affordable housing, new parks and open spaces, civic facilities, and marinas on a waterfront development. (§ 305.10.)

59. *Policy LU-1.2.8: Large Sites and the Waterfront (§ 305.13)*: The redevelopment of the Southwest Waterfront will achieve related urban design, open space, environmental, and economic development objectives along the Anacostia Waterfront and significantly promote the Large Sites and Waterfront policy. The proposed PUD creates a water-focused recreation, housing, commercial, and cultural development, with activities that are accessible to residents throughout the District. The PUD will enhance the physical and environmental quality of the river, as contemplated by the Comprehensive Plan.

60. *Policy LU-1.3.4: Design to Encourage Transit Use (§ 306.13):* The project has been designed to encourage transit use and helps enhance the safety, comfort, and convenience of passengers walking to the L'Enfant Plaza and Waterfront-SEU Metrorail Station or transferring to and from local buses. The project incorporates multi-modal transitways, streetscape improvements, including lighting and landscaping, and ground floor retail uses that will activate and animate the street frontages and encourage transit use.

61. *Policy* LU-*2.2.3: Restoration or Removal of Vacant and Abandoned Buildings (§ 310.4):* This policy encourages a reduction in the number of vacant and abandoned buildings and land in the city through renovation, rehabilitation, and where necessary, demolition. Consistent with this policy objective, the Applicant proposes to replace a number of vacant buildings and surface parking lots with a new development that rival waterfront developments throughout the world.

62. *Transportation Element of the Comprehensive Plan Policy T-1.1.4: Transit-Oriented Development* (§ 403.10): The proposed project is an excellent example of transit-oriented development and includes various transportation improvements, including the proposed extension of L'Enfant Streets to the water, multi-modal rights of way that emphasize the pedestrian, a new internal system of mews and alleys, bike routes, street car lines, sidewalk improvements, water taxis, and pleasure-boat travel.

63. *Policy T-2.2.2: Connecting District Neighborhoods (§ 408.6):* The project will significantly improve connections between District neighborhoods through completion of the final segment of the Anacostia Riverwalk Trail, installation of a multi-use pathway along Maine Avenue to promote safe bicycle connections through the site, extension of the L'Enfant Plan streets to the waterfront, and expansion of the streetcar service to the new development.

64. *Policy T-2.3.1: Better Integration of Bicycle and Pedestrian Planning (§ 409.8):* One of the key design features of the development is the successful integration of bicycle and pedestrian transit in a safe environment within the project. Maine Avenue will be the

location for a 10-foot-wide, grade-separated, multi-use trail that will serve as an extension of the Anacostia Riverwalk Trail. It will also connect with the rest of the District's bicycle network.

65. *Policy T-2.4.1: Pedestrian Network (§ 410.5)*: The proposed project will help to improve the city's sidewalk system to form a network that links residents across the city. The project includes the construction of new thoroughfares where pedestrian traffic has the right of way over motor vehicles. Maine Avenue will be transformed and the Wharf will introduce a new promenade geared toward the pedestrian with a variety of uses and access points to connector roadways to other parts of the city.

66. *Action T-2.3-A: Bicycle Facilities (§ 409.11):* This action element encourages new developments to include bicycle facilities. The Applicant proposes to include secure bicycle parking and bike racks as amenities within the development that accommodate and encourage bicycle use. The project will provide a variety of bicycle storage options, including groupings of bicycle racks at building entrances and public spaces, as well as secured and covered facilities.

<u>Housing Element of the Comprehensive Plan</u>

67. *Policy H-1.1.1: Private Sector Support (§ 503.2)*: The proposed PUD will create new housing and home ownership opportunities consistent with the goals of the Comprehensive Plan. The housing will be offered for rent and for sale at a mix of price points, including households earning up to 30% of the AMI, households earning up to 60% of AMI, households earning up to 120% of AMI (workforce housing) and market-rate housing. The project will provide at a minimum 160,000 square feet of low- and moderate-income housing, which represents approximately eight to 10% of the housing component of the project. Additionally, the Applicant will set aside as workforce housing 20% of the gross floor area of the units built over and above a threshold of 500 units. The provision of new housing at this particular location is in direct fulfillment of the District's housing policies.

68. *Policy H-1.1.4: Mixed-Use Development (§ 503.3)*: The project is consistent with the goals of promoting mixed-use development. The project will contain retail, residential, and office uses on commercially zoned land in close proximity to two Metrorail stations. This project represents exactly the type of mixed-use development contemplated by Policy H-1.1.4.

69. *Policy H-1.1.5: Housing Quality (§ 503.4)*: Approximately 160,000 square feet of residential uses will be devoted to affordable housing. Consistent with this policy goal, the affordable units will meet the same high quality architectural standards provided for

the market-rate housing and will be indistinguishable from market-rate housing in their exterior appearance.

70. *Policy H-1.2.3: Mixed-Income Housing (§ 503.5)*: The proposed development is mixed-income and includes both market-rate and affordable housing units. The project will further the District's policy of dispersing affordable housing throughout the city in mixed-income communities, rather than concentrating such units in economically depressed neighborhoods.

71. *Policy H-1.2.5: Workforce Housing (§ 503.7)*: The Applicant has agreed to allocate 20% of the gross floor area of any residential units constructed as part of the project in excess of 500 units as workforce housing. The project will further the District's policy of leveraging private development to create new affordable housing within the city.

Environmental Protection Element of the Comprehensive Plan

72. As discussed in both the Environmental Benefits and Building Green and Healthy Communities sections above, and in the PUD statement, the project includes street tree planting and maintenance, landscaping, energy efficiency, methods to reduce stormwater runoff, and green engineering practices, and of which will help the project attain the goal of Gold LEED-ND certification. The PUD is therefore fully consistent with the Environmental Protection Element, including the Policy on Street Tree Planting and Maintenance (E-1.1.1), the Landscaping Policy (E-1.1.3), the Energy Efficiency Policy (E-2.2.1), the Policy to Use Landscaping and Green Roofs to Reduce Runoff (E-3.1.2), and the Green Engineering Policy (E-3.1.3).

Economic Development Element of the Comprehensive Plan

73. *Policy ED-1.1.5: Use of Large Sites (§ 703.13)*: The Southwest Waterfront is among the District's last remaining large development sites. In fulfillment of the Economic Development Element of the Comprehensive Plan, the PUD site has been designed to ensure that its economic development potential will be fully realized through the provision of a comprehensive mixed-use development that will rival waterfront cities throughout the world. The PUD will not only revitalize the Southwest quadrant, it will diversify the District's economy over the long term.

74. *Policy ED-2.2.4: Destination Retailing (§ 708.8)*: The proposed PUD will encourage "destination" retail districts that specialize in unique goods and services, including the maritime economy and waterfront history of the city. The PUD Applicant will work collaboratively with business and community organizations throughout the District to identify and, where possible, mentor potential small restaurateurs and retailers to help them lease and successfully operate these designated retail spaces. The Applicant also

plans to have kiosks along the promenades, and in parks and other public spaces, where even smaller local businesses can try out their retail concepts on a low-risk basis; those kiosk operators who are successful will have the opportunity to move indoors, into one of the spaces reserved for unique and local business enterprises, thereby growing their business.

75. *Policy ED-2.3.2: Visitor Attractions (§ 709.6)*: The PUD will introduce exceptional new visitor attractions and entertainment venues in the District focusing on the waterfront, which will complement the traditional museums and monuments and draw more international visitors and young adults to the city. These new attractions will create a clear identity for the District as the region's major entertainment center.

Urban Design Element of the Comprehensive Plan

76. The goal of the Comprehensive Plan's Urban Design Element is to "[e]nhance the beauty and livability of the city by protecting its historic design legacy, reinforcing the identify of its neighborhoods, harmoniously integrating new construction with existing buildings and the natural environment, and improving the vitality, appearance, and security of streets and public spaces." (10 DCMR A § 901.1.)

77. In keeping with this objective, the Applicant has proposed a new mixed use development that, consistent with Policy UD-2.1.3, incorporates variations in height and massing to allow for significant amounts of open space. (10 DCMR A § 909.10.) The plan features special treatment of the base of the buildings to reinforce the pedestrian experience and livability of the spaces throughout the new community.

