

EXHIBIT NO. 1

16
12-15-07

Docket Item #14
CDD CONCEPT PLAN AMENDMENT #2007-0001
POTOMAC YARD/POTOMAC GREENS

Planning Commission Meeting
December 4, 2007

ISSUE: Consideration of a request to amend conditions of the CDD concept development plan approval for Potomac Yard.

STAFF: Jeffrey Farner, Development, Division Chief
Jeffrey.Farner@alexandriava.gov

APPLICANT: Potomac Yard Development, LLC
by M. Catharine Puskar, attorney

LOCATION: Potomac Yard - Jefferson Davis Highway
The area bordered by the Arlington County line on the north, Jefferson Davis Hwy/Route 1 to the east, George Washington Parkway on the west and Braddock Road on the south.

ZONE: CDD-10/Coordinated Development District

PLANNING COMMISSION ACTION, DECEMBER 4, 2007: On a motion by Mr. Komoroske, seconded by Ms. Fossum, the Planning Commission voted to recommend approval and amend conditions #8, 15(a), 15(c), 15(p) and 15(r) of the CDD concept development plan approval for Potomac Yard subject to all applicable codes, ordinances and staff recommendations, with further amendments to condition 15(r).

Reason: The Planning discussed the general consistency of intent of the proposed CDD Concept Plan Amendment with the original CDD Concept Plan Approval, and recommended a change to condition 15(r).

Speakers:

Ms. Catharine M. Puskar, attorney, represented the applicant.

Amy Slack, representing the Del Ray Land Use Committee stated that she had no objections to the CDD Concept Plan Amendment. She added that she would like to see the Planning Commission make a decision on the location of the pedestrian bridge because someone would

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always have a problem with the one option or the other, and none of the options would be satisfactory to everyone.

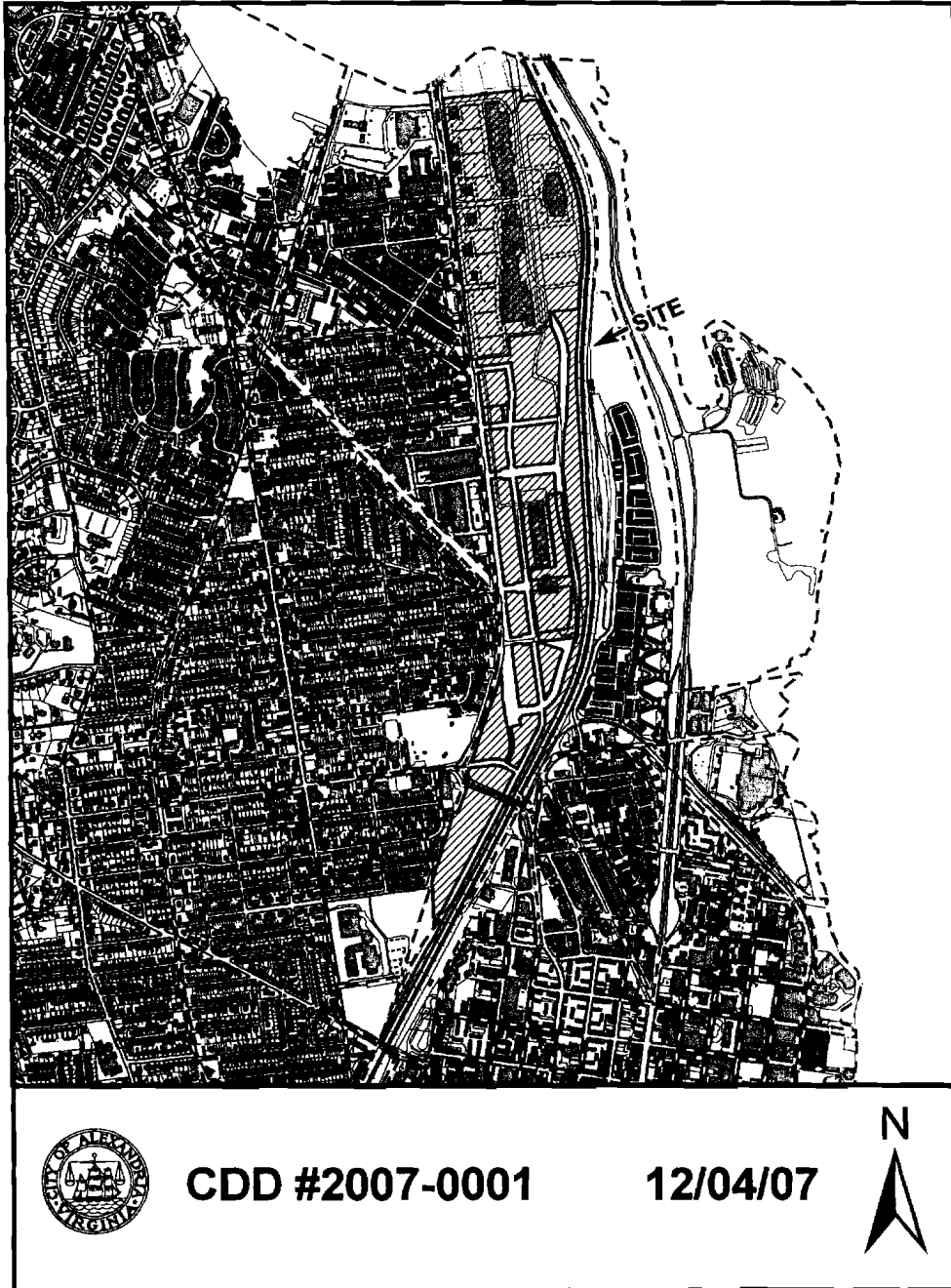
Roland Meisner, resident of Old Town Greens noted his agreement with the Del Ray Land Use Committee that Planning Commission should make a decision on the location of the pedestrian bridge, at the WMATA Reservation in Potomac Greens. He stated that he did not support the amendment to the CDD condition that allowed the developer additional time for the Pedestrian Bridge.

George Best, stated that he realized that the current proposal was to amend trigger conditions in the Potomac CDD Concept Plan Approval, but wanted to remind Planning Commission to look closely at open space requirements in the future, especially dog parks, as additional development takes place in the area.

Sandy Modell, 400 E. Custis Street, spoke as a member of the Del Ray community and stated that she was concerned that the amendment would eliminate the requirement of the developer's commitment to build a 3-acre dog park in Potomac Yard, and that the City would instead receive a 0.9 acre dog park on Monroe Avenue. She urged the Planning Commission to hold the developer to build a 3-acre dog park in Potomac Yard.

David Fromm, spoke as a member of the Del Ray community and stated that the approval of the trigger amendment should not be construed as the developer being excused from the commitment to provide a 3-acre dog park in Potomac Yard.

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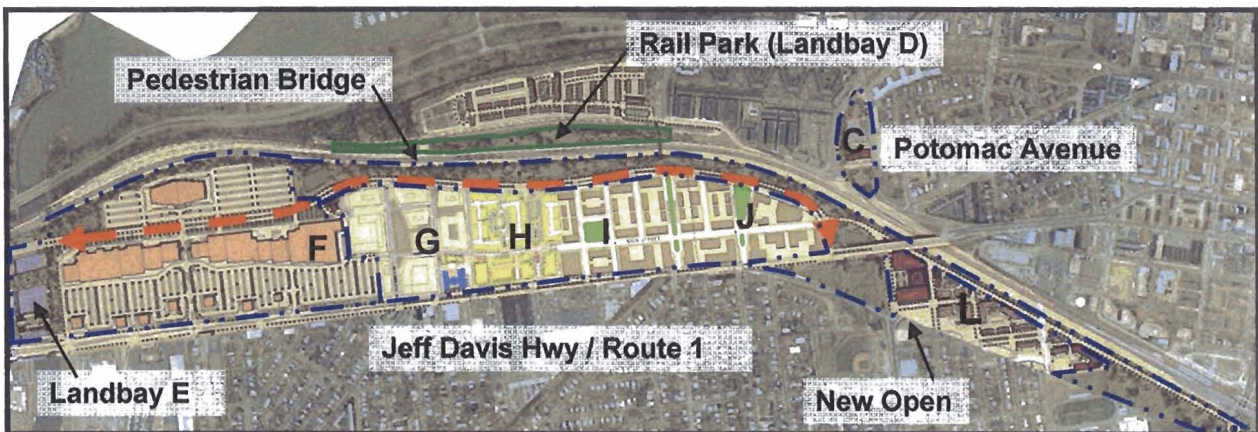
I. OVERVIEW:

A. *Proposal*

The applicant is requesting an amendment to the Coordinated Development District (CDD) conditions for the Potomac Yard/Potomac Greens Coordinated Development District (CDD #10), which consist of the following:

- Pedestrian Bridge construction commencement timing.
- Rail Park construction timing.
- Landbay E scope of improvements and timing.
- Route 1 Improvements construction commencement timing.
- Potomac Avenue construction completion timing.

Figure 1. Overview of Potomac Yard



B. *Background*

When the Potomac Yard/Potomac Greens CDD was approved in 1999, the approval included 38 conditions among which included open space and infrastructure improvements that are required within a set threshold of development, referred to as “triggers” in the Concept Plan. This proposal to amend the triggers in CDD #10 seeks to replace the current triggers for provision of open space and infrastructure improvements with alternative conditions. The applicant has stated that the primary reason for the amendments is to clarify that Potomac Yard Development LLC is responsible for the improvements rather than the purchasers of other landbays, such as MRP Realty, the purchaser of Landbay G. The other reason for the proposed amendment is the imminent time trigger of the pedestrian bridge.