78. The project is also consistent with the improved streetscape design and sidewalk management goals of Policy UD-3.1.1 and Policy UD-3.1.2 since the Applicant proposes to install street trees and the sidewalks and plantings adjacent to the Subject Property that will enhance the visual character of these streets.

Compliance with the Lower Anacostia Waterfront/Near Southwest Area Element of the Comprehensive Plan

79. The Comprehensive Plan's Near Southwest Area Element is the blueprint for the PUD project and the project's design components directly advance the policies, goals, and objectives of this element. The Comprehensive Plan recognizes the benefits of redevelopment of the Southwest Waterfront in providing improved access to the shoreline, new creation of amenities, new housing and transportation choices, and a cleaner, natural environment, all of which are accomplished by the PUD. (§1900.2.) The project enhances connectivity between neighborhoods and the river by extending streets to the waterfront, adding waterfront promenades and public piers, and providing

new forms of transportation such as water taxis. (§1900.5.) The proposed PUD is consistent with the following policies of this element of the Comprehensive Plan:

a. *Policy AW-1.1.2: New Waterfront Neighborhoods (§ 1908.3)*: The proposed PUD will create a new mixed-use neighborhood on vacant and underutilized waterfront lands, particularly a large contiguous publicly owned waterfront site. The project includes a substantial amount of new housing and commercial space, reaching households of all incomes, types, sizes, and needs in direct fulfillment of this policy.

b. *Policy AW-1.1.3: Waterfront Area Commercial Development (§ 1908.4*): The proposed PUD directly and significant advances commercial waterfront development policy by bringing more retail services and choices, as well as space for offices and hotels to the Southwest Waterfront. Commercial development has been strategically focused along key corridors, particularly Maine Avenue, and includes maritime activities such as cruise ship operations that will be maintained and supported as the waterfront redevelops.

c. *Policy AW-1.1.4: Waterfront Development Amenities (§ 1908.5):* Through the public-private partnership between the District and the Applicant, the project will create such project amenities and public benefits as parks, job training and opportunities, and transportation and infrastructure improvements that will greatly enhance this new waterfront community.

d. *Policy AW-1.1.5: River Basins as a Planning Guide (§ 1908.6):* The PUD has been designed to recognize and be responsive to the distinct settings and environments created by varying conditions along the shoreline. Consistent with the Anacostia Framework Plan, the project reflects the unique physical and visual characteristics of a more urban environment adjacent to the Washington Channel and the Central Employment Area of the city.

e. *Policy AW-1.1.6: Pedestrian Orientation of Waterfront Uses (§ 1908.7):* The proposed PUD is consistent with this policy for Pedestrian Orientation of Waterfront Uses by providing a high level of pedestrian amenities along the shoreline, including informational and interpretive signs, benches and street furniture, and public art, as well as large waterfront venues for festivals, public events or simple passive enjoyment of the riverfront and sunsets.

f. *Policy AW-1.1.7: Multi-modal Waterfront Streets (§ 1908.8)*: The PUD embraces the concept of multi-modal waterfront streets. The streets within the project along the waterfront, and the Wharf, in particular, have been designed to be truly multi-modal, meeting the needs of pedestrians, bicyclists, and transit users as well as motor vehicles. Safe pedestrian crossings through enhanced crosswalks, signalized

intersections, and curb "bulbouts" have been provided throughout the site to improve waterfront access.

g. *Policy AW-1.1.9: Strengthening the M Street and Maine Avenue Corridors (§ 1908.10):* The PUD project strengthens the connection between Central Washington and the Anacostia Waterfront by rebuilding Maine Avenue as a graciously landscaped urban boulevard. Maine Avenue has been designed with generous pedestrian amenities, public transit improvements, landscaping, and ground floor uses that create a vibrant street environment.

h. *Policy AW-1.2.4: Anacostia River Parks (§ 1909.4)*: The proposed PUD will provide over 12 acres of open space and parks that will be part of a larger, connected network of waterfront parks from Haines Point to the Sousa Bridge, and continuing through adjacent upriver Planning Areas to the Maryland border. The parks will be easily accessible to surrounding neighborhoods and accommodate the need for more local and regional serving recreational activities in the city. The parks will include a variety of active and passive recreational settings.

i. *Policy AW-2.1.1: Mixed Use Development (§ 1911.7):* Consistent with this policy and the 2010-11 amendments to the Comprehensive Plan, the proposed development will be developed with high density housing, commercial, and cultural uses. It will capitalize on high-density height opportunities to provide public spaces and, where appropriate, a mix of medium development density in order to transition to the surrounding neighborhoods. The development will celebrate its waterfront location, preserving views, and enhancing access to and along the shoreline.

j. *Policy AW-2.1.2: New Public Spaces and Open Space (§ 1911.8):* The PUD will create numerous new dynamic public spaces and plazas at the waterfront, including the Wharf, an exceptional and expanded public promenade at the water's edge. Public piers will extend from each of the major terminating streets, providing views and public access to the water.

k. *Policy AW-2.1.3: Connecting to the Southwest Waterfront (§ 1911.9):* Consistent with this policy, the PUD will enhance pedestrian connections from the Southwest neighborhood and L'Enfant Plaza area to the Washington Channel by creating new public spaces and trails, eliminating Water Street, reducing surface parking, linking the Banneker Overlook to Maine Avenue, and providing safer pedestrian crossings across Maine Avenue.

l. *Policy AW-2.1.4: Maine Avenue (§ 1911.10):* The proposed PUD will transform Maine Avenue into a landscaped urban street that has direct access to waterfront uses,

provides a pedestrian-friendly street environment, and accommodates multiple modes of travel including bicycles.

m. *Policy AW-2.1.5: Washington Channel Maritime Activities (§ 1911.11):* As part of the redevelopment project, the Washington Channel's maritime activities, including cruise ship berths and marinas, will be reorganized to provide more appropriate relationships to landside uses and provide opportunities for water taxis, ferries, and other forms of water transportation. In implementing this policy, cruise ship operations will be retained and supported, recognizing their economic benefits to the city and their recreational and cultural value for residents and tourists.

Office of Planning Report

80. By a report dated July 8, 2011, OP recommended approval of the PUD and map amendment applications. OP concluded that the proposal, consisting primarily of large-scale mixed use buildings, as well as a small residential building on a pier and a number of smaller structures, is not inconsistent with the Comprehensive Plan, including the Development Plan and AWI Vision for the Southwest Waterfront. The Commission concurs with OP's recommendation. OP requested, however, that the Applicant provide more information about the below-market retail prior to the Commission taking proposed action on the applications. The Applicant provided the information at the hearings in the matter, which is reflected in this order.

DDOT Report

81. DDOT submitted a memorandum, dated July 11, 2011, in support of the PUD, with several recommendations. DDOT concluded that the site is generally suitable for a PUD and the proposed uses and the development are compatible with District of Columbia plans for the area and the city at large. DDOT noted that the Applicant should:

- Work with DDOT to develop future scopes of work to evaluate the challenges identified in this document and other potential challenges not yet identified. These scopes will include use of DDOT's travel demand model and may also include micro-simulation of select roadway segments;
- Provide a complete and updated Traffic Impact Study for each stage two submission and include a cumulative transportation evaluation of the most current plans for the site as a whole at least 45 days before any future hearing;
- Fully develop all mitigation strategies for adverse impacts as part of subsequent stage two applications;
- Ensure Interstate operations are not compromised by the project and provide detailed analysis to support any mitigations for potential impacts;

- Execute any transportation improvements deemed necessary to serve specific phases in advance of or at the same time as the relevant phase of construction;
- Construct all changes to the infrastructure to accommodate anticipated build out conditions despite being constructed in relation to a specific phase;
- Work with DDOT and provide all necessary information analyses and data required to facilitate the study of the Near SE/SW area;
- Conduct a safety analysis to demonstrate that the site will not create or exacerbate existing safety issues for all modes of travel;
- Map and evaluate the primary bicycle and pedestrian connections to ensure connectivity of SW pedestrian and cycling needs and infrastructure with the surrounding neighborhoods and the City's overall strategic network plan occurs as part of the development;
- Work with DDOT and WMATA to study a new station entrance and any capacity constraints at L'Enfant station resulting from any attributable travel demand;
- Take a number of actions to facilitate and fund the inclusion of streetcar related infrastructure into this development;
- Work with DDOT and WMATA to evaluate bus routing, provide for other smaller scale capital improvements, and identify operational funds necessary to provide adequate service to the site;
- Address any public realm issues along pedestrian routes to major transit facilities;
- Ensure that the design of the public realm meets current standards and substantially upgrade the appearance and functionality of the streetscape. The final details of public space design will be resolved through the public space review and permitting approval process; and
- Conduct an analysis of impacts to residential parking and propose a scheme to manage curbsides in light of future conditions.