II. STAFF ANALYSIS:

A. Pedestrian Bridge- Condition 15 (p)

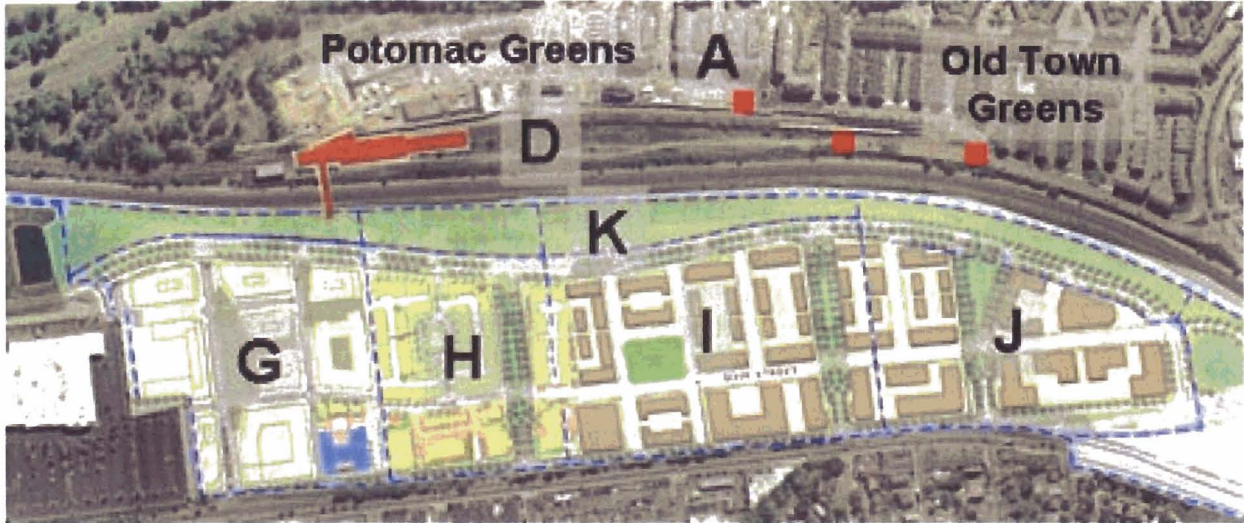
The pedestrian bridge over Rail Park (Landbay D) is a condition of the CDD which requires the construction of the bridge to start within 30 days of final site plan approval for 1 million square feet of new development within the CDD. With the construction of Potomac Plaza (Landbay C), Potomac Greens (Landbay A), and the pending final site plan approval in Landbay H,I, the trigger for the pedestrian bridge will be reached some time in early 2008. Therefore, the time trigger for the pedestrian bridge will need to be revised, otherwise the applicant will be in violation of the approved CDD condition.

Staff believes that in general, there should be rigorous adherence to the time triggers because the infrastructure and open space improvements required for the new development are intended to make sure that the developer(s) do not intentionally wait until the end of the development to construct necessary open space and infrastructure improvements. However, in the case of the pedestrian bridge staff and the applicant have been working in good faith to address the multiple comments from the various stakeholders, although there continues to be a lack of consensus regarding the location of the bridge.

Background

In the past the pedestrian bridge has not been a docketed item for approval but rather an item of discussion associated with the Rail Park (Landbay D) review, because the bridge would have provided access to Rail Park across the rail lines. Access from the east to the Park was proposed to be across a surface easement accessed from Potomac Greens Drive. Because the bridge has to cross the rail lines and achieve the appropriate height clearances, the bridge would be approximately 25 - 30 ft. in height. Because of the proposed access, location and the height of the bridge, there was a considerable amount of concern raised by the adjoining residents of Old Town Greens. The proposal for Rail Park was deferred by the Planning Commission. Subsequent to the Planning Commission deferral, the Commission required an additional pedestrian bridge easement as part of the approval of Potomac Greens. Currently, there are four potential bridge crossing locations (including the WMATA Metro station reservation area).

Figure 2. Existing Easements For Pedestrian Bridge Landings (Shown In Red).