82. The Commission finds that the Applicant should provide a supplemental transportation impact study, including transportation demand mitigation measures, for each stage two PUD application filed for the project.

<u>DDOE Report</u>

83. DDOE presented testimony at the hearing in general support of the PUD, with comments regarding storm water management, the Corps of Engineers jurisdiction over changes to the Washington Channel and compliance with green building standards.

<u>ANC Report</u>

84. On July 12, 2011, ANC 6D submitted a resolution to the record in support of the applications for a First Stage PUD and related map amendments, with several conditions and concerns. At the hearing, the Applicant provided a response to those concerns. The

Applicant and the ANC continued to meet and, on August 25, 2011, the ANC submitted a second report indicating that the ANC held a supplemental meeting on August 22, 2011 and voted 7-0 to support the PUD and map amendment applications based on the Applicant's commitments with respect to: (i) bus traffic; (ii) transportation; (iii) alternative plans if congressional legislation for the Washington Channel is not approved; (iv) commitments to the Gangplank Slipholders Association ("GPSA"); (v) a dedicated walkway along the Washington Channel; (vi) the Pier 4 residential structures; (vii) the commercial boat pier; (viii) the Waterfront Park; (ix) building massing, setbacks, and pedestrian friendly access to the waterside amenities; (x) development on Parcel 11; (xi) the M Street Landing; (xii) construction staging; (xiii) streetcars; (xiv) parking south of M Street and east of 6th Street; (xv) transportation embellishments; (xvi) maintenance of the existing tree canopy; (xvii) internet gaming; (xviii) liquor licenses; (xix) ANC office space; (xx) parks within the development; (xxi) environmental issues; (xxii) development on Parcels 6, 7, and 8; (xxiii) setbacks at Parcel 7; (xxiv) the location of the Titanic Memorial and the Maine Lobsterman; (xxv) employment benefits to Ward 6 residents; (xxvi) implementation and monitoring of community benefits; (xxvii) efforts to establish a Southwest community center; and (xxviii) housing preferences to ANC 6D residents.

85. The ANC support was predicated, in part, upon what it believed to be the Applicant's representation that the maximum seating capacity of what was referred to as the Wharf Center would be 4,500 "under any configuration, including standing." However, the Applicant, in a letter to the Commission dated September 2, 2011, indicated that:

> In subsequent discussions with the ANC, which are not reflected in the ANC resolution, the Applicant stated that, while those numbers were approximations, the Applicant could not commit to those limits because interior design work must be done with flexibility to accommodate an entertainment service provider, who can best assess appropriate seating and occupancy capacity for [the center].

86. Notwithstanding this general expression of support, the ANC's second report noted that the "redevelopment of Parcel 11 into a dense residential development remains a concern" and requested that the height of any Parcel 11 residential building, including all architectural elements, mechanical or other rooftop equipment, be no taller than the Tiber Island residential townhouses located directly across 6th Street, S.W.

87. A complete discussion of the Wharf Center and Parcel 11 and Parcel 11 issues may be found in the Conclusions of Law portion of this Order.

St. Augustine's Episcopal Church

88. St. Augustine's Episcopal Church, whose property falls within the boundaries of the PUD Site on Parcel 11, testified in support of the application. The Church noted that when confronted with the proposed redevelopment of the Southwest Waterfront, it made a commitment to remain a part of the Southwest community. The Church testified that the mid-rise development proposed by the Applicant on Parcel 11 represent the best opportunity for the Church to continue to serve the community and that the lot coverage, height of the building, design, and mix of uses proposed by the development will provide a balanced solution. The Church also testified that it intends to build a new church building to replace its existing building and that the new church building has been designed to be compatible with the new residential building proposed by the Applicant for Parcel 11 and constructed at a height and scale that is also compatible with nearby townhouses**.**

Gangplank Slipholders Association

89. The GPSA testified in support of the application, based on commitments from the Applicant to accommodate the live-aboard community during construction of the project. GSPA noted that the Applicant agreed to continue existing services and amenities for slipholders during the transition to the new marina and space for all existing 94 slipholders. GPSA noted that several issues will need to be coordinated and resolved during the stage two PUD applications, but that it is in full support of the stage one application.

6th Street Homeowners

90. The 6th Street Homeowners, who are four individual residents, raised several concerns regarding the proposed PUD. First, they objected to the height and massing of the building on Parcel 11 as too large and too tall. They indicated that they would lose their views across Parcel 11 to the water and that their light and air would be significantly diminished. The 6th Street Homeowners further stated that the Tiber Island residents would suffer unique and severe adverse effects, particularly in light of the unique design of Tiber Island, which was intended to maximize light and air and water views. They argued that the value of their homes would decline significantly due to blocked views and vistas and that their quality of life would be severely compromised. The 6th Street Homowners also claimed that the proposed R-5-B zoning for the site was inconsistent with the surrounding community and that R-5-A zoning was more appropriate.

91. The Commission finds that the viewsheds and property values of the Tiber Island homeowners are not protected by any restrictive covenants or by the Zoning Regulations. Nevertheless, the Commission finds that the PUD has been designed in such a way as to

minimize the effects of the development on the adjacent residential community through appropriate setbacks and height limits. As noted above, the Comprehensive Plan designates Parcel 11 for moderate-density commercial development. The height and bulk of development permitted in the R-5-B Zone District is compatible with the C-2-A, C-2-B, and C-3-A zones that are listed as appropriate for moderate density commercial areas. The Commission finds that the Applicant has struck the proper balance in accommodating the needs of development with the Tiber Island community. The proposed height for the residential building under the R-5-B zoning is 45 feet, which is only five feet more than what is already permitted under the R-3 Zone District. The Commission finds that R-5-A zoning would unnecessarily restrict appropriate development on Parcel 11, which is intended for moderate-density development, and thus would be inconsistent with the Comprehensive Plan. The R-5-B Zone District, and the requested 73% lot occupancy, successfully accommodate the competing interests of moderate-density development against the need to provide an appropriate transition to existing stable neighborhoods.

92. The 6th Street Homeowners also opposed the PUD because it would generate unacceptable levels of traffic on M Street and overburden an already taxed Metrorail system, particularly at the Waterfront-SEU station. They argued that it would also exacerbate the severe on-street parking shortage in the Southwest community and particularly at Tiber Island.

93. The Commission finds that, based on the expert testimony and report of the Applicant's transportation engineer, that the project will not generate unacceptable levels of traffic on M Street, overburden the Metrorail system or exacerbate on-street parking shortages. The Comprehensive Plan specifically encourages transit-oriented development and the PUD will specifically fulfill this objective by providing access to both the L'Enfant Plaza and Waterfront-SEU Metrorail stations. The Applicant has reduced the width of 6th Street, S.W., and made it one-way to discourage use of this neighborhood street by outside motorists in order to protect adjacent residential properties. The Commission finds that the PUD will provide more than adequate off-street parking and thus will not create adverse effects with respect to on-street parking. The Commission notes that the PUD would not be required to provide any off-street parking under the proposed rewrite of the Zoning Regulations and that the amount of parking being provided in the PUD is a significant community benefit.

CONCLUSIONS OF LAW

1. Pursuant to the Zoning Regulations, the PUD process is designed to encourage high-quality development that provides public benefits. (11 DCMR § 2400.1.) The overall goal of the PUD process is to permit flexibility of development and other incentives,

provided that the PUD project "offers a commendable number or quality of public benefits, and that it protects and advances the public health, safety, welfare, and convenience." (11 DCMR § 2400.2.)