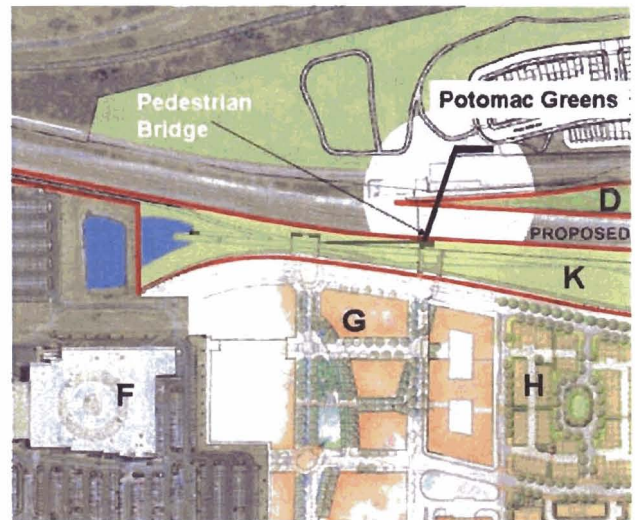


Subsequent to the deferral by the Planning Commission, the applicant and staff have worked with the adjoining community groups to discuss potential options for the location and configuration of the pedestrian bridge and Rail Park. There has not been a consensus by the community groups on where a pedestrian bridge should be located. The Potomac Yard Urban Design Advisory Committee (PYDAC) has also expressed a desire to have additional time to review the design and location of the proposed bridge.

Current Proposal

The applicant proposes to locate the pedestrian bridge at the north end of Potomac Greens and Rail Park, at an existing WMATA Metro Station reservation area. The bridge, which will span approximately 250 feet over the heavy rail and the WMATA Metro train tracks, will provide the pedestrian connectivity to the east and west portions of the Yard. This is a logical location for the bridge because it links several community amenities such as the wetland/trail north of Potomac Greens on the east side of the tracks to Landbay K, the regional linear park on the west side of the tracks, and to the Town Center (Landbay G), where the highest density of development is expected, and where there is the greatest concentration of retail. The bridge would be designed to accommodate a possible touch

Figure 3. Proposed Pedestrian Bridge at WMATA Reservation Area



down at Rail Park if one is requested by the community in the future public process for Rail Park. The bridge could also be designed and located to coexist with a potential Metro Station at this location in the future. The bridge landings will be located at an area in Potomac Greens that is currently reserved for the WMATA Metro station and in Landbay K, the linear park in the west half of Potomac Yard (See Figure 3, Pedestrian Bridge at WMATA Reservation Area).

While staff believes the proposed location is a reasonable location, staff also acknowledges that additional time is needed to work with the adjoining community groups and PYDAC. However, if the trigger condition is not amended, the applicant will be in violation of this condition. Therefore, staff is recommending that the trigger be amended to allow some additional time to work with the appropriate groups, however, require submission of a plan by March 2008. In addition, staff is recommending that the bridge commence construction prior to the approval of Landbay I and/or J, which staff estimates will be Fall of 2008. The condition proposed by staff also states that if a location has not been selected by October 2008, the applicant would be permitted to make a monetary payment equivalent to the amount necessary to design and construct the bridge.

B. Rail Park – Condition 15 (r)

CDD condition 15 (r) refers to the construction timing for Rail Park. The CDD requires Rail Park to be completed in conjunction with Potomac Greens (Landbay A). The first time Planning Commission considered Potomac Greens for preliminary plan approval, staff also submitted the Rail Park preliminary plan for Commission