2. Under the PUD process of the Zoning Regulations, the Commission has the authority to consider this application as a consolidated PUD. The Commission may impose development conditions, guidelines, and standards which may exceed or be less than the matter-of-right standards identified for height, density, lot occupancy, parking and loading, or for yards and courts. The Commission may also approve uses that are permitted as special exceptions and would otherwise require approval by the Board of Zoning Adjustment.

3. Development of the property included in this application carries out the purposes of Chapter 24 of the Zoning Regulations to encourage the development of well-planned developments, which will offer a project with more attractive and efficient overall planning and design, not achievable under matter-of-right development.

4. The PUD meets the minimum area requirements of § 2401.1 of the Zoning Regulations.

5. The PUD, as approved by the Commission, complies with the applicable height, bulk, and density standards of the Zoning Regulations. The residential and academic uses for this project are appropriate for the PUD Site. The impact of the project on the surrounding area is not unacceptable. Accordingly, the project should be approved.

6. The application can be approved with conditions to ensure that any potential adverse effects on the surrounding area from the development will be mitigated.

7. The Applicant's request for flexibility from the Zoning Regulations is consistent with the Comprehensive Plan. Moreover, the project benefits and amenities are reasonable trade-offs for the requested development flexibility.

8. Approval of this PUD and map amendment is appropriate because the proposed development is consistent with the present character of the area, and is not inconsistent with the Comprehensive Plan. In addition, the proposed development will promote the orderly development of the site in conformity with the entirety of the District of Columbia zone plan as embodied in the Zoning Regulations and Map of the District of Columbia.

9. The Commission is required under § 13(d) of the Advisory Neighborhood Commissions Act of 1975, effective March 26, 1976 (D.C. Law 1-21; D.C. Official Code § 1-309.10(d)) to give great weight to the issues and concerns raised in the written report of the affected ANC, which in this case is ANC 6D. To satisfy the great weight

requirement, District agencies must articulate with particularity and precision the reasons why an affected ANC does or does not offer persuasive advice under the circumstances.

10. As noted in the findings of facts, the ANC generally expressed its support for the project, with the exception of the proposed building height on Parcel 11. The ANC was also concerned about the maximum seating capacity of the proposed performance space called the Wharf Center, but then accepted what it believed to be the Applicant's commitment to limit seating to 4,500 under any configuration. The Applicant later informed the Commission that this figure was intended to be an approximation.

11. As to the ANC's concern over Parcel 11 building height, the ANC requested that any Parcel 11 residential buildings, including all architectural elements and mechanical or other rooftop equipment, be no taller than the Tiber Island residential townhouses located directly across 6th Street, S.W. The Commission must respectfully disagree that such a limitation is warranted. The Comprehensive Plan designates Parcel 11 for moderate density commercial development, but also notes that development is not to compromise the integrity of stable neighborhoods. The Commission finds that the Applicant has struck the proper balance in accommodating the needs of development with the Tiber Island community. The proposed height for the residential building under the R-5-B zoning is 45 feet, which is only five feet more than what is already permitted under the R-3 Zone District. The Applicant has successfully accommodated the competing interests of moderate density development against the need to provide an appropriate transition to existing stable neighborhoods.

12. The Commission further finds that the views west along M Street toward the water are adequately preserved. As noted in the materials submitted by the Applicant in its post-hearing submission dated August 26, 2011, the M Street view corridor toward the water is obscured by a mature stand of trees and the curve of the roadway as it transitions to Maine Avenue at 6th Street, S.W. As a result, there is no view corridor from M Street to the water except during winter months. Nevertheless, the Applicant proposes through the PUD to provide an enhanced vista toward the water that will exist all year round.

13. With respect to the maximum seating capacity for the Wharf Center, the Commission notes the apparent disconnect between what the ANC heard and what the Applicant intended. However, the Commission is unconcerned by the miscommunication because the issue is not yet ripe for consideration, and will not be until a stage two application is filed that includes that facility. Such an application should include sufficient details for the Commission to understand the relationship between seating capacity and traffic, parking, and any other potential adverse impacts. Of course, the ANC then will be afforded its statutory right to express any concerns it may have on the issue; and this Commission will afford such views the great weight to which they are entitled.

14. The application for a PUD is subject to compliance with D.C. Law 2-38, the Human Rights Act of 1977.

DECISION

In consideration of the Findings of Fact and Conclusions of Law contained in this Order, the Zoning Commission for the District of Columbia **ORDERS APPROVAL** of the applications for preliminary review and approval of a stage one PUD and an application for a related amendment to the Zoning Map to rezone the PUD Site to the C-3-C Zone District, with the exception of Lots 83 and 814 in Square 473 (Parcel 11), which will be rezoned from the R-3 to the R-5-B Zone District; and Lot 834 in Square 473 (Parcel 10), which will remain W-1; and to extend the W-1 Zone District to the proposed new pierheads in the Washington Channel; with all such applications subject to the guidelines, conditions, and standards set forth below.

A. STAGE 1: DEVELOPMENT PARAMETERS

1. *Architectural Plans*. The PUD shall be developed in accordance with the master plan prepared by EEK Architects, dated June 28, 2011, marked as Exhibit 26 in the record (the "Plans"), and supplemented by drawings submitted July 8, 2011, marked as Exhibit 38 in the record; as modified by the guidelines, conditions, and standards herein.

2. *Project Uses and Density*. The PUD shall be a mixed-use development devoted to residential, hotel, retail, service, institutional, cultural, and office uses as shown on the approved Plans. The PUD shall have a maximum landside density of 3.87 FAR (3.19 FAR including private rights-of-way) and a combined gross floor area of approximately 3,165,000 square feet. Waterside uses shall have a maximum potential density of 0.68 FAR, or 114,000 square feet of gross floor area.

3. *Building Heights*. The maximum height of the buildings on Parcels 1-9, to be located in the C-3-C Zone District, shall not exceed 130 feet, with bases of one to four stories in height. The maximum height of buildings on Parcel 5 shall be 110 feet. The height of the residential building on Parcel 11 shall not exceed 45 feet, or an overall height of 57 feet with an occupied penthouse. The height of the church building on Parcel 11 shall not exceed 45 feet (or 49 feet to the peak of the sloped roof). The building on Parcel 10, to be located in the W-1 Zone District, shall not exceed 60 feet in height. The residential building on Pier 4 shall have a maximum height of 45 feet.

4. *Parking and Loading*: The project shall include one or more below-grade parking structure(s) on two to three levels providing parking spaces for approximately 2,100-2,650 vehicles. The project shall also include parking or storage for 1,500-2,200 bicycles on-site. The project shall also include sufficient loading facilities to

accommodate the mix of uses on the site. The precise amount of parking and loading facilities required for each second-stage development shall be specified by the Commission in each second-stage order.

B. STAGE 1: PUBLIC BENEFITS AND PROJECT AMENITIES

1. *Exhibit No. 60:* The Applicant shall provide the public benefits and project amenities as enumerated in Exhibit No. 60 and attached to this order and Conditions No. B-2 through B-6. In the event of any discrepancy between the descriptions of a public benefit as stated in Exhibit No. 60 and as stated in these conditions, the requirements stated in these conditions shall govern. The precise delivery of the benefits and amenities and their status shall be a part of the Applicant's submission for each stage two application, as described in Condition No. C-3 below.

2. *Affordable Housing:* The project shall provide a minimum 80,000 square feet of gross floor area of housing affordable to households earning up to 60% of AMI and a minimum of 80,000 square feet of gross floor area of housing affordable to households earning up to 30% of AMI ("Affordable Housing Requirement"). The units constructed to satisfy the Affordable Housing Requirement ("Affordable Units") shall remain reserved for and affordable to households within the income ranges described above for the following periods: 20 years for the for-sale units and 50 years for the rental units. The Applicant shall not be required to provide Affordable Units in the mixed-use hotel/residential building proposed for Parcel 4, or the one market-rate residential building proposed for Phase 3.