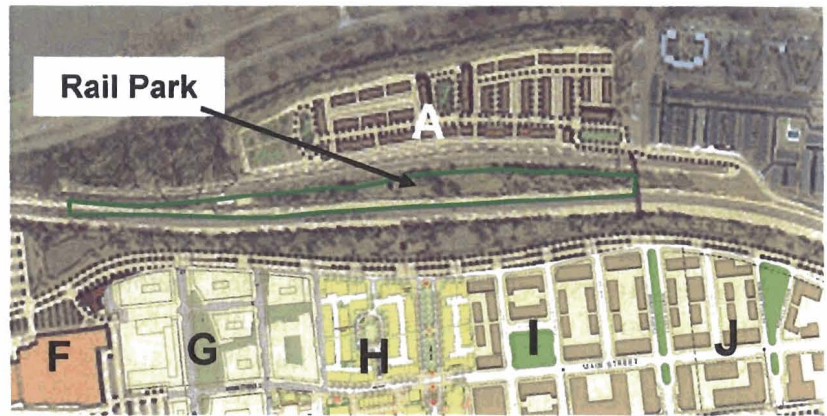


Figure 4. Rail Park Contextual Aerial

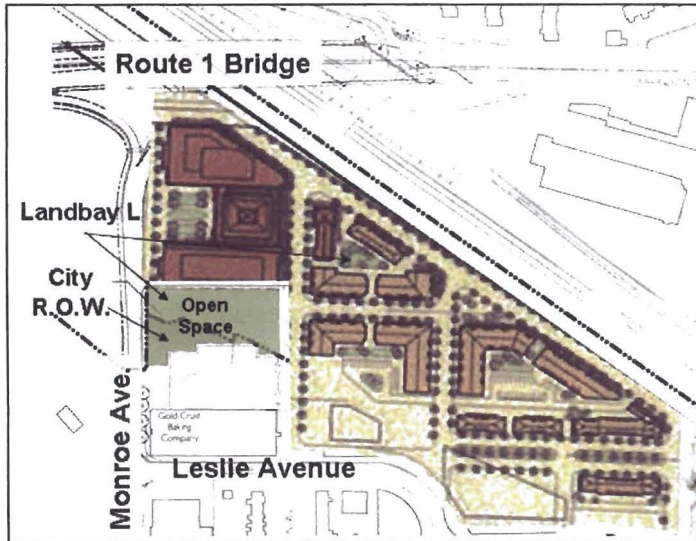
consideration. However, the Planning Commission tabled the Rail Park approval, and City Council noted the deferral without objection at their March 15, 2003 hearing. City Council approved Potomac Greens on May 17, 2003. Potomac Greens is under construction, with approximately two-thirds of its townhouse units occupied. The CDD and Design Guidelines specify that the uses for Rail Park include a community garden, tennis or volleyball courts, exercise stations and a dog run area.

The community was divided on the dog park in Rail Park and the Planning Commission requested staff to further study the feasibility of the proposal for Rail Park.

Current Proposal

The applicant proposes to dedicate Rail Park to the City and dedicate and improve the open space in Landbay L adjacent to Monroe Avenue. The area, proposed to be set aside at Monroe Avenue, across Simpson Fields, would have a cumulative size of approximately 0.9 acre. The

Figure 5. Open Space in Landbay L



area is a combination of 0.66 acre of land in Landbay L and 0.25 acre of the Monroe Bridge right-of-way that will be vacated when the new Route 1 Bridge opens. The 0.66 acre in Landbay L would be part of the developer's dedicated open space requirements for Landbay L. The programming of Rail Park and the proposed open space is to be left open for additional community input and subsequent Planning Commission and City Council review and approval.

C. Landbay E – Condition 8

The current proposal simplifies the trigger to approval of Landbay I and/or J and clarifies the responsibility of PYD or its successors to construct the recreational amenities that the City approves for Landbay E. It does not specifically tie the condition to the Four Mile Run Plan planning process schedule but it has been factored in the proposed trigger by requiring the construction of any required improvements to be completed prior to issuance of certificate of occupancy for any development in Landbay I and or J, which is anticipated for Fall of 2009. Staff supports this amendment as it will be a similar time frame and square footage requirement as the current condition, but clarifies that PYD will be responsible and not other property owners within Potomac Yard.

D. Potomac Avenue – Condition 15 (a)

Background

The trigger condition for Potomac Avenue is one of the most complicated among the infrastructure improvements. It not only includes two options for the extent of Potomac Avenue and its tie-in at the southern end, but it also has three alternative triggers. In addition, it has a third option for a tie in at Windsor Avenue, with a trigger of 2 million square feet of development receiving Certificates of Occupancy for both Arlington and Alexandria. Based on

current development in Arlington and Alexandria, trigger (iii) is the most likely to be reached first. The current time trigger requires Potomac Avenue to be completed by 2010 at the earliest.

Proposal

The proposed amendment will accelerate the completion of Potomac Avenue by approximately two years. The reason the applicant is proposing this amendment is to clarify that PYD will be responsible for completing Potomac Avenue, and not the other landowners within Potomac Yard. Staff recommends that condition 15(a), requiring the construction of Potomac Avenue, be revised to accelerate its completion date.

E. Route 1 – Condition 15(c)

The proposed amendment for the Route 1 trigger condition in the Potomac Yard/Potomac Greens CDD is required primarily due to the additional time needed to develop and approve the plan and design of the high capacity transit lanes on Route 1. On April 22, 2006, the City Council approved an amendment to the Transportation Chapter of the City’s Master Plan to locate dedicated Bus Rapid Transit (BRT) lanes on Route 1.



Figure 6. Crystal City/Potomac Yard Transit Improvement Route in Potomac Yard

Background

The CDD condition for Route 1 addresses the improvements for the west half of Route 1 from the existing centerline of the right-of-way to the future street frontages for Potomac Yard, and extends from East Glebe in the north, to the new Route 1 bridge. Staff is also currently working on a shared financing agreement with PYD for the construction of Route 1.