   In addition, the following requirements apply to the Affordable Housing Requirement:

   a. The combined land area of Phase 1 and the combined land area of Phase 3 shall each separately account for at least 70,000 square of gross floor area devoted to Affordable Units; the remaining 20,000 square feet of gross floor area devoted to affordable housing may be allocated amongst any of the parcels included in the two Phases as the Applicant deems appropriate;
   b. Except as may be permitted in any Stage 2 PUD approval, the Affordable Units shall not be over-concentrated within a single building;
   c. The proportion of studio, efficiency, and one-bedroom Affordable Units to all Affordable Units shall not exceed the proportion of market-rate studio, efficiency, and one-bedroom units to all market-rate units within a mixed-income building; and
   d. The Affordable Units shall be of a size equal to the market-rate units, provided that Affordable Units may be the smallest size of each market-rate type and have no luxury-scaled unit counterpart.

3. *Workforce Housing*. The Applicant shall dedicate as workforce housing for households earning up to 120% of AMI, 20% of the gross floor area built over and above a threshold of 500 units for the District-owned properties.

4. *Business Improvement District*. The Applicant shall create and provide the initial funding for a new business improvement district or similar entity to manage, operate, and maintain the public elements of the PUD, including the parks, open spaces, and public marinas. The timeframe for the creation of this entity and the amount of the funding to be provided shall be identified by the Applicant as part of its first stage two PUD application filed for the project.

5. *First Source Employment Agreement:* The Applicant shall abide by the terms of the executed First Source Employment Agreement with DOES (Exhibit 4-I) to achieve the goal of utilizing District residents for at least 51% of the jobs created by the PUD project.

   The Applicant shall also:

   a. Provide $750,000 to a workforce intermediary program to serve as a clearing house for jobs as a means of matching District residents with training opportunities and a mechanism for ultimately connecting job-ready District residents with new employment at the Southwest Waterfront project; and
   b. During construction, the Applicant shall also work closely with its contractor, construction trades organizations, Cardozo Trades Academy and other training and job placement organizations to maximize participation by District residents in the training and apprenticeship opportunities in the PUD.

   The timeframe for the delivery of the public benefits described in subparagraphs (a) and (b) of this condition shall be identified by the Applicant as part of its first stage two PUD application filed for the project.

6. *CBE Agreement*. The Applicant shall abide by the executed CBE Agreement with the DSLBD (Exhibit 4-J) to achieve, at a minimum, 35% participation by small, local, and disadvantaged businesses in the contracted development costs for the design, development, construction, maintenance, and security for the project to be created as a result of the PUD. The Applicant shall set aside 20% of the retail space for "unique" and/or "local" businesses. For the purposes of this condition, the term "unique" retail business means a retailer owning or operating fewer than eight retail outlets in the aggregate at the time such retailer enters into a retail lease at the project, inclusive of such retail outlet at the project. For the purposes of this condition, the

term "local" business means either (i) a retailer that is a CBE; or (b) a retailer headquartered in the District of Columbia.

7. For each stage two application, the Applicant shall develop guidelines to ensure that the vertical development is designed in accordance with LEED-ND Gold objectives to meet individual certification requirements and to comply with the overall larger framework of LEED-ND criteria. With the exception of the church on Parcel 11, the Applicant shall design each new building or vertical development component of the project to achieve a LEED-NC (new construction) or LEED-CS (core and shell) Silver rating or higher. The Applicant shall also design each building, except for the church on Parcel 11, to meet the LEED stormwater requirements for both quality and quantity in conformance with the certification process sought for each building.

8. During construction of the project, will provide for a live-aboard community at the redeveloped Gangplank Marina for approximately the same number of live-aboard slips as exist as of June 2011 (94 slips), with provisions for retention of existing live-aboard slip holders. The Applicant will also provide for reasonable continuity of existing services, utilities, and amenities during construction.

C. STAGE 2 SUBMISSION REQUIREMENTS

1. *Development Parameters:* For each stage two PUD application, the Applicant shall provide a tabulation of development data showing:

   a. the area and dimensions of each lot proposed for each building and the exact area of the total site;
   b. the percentage of lot occupancy of each building on each lot and the total percentage of lot occupancy for all buildings on the entire site;
   c. the gross floor area and floor area ratio for each building on each lot, including a breakdown for each use, and the total gross floor area and floor area ratio for all buildings on the entire site, including a breakdown for each use;
   d. a circulation plan, including the location of all vehicular and pedestrian access ways and the loading berths, including an indication of which spaces are designated for which use;
   e. the location and number of all vehicular and bicycle parking or storage spaces; and
   f. the existing topography of the development area; the location of all major natural features, including trees of six-inch caliper or greater; and the location and elevations of public or private streets, alleys, or easements bounding or traversing the site, including an indication of which of the rights-of-way or easements are to be continued, relocated, or abandoned.

2. *Affordable Housing*: For each stage two application that includes a residential component, the Applicant shall provide: (i) a breakdown of the square feet of gross floor area to be devoted to Affordable Units, the number of Affordable Units proposed, the income levels for which those units will be reserved; the proposed location of the units within each mixed-income building; the pricing mechanism used to assure that the units will be affordable to the target households; and (ii) an update on the Applicant's satisfaction of the Affordable Housing Requirement for the project that includes the gross floor area of Affordable Units that has been approved for Phase 1 and for Phase 3, if applicable, and the square feet of gross floor area of such units that have been constructed. The Commission may, at its discretion, refuse to hear a stage two application for Phase 3 if 70,000 square feet affordable housing for Phase 1 is not constructed. The first stage two application for Phase 3 shall include a schedule for the construction of the required affordable housing that has not been constructed as a part of Phase 1.

3. *Public Benefits and Project Amenities:* For each stage two PUD application filed for the project, the Applicant shall provide a detailed implementation plan for the public benefits and project amenities enumerated in Exhibit No. 60 and in Conditions No. B-3 through B-6. The implementation plan shall identify the benefits and amenities proposed for that particular stage two application, the benefits and amenities that have already been implemented, the benefits and amenities yet to be implemented, and an overall status update and timetable for implementation. In addition, the first stage two PUD application for the project shall provide the additional information required by Conditions Nos. B-4 and B-5.

4. *Transportation Impact Study:* For each stage two PUD application filed for the project, the Applicant shall provide a supplemental transportation impact study, including transportation demand mitigation measures.

D. MISCELLANEOUS

1. The Applicant may file one or more second-stage applications for review and approval of the PUD. This first-stage PUD approved by the Commission shall be valid for a period of 12 months. Within such time, a second-stage application must be filed for at least a portion of the Phase 1. The last stage two application shall be filed no later than December 31, 2024. With each stage two application filed, the Applicant shall provide an update on the PUD phasing plan.

2. In accordance with the D.C. Human Rights Act of 1977, as amended, D.C. Official Code §§ 2-1401.01 et seq. (Act), the District of Columbia does not discriminate on the basis of actual or perceived: race, color, religion, national origin, sex, age, marital status, personal appearance, sexual orientation, gender identity or expression, familial

status, family responsibilities, matriculation, political affiliation, genetic information, disability, source of income, or place of residence or business. Sexual harassment is a form of sex discrimination which is prohibited by the Act. In addition, harassment based on any of the above protected categories is prohibited by the Act. Discrimination in violation of the Act will not be tolerated. Violators will be subject to disciplinary action.

On September 12, 2011, upon the motion of Chairman Hood, as seconded by Vice Chairman Schlater, the Zoning Commission **APPROVED** these applications at its public meeting by a vote of **4-0-1** (Anthony J. Hood, Konrad W. Schlater, Peter G. May, and Michael G. Turnbull to approve; Greg M. Selfridge not having participated, not voting).

On October 17, 2011, upon the motion of Chairman Hood, as seconded by Commissioner May, the Zoning Commission **ADOPTED** this Order at its public meeting by a vote of **4-0-1** (Anthony J. Hood, Konrad W. Schlater, Peter G. May, and Michael G. Turnbull to adopt; Marcie Cohen, not having participated, not voting).

In accordance with the provisions of 11 DCMR § 3028, this Order shall become final and effective upon publication in the *D.C. Register*; that is on December 16, 2011.