Current Proposal

The proposed amendment for Route 1 simplifies the trigger for construction schedule to the approval of the Crystal City/Potomac Yard transit improvement plan and acknowledges the ongoing efforts to develop the agreement for shared financial responsibilities between the City and PYD for the ultimate improvements. A minor revision replaces the period for start of construction from 30 days to 90 days to account for a more reasonable time for construction activity preparation.

STAFF: Faroll Hamer, P&Z, Planning Director
Jeffrey Farner, P&Z, Development Division Chief
Aimee Vosper, RPCA, Park Planning Division Chief
Amy Tarce, P&Z, Principal Planner

III. RECOMMENDATIONS

Staff recommends **approval** of the proposed amendment to the Potomac Yard/Potomac Greens CDD (CDD #10) with the following revisions for conditions 8, 15 (a), 15 (c), 15(p) and 15 (r) *(Text to be deleted is shown but struck out. Proposed new text is highlighted in BOLD font and underlined. Planning Commission recommended additions are in BOLD and ITALICS font and deleted "new" text is in BOLD, UNDERLINED, and struck out):*

SECTION 5: CONDITIONS

Introduction -- Findings

- F-1. The applicant, Commonwealth Atlantic Properties ("CAP"),¹ has submitted various documents related to its application for approval of a concept plan for the Potomac Yard/Potomac Greens Coordinated Development District,² less the portion of the district known as Old Town Greens, which is located on the east side of the Metro rail tracks, between Slater's Lane and the Potomac Greens site.³ Two of these documents are considered to constitute the applicant's Proposed Concept Plan for this CDD: (1) the plan sheet entitled "Conceptual Design Plan, Overall Plan, Potomac Yard/Potomac Greens Coordinated Development District," dated "05/99" (hereinafter referred to as the "Proposed Overall Plan Sheet"); and (2) the document entitled "Potomac Yard Urban Design Guidelines," dated March 12, 1999, and reissued April 28, 1999 (referred to as the "Proposed Design Guidelines").⁴
- F-2. The concept plan that is being recommended for approval for the Potomac Yard/Potomac Greens Coordinated Development District (the "**Concept Plan**") consists of the following:
- (a) the Proposed Overall Plan Sheet, as modified by staff to reflect the changes which staff is recommending to the applicant's proposal (this modified sheet is referred to as the "**Concept Plan Sheet**" and is attached as Attachment A-1);

¹ Unless the context plainly indicates otherwise, the term "CAP" includes any successor to the applicant CAP's interest in any of the property which makes up the Potomac Yard/Potomac Greens Coordinated Development District. Thus, obligations imposed on CAP by these conditions are also imposed on those to whom CAP conveys property within the Coordinated Development District.

² Other documents submitted by CAP in conjunction with its application, including the application itself, the illustrative concept plan, and responses to issues raised by the City are considered background and information materials, and are not included in any concept plan that is being recommended for approval. CAP's entire concept plan application is contained in a separate three-ring binder.

³ Hereinafter, the terms "Potomac Yard/Potomac Greens Coordinated Development District" and the "CDD" shall refer to the portion of this coordinated development district that is covered by CAP's concept plan application.

⁴ The Proposed Overall Plan Sheet and the Proposed Design Guidelines are set out following tab 2 and tab 3, respectively, in the separate three-ring binder that contains CAP's concept plan application.

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- (b) the Proposed Design Guidelines, as modified by staff to reflect the changes which staff is recommending to the applicant's proposal (these modified guidelines are referred to as the "**Concept Plan Design Guidelines**" and are attached as Attachment A-2); and
 - (c) the conditions set out below under the heading, "Plan Conditions" (the "**Concept Plan Conditions**").
- F-3. In addition, an alternative to the Concept Plan is also being recommended for approval, although this recommendation, as explained below in paragraph 4, is conditioned upon the occurrence of certain events in the future. This alternative concept plan is referred to as the "**Alternative Concept Plan.**" The Alternative Concept Plan consists of the following:
- (a) the Concept Plan Sheet, as modified by staff to reflect the changes which this conditional plan makes to the Concept Plan (this modified sheet is referred to as the "**Alternative Concept Plan Sheet**" and is attached as Attachment B-1);
 - (b) the Concept Plan Design Guidelines, as modified by staff to reflect the changes which the conditional plan makes to the Concept Plan (these modified guidelines are referred to as the "**Alternative Concept Plan Design Guidelines**" and consist of the Concept Plan Design Guidelines less the pages of these guidelines which need to be revised to incorporate changes called for by the conditional plan, plus replacement pages for the removed pages that contain these changes (the "**Replacement Pages**" which are attached as Attachment B-2); and
 - (c) the conditions set out below under the heading, "Plan Conditions" (the "**Alternative Concept Plan Conditions**").⁵
- F-4. The major land use distinction between the Concept Plan and the Alternative Concept Plan involves the portion of the CDD that lies west of the relocated rail lines and generally to the south of Howell Avenue (extended into the CDD). In this area, the Alternative Concept Plan primarily differs from the Concept Plan in that it provides: (i) for the elimination of the current Monroe Avenue bridge and of the current Route 1 roadway between Monroe Avenue and Howell Avenue; (ii) for the construction of a new road structure that provides a direct and relatively straight connection between the intersection of Route 1 and Slater's Lane, at the east end of the current Monroe Avenue bridge, and Route 1 in the vicinity of Howell Avenue (the "New Route 1 Connector"); (iii) for the realignment of certain streets, including Monroe Avenue and its tie-in to the New Route 1 Connector; and (iv) for changes in proposed land uses and proposed areas of open space largely in this portion of the CDD.

⁵ The Alternative Concept Plan Conditions differ primarily from the Concept Plan Conditions in that they contain additional provisions that address the construction of the New Route 1 Connector (a term defined in paragraph 4), the demolition of the Monroe Avenue bridge and the realignment of Monroe Avenue.

Plan Conditions⁶

The Alternative Concept Plan Trigger Condition

1. The Concept Plan shall be the operative concept plan for the CDD, under § 5-604 of the Zoning Ordinance, unless and until the condition set forth in this paragraph (the "Trigger") is timely satisfied and written notice of its satisfaction is provided by the City Manager to CAP, in which case the Alternative Concept Plan shall become and remain the operative concept plan for the CDD until amended or rescinded by City Council. The Trigger is as follows:
 - (a) On or before October 1, 2000, CAP shall prepare, and submit to the City for its review and its approval or disapproval (which review shall not exceed 120 days), construction documents, in sufficient detail to obtain construction bids, for both the infrastructure to be constructed and the related work to be undertaken pursuant to the "Route 1/Monroe Avenue Bridge/Potomac Avenue Connection Design -- Concept Plan," (the "Concept Plan Connection Design") and the infrastructure to be constructed and the related work to be undertaken pursuant to the "Route 1/Monroe Avenue Bridge/Potomac Avenue Connection Design -- Alternative Concept Plan" (the "Alternative Concept Plan Connection Design.") (These two "Connection Designs," which show alternative ways of connecting the new "spine road," or Potomac Avenue, with Route 1 and, more generally, the different infrastructure schemes for the portion of the CDD that lies, generally, between the northern side of Howell Avenue (extended into the CDD) and the southern side of the Monroe Avenue bridge, are shown in the document entitled "Route 1/Monroe Avenue Bridge/Potomac Avenue Connection Concept Design --Two Options," which is attached as Attachment C.)
 - (b) After receiving the City's approval of the construction documents, CAP shall obtain from construction and engineering (and any other appropriate professional) firms, which are acceptable to the City, estimates of the construction cost for each of these two Connection Designs. The cost estimate for the Concept Plan Connection Design shall be known as the "Concept Plan Cost Estimate," and the cost estimate for the Alternative Concept Plan Connection Design shall be known as the "Alternative Concept Plan Cost Estimate." No later than 120 days after receiving the City's approval of the construction documents, CAP shall submit the Concept Plan Cost Estimate and the Alternative Concept Plan Cost Estimate, along with detailed information showing the basis for each estimate, to the City for its review and approval. The City shall have 150 days from its receipt of the Concept Plan Cost Estimate and the Alternative Concept Plan Cost Estimate to review and determine whether or not to approve them.
 - (c) No later than 90 days after its approval of the Concept Plan Cost Estimate and the Alternative Concept Plan Cost Estimate (the "Trigger Deadline"), and based on these estimates, the City shall determine whether it will assume responsibility for the difference between (i) the actual cost for constructing the Alternative Concept Plan Connection Design generally in accordance with the construction documents approved by the City pursuant to subparagraph (a) (the "Alternative Concept Plan Actual Cost") and (ii) the projected "actual" cost for constructing the Concept Plan Connection Design (the "Concept Plan Projected Actual Cost"), such difference to be known as the "Plan Cost Difference."

⁶ These conditions are applicable to, and are a part of, both the Concept Plan and the Alternative Concept Plan, except where otherwise expressly provided in the paragraphs below or where it is obvious from a condition that it applies only to one plan.

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The Concept Plan Projected Actual Cost shall be the sum of (i) an amount equal to the Concept Plan Cost Estimate less the Concept Plan Estimated Special Cost -- Total (as defined below), multiplied by the fraction which has as its numerator an amount equal to the Alternative Concept Plan Actual Cost less the Alternative Concept Plan Actual Special Cost -- Total (as defined below), and as its denominator an amount equal to the Alternative Concept Plan Cost Estimate less the Alternative Concept Plan Estimated Special Cost -- Total (as defined below), and (ii) an amount equal to the sum of five individual amounts calculated separately on the basis of the following formula for each Special Cost (as defined below): the Concept Plan Estimated Special Cost (as defined below), multiplied by the fraction which has as its numerator the Alternative Concept Plan Actual Special Cost (as defined below) and as its denominator the Alternative Concept Plan Estimated Special Cost (as defined below).