ANTHONY J. HOOD
CHAIRMAN
ZONING COMMISSION

RICHARD S. NERO, JR.
ACTING DIRECTOR
OFFICE OF ZONING

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 29, 2010

Plat for Building Permit of SQUARE 473 LOTS 84, 815,819,820,822 - 828,831,834,839 - 842,845 & 849 - 851

Scale: 1 inch = 150 feet

Recorded in Book 164 Page 51(Lot 84)
Book A & T Page 3531 - M(Lot 815)
Book A & T Page 3564 - N(Lots 819 - 820)
Book A & T Page 3596 - M(Lots 822 - 828, 831 & 834)
Book A & T Page 3612 - D(Lots 837 & 839)
Book A & T Page 3618 - J(Lots 840 -842 & 845)

Receipt No. 11-01209

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

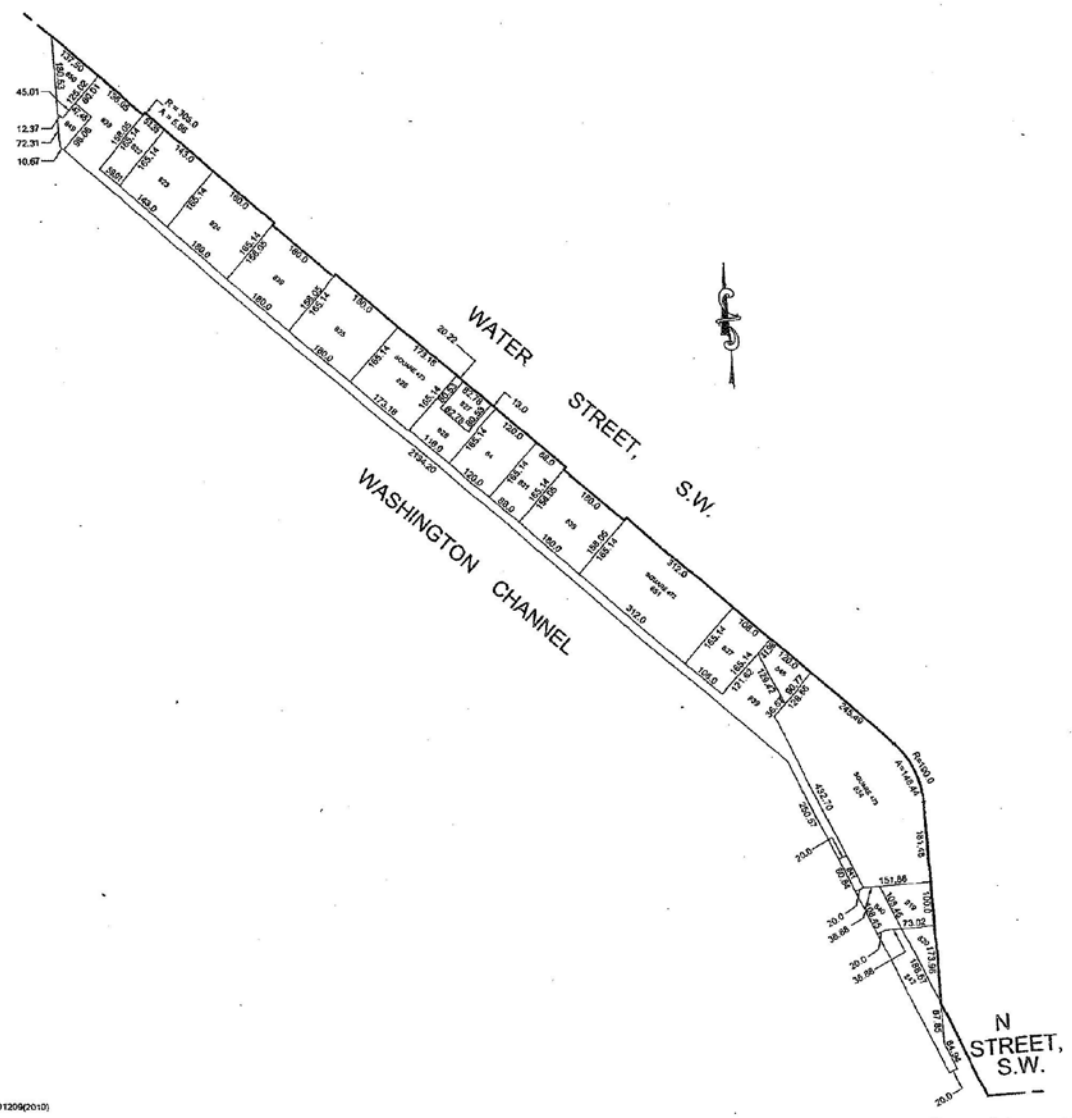
By: A.S.

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly plotted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and plotted; and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned adequately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not diminished to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area will conform to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

_____
(Signature of owner or his authorized agent)



SR-11-01209(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 14, 2010

Plat for Building Permit of SQUARE 391 LOTS 804 - 806

Scale: 1 inch = 50 foot Recorded in Book A&T Page 3604-O

Receipt No. 11-01204

Furnished to: HOLLAND & KNIGHT/ FREDA HOBAR

Surveyor, D.C.

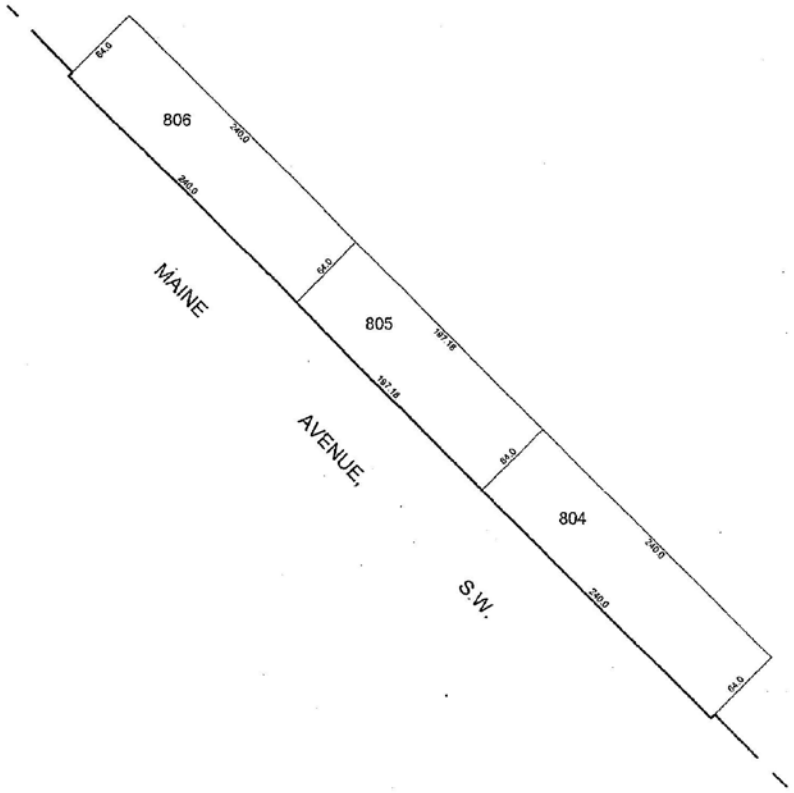
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly plotted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and plotted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

_____
(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01204(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 14, 2014

Plat for Building Permit of: SQUARE 241 LOT 129

Scale: 1 inch = 20 feet Recorded in Book 198 Page 35

Receipt No. 11-01202

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

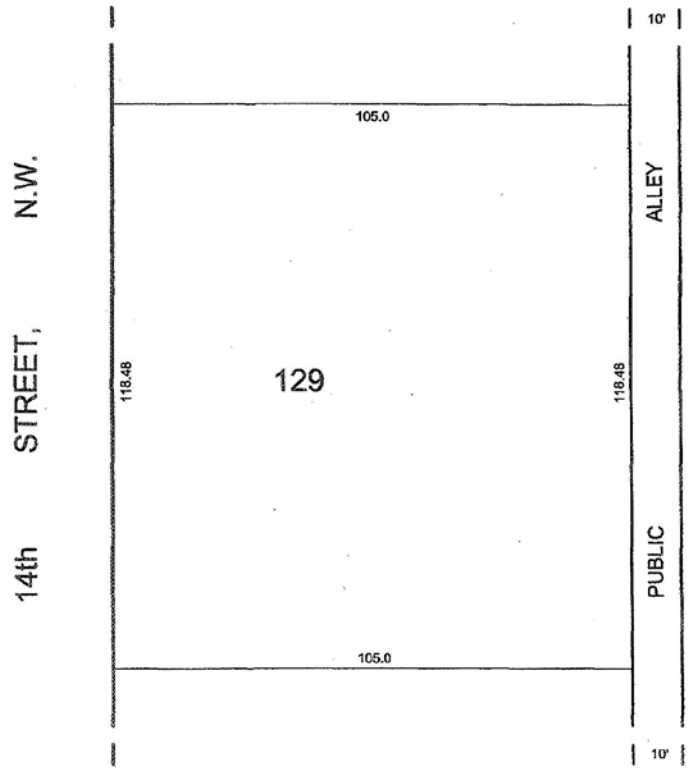
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

_____
(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01202(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 16, 2010

Plat for Building Permit of: SQUARE 390 LOT 54

Scale: 1 inch = 50 feet Recorded in Book 164 Page 156

Receipt No. 11-01203

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

For Surveyor, D.C.

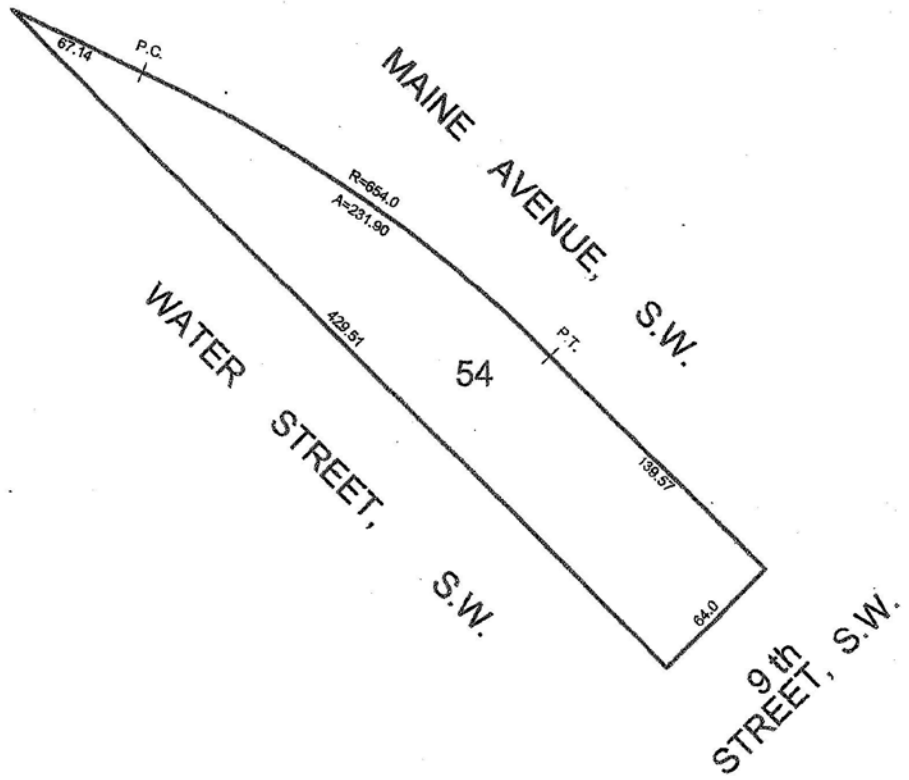
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

_____
(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 20, 2010

Plat for Building Permit of: SQUARE W - 471 LOT 810

Scale: 1 inch = 50 feet Recorded in Book A & T Page 3796 - U

Receipt No. 11-01205

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

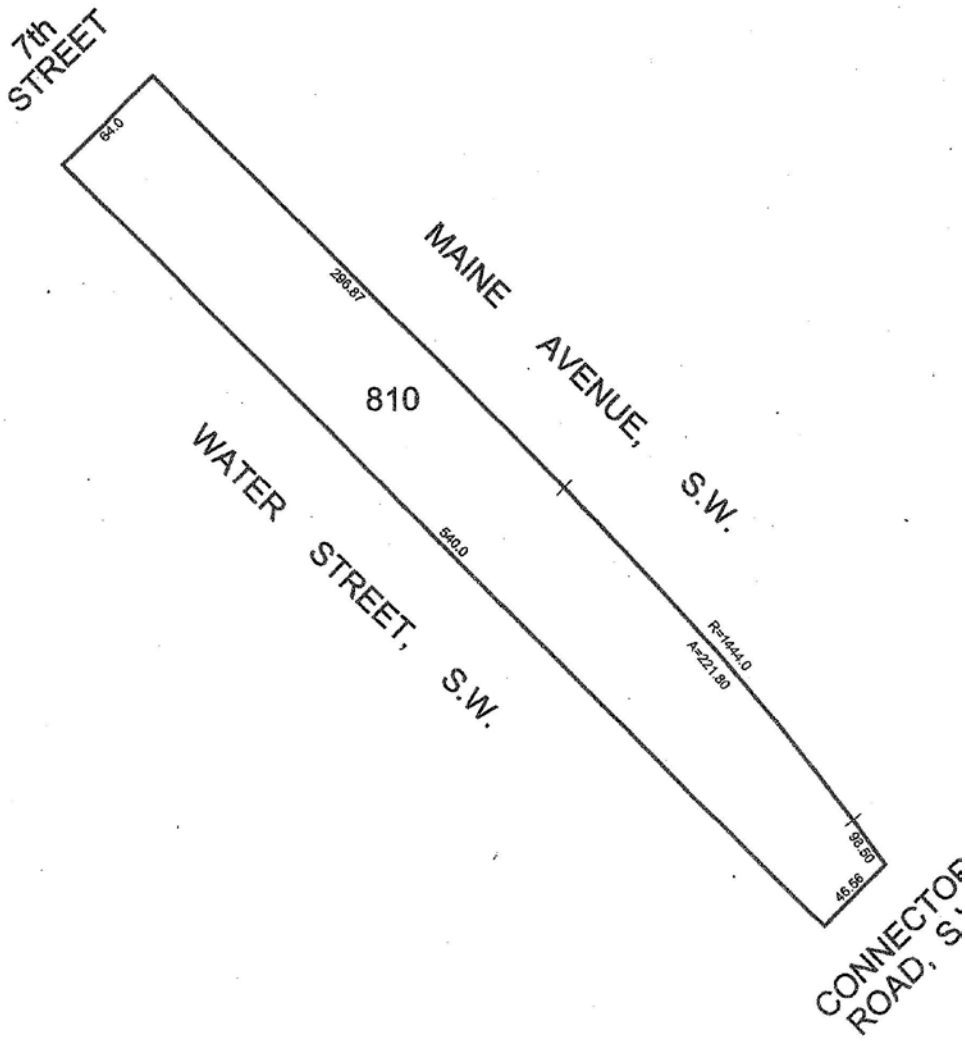
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01205(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 20, 2010

Plat for Building Permit of: SQUARE 472 LOT 827
SQUARE 473 LOT 815

Scale: 1 inch = 40 feet Recorded in Book A & T Page 3531 - M (Lot 815)
Book A & T Page 3531 - M (Lot 827)

Receipt No. 11-01206

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

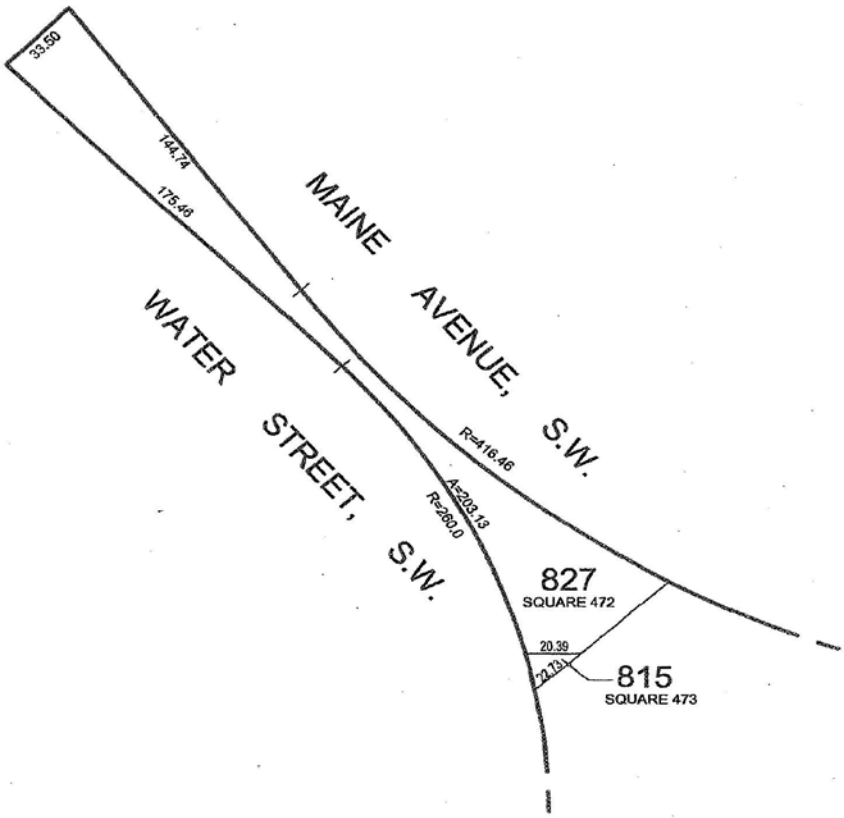
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01206(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 16, 2010

Plat for Building Permit of: SQUARE 503 LOTS 883 & 884

Scale: 1 inch = 20 feet Recorded in Book A & T Page 3504 - C (Lot 883)
Book A & T Page 3564 - O (Lot 884)

Receipt No. 11-01208

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

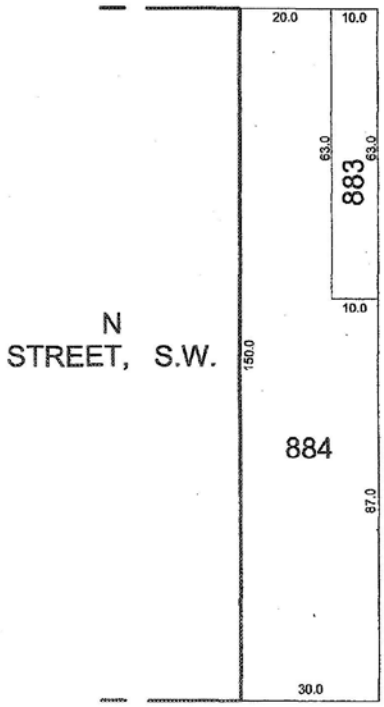
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

_____
(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01208(2010)

DISTRICT OF COLUMBIA GOVERNMENT
OFFICE OF THE SURVEYOR

Washington, D.C., December 20, 2010

Plat for Building Permit of: SQUARE 473 LOTS 843 - 844

Scale: 1 inch = 40 feet Recorded in Book A & T Page 3678 - L

Receipt No. 11-01207

Furnished to: HOLLAND & KNIGHT / FREDA HOBAR

Surveyor, D.C.

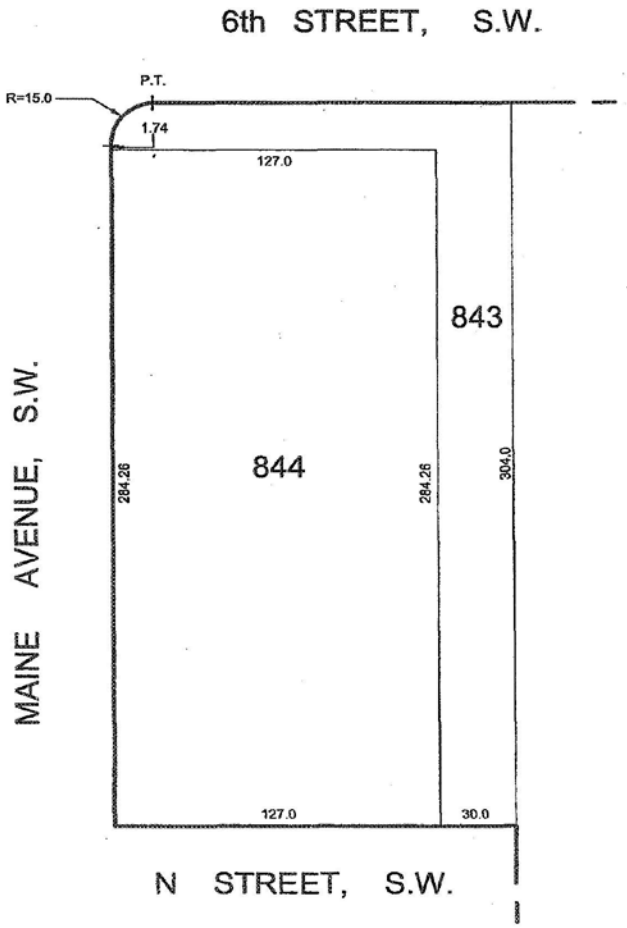
By: A.S.

I hereby certify that all existing improvements shown hereon, are completely dimensioned, and are correctly platted; that all proposed buildings or construction, or parts thereof, including covered porches, are correctly dimensioned and platted and agree with plans accompanying the application; that the foundation plans as shown hereon is drawn, and dimensioned accurately to the same scale as the property lines shown on this plat;and that by reason of the proposed improvements to be erected as shown hereon the size of any adjoining lot or premises is not decreased to an area less than is required by the Zoning Regulations for light and ventilation; and it is further certified and agreed that accessible parking area where required by the Zoning Regulations will be reserved in accordance with the Zoning Regulations, and that this area has been correctly drawn and dimensioned hereon. It is further agreed that the elevation of the accessible parking area with respect to the Highway Department approved curb and alley grade will not result in a rate of grade along centerline of driveway at any point on private property in excess of 20% for single-family dwellings or flats, or in excess of 12% at any point for other buildings. (The policy of the Highway Department permits a maximum driveway grade of 12% across the public parking and the private restricted property.)

Date: _____

(Signature of owner or his authorized agent)

NOTE: Data shown for Assessment and Taxation Lots or Parcels are in accordance with the records of the Department of Finance and Revenue, Assessment Administration, and do not necessarily agree with deed description.



SR-11-01207(2010)

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Office of Zoning

Z.C. CASE NO.: 11-03

As Secretary to the Commission, I hereby certify that on DEC 20 2011 copies of this Z.C. Order No. 11-03 were mailed first class, postage prepaid or sent by inter-office government mail to the following:

1. *D.C. Register*
2. Norman Glasgow, Esq.
   Mary Carolyn Brown, Esq.
   Holland & Knight, LLP
   2099 Pennyslvania Avenue, N.W. #100
   Washington, D.C. 20006
3. ANC 6D
   1101 4th Street, S.W.
   Suite W130
   Washington, D.C. 20024
4. Commissioner Andy Litsky
   ANC/SMD 6D04
   423 N Street, S.W.
   Washington, D.C. 20024
5. Gottlieb Simon
   ANC
   1350 Pennsylvania Avenue, N.W.
   Washington, D.C. 20004
6. Councilmember Tommy Wells
7. DDOT (Martin Parker)
8. Melinda Bolling, Acting General Counsel
   DCRA
   1100 4th Street, S.W.
   Washington, DC 20024
9. Office of the Attorney General (Alan Bergstein)
10. Vestry of St. Augustine's Church
    c/o Jacques DePuy/Kate Olson, Esqs.
    Greenstein, DeLorme, Luchs
    1620 L Street, N.W. #900
    Washington, DC 20036
11. Gangplank Marina Slip-holders Assoc.
    600 Water Street, S.W., NBU 5-3
    Washington, D.C. 20024
    Attn: Jason Kopp
12. 6th Street Homeowners Assoc.
    c/o Leslie Randolph
    462 M Street, S.W.
    Washington, D.C. 20024
13. Tiber Island Cooperative Homes
    c/o Cornish Hitchcock, Esq.
    1200 G Street, N.W. #800
    Washington, D.C. 20005

ATTESTED BY: S. S. Schellin
Sharon S. Schellin
Secretary to the Zoning Commission
Office of Zoning