For each Special Cost, the Concept Plan Estimated Special Cost shall be defined as the portion of the Concept Plan Cost Estimate that is estimated for the particular Special Cost; the Alternative Concept Plan Actual Special Cost shall be defined as the portion of the Alternative Concept Plan Actual Cost that consists of the particular Special Cost; and the Alternative Concept Plan Estimated Special Cost shall be defined as the portion of the Alternative Concept Plan Cost Estimate that is estimated for the particular Special Cost. The Concept Plan Estimated Special Cost -- Total shall equal the sum of the Concept Plan Estimated Special Cost for all Special Costs. The Alternative Concept Plan Actual Special Cost -- Total shall equal the sum of the Alternative Concept Plan Actual Special Cost for all Special Costs. The Alternative Concept Plan Estimated Special Cost -- Total shall equal the sum of the Alternative Concept Plan Estimated Special Cost for all Special Costs.

A Special Cost shall be defined to be the cost to accomplish, or the cost otherwise associated with, each of the following matters which relate to activities that will be undertaken in the course of implementing the Concept Plan Connection Design, the Alternative Concept Plan Connection Design, or both.

- (1) Special Cost -- Demolition: the cost to remove the existing Monroe Avenue bridge, including removal of bridge abutments, approach lanes to the bridge, and subsurface structures supporting the bridge, and disposal of waste materials, but excluding any cost premium or cost saving under subparagraph (c)(5). It is anticipated that this cost, for the most part, would be incurred in the implementation of the Alternative Concept Plan Connection Design, but not in the implementation of the Concept Plan Connection Design;
- (2) Special Cost -- Maintenance of Traffic: the cost of activities required to maintain acceptable traffic conditions on Route 1 (e.g., placement or construction of temporary structures) and of the consequences that such activities or other traffic maintenance requirements will have on other construction activities (e.g., increased cost due to construction activities having to be performed outside of normal hours, or due to limitations being placed on the hours in a period during which construction activities may take place), but excluding any cost premium or cost saving under subparagraph (c)(5). It is anticipated that this cost would be incurred in the implementation of both the Concept Plan Connection Design and the Alternative Concept Plan Connection Design, but that the cost would be higher under the latter plan;

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- (3) **Special Cost -- Relocation of Utilities:** the cost to relocate existing underground utilities, but excluding any cost premium or cost saving under subparagraph (c)(5). It is anticipated that this cost would be incurred in the implementation of both the Concept Plan Connection Design and the Alternative Concept Plan Connection Design, but that the cost would be higher under the latter plan;
 - (4) **Special Cost -- Soils:** the cost of activities associated with the foundation systems of the bridge or bridge system connecting Route 1, at its intersection with Slater's Lane, with a roadway within the presently-defined Potomac Yard, which activities are required by actual soil conditions within the Yard that differ from the conditions that were used in preparing the cost estimates under subparagraph (b) above, but excluding any cost premium or cost saving under subparagraph (c)(5). It is anticipated that this cost would be incurred in the implementation of both the Concept Plan Connection Design and the Alternative Concept Plan Connection Design, but that the cost would be higher under the latter plan; and
 - (5) **Special Cost -- City Construction:** the cost premium or the cost saving, regardless of the cost item, due to the City itself undertaking the construction of a portion of the Alternative Concept Plan Connection Design pursuant to subparagraph (e) below. This cost premium or cost saving, if any, would be incurred only if the Alternative Concept Connection Design were constructed and the City were to decide to construct a portion of this connection design.
- (d) If the City determines that it will assume responsibility for the Plan Cost Difference, and if it conveys this determination in writing to CAP on or before the Trigger Deadline, then the Concept Plan shall no longer be of any force or effect, and shall be replaced by the Alternative Concept Plan as the operative concept plan, under § 5-604 of the Zoning Ordinance, for the CDD. If the City determines that it will not assume responsibility for the amount of the Plan Cost Difference, or if it conveys no determination to CAP before the Trigger Deadline, then the Concept Plan shall remain the operative concept plan, under § 5-604 of the Zoning Ordinance, for the CDD.
- (e) If the City determines that it will assume responsibility for the Plan Cost Difference, then it shall exercise that responsibility either by constructing a portion of the Alternative Concept Plan Connection Design that has a construction cost equal to the amount of the Plan Cost Difference, by contributing the amount of the Plan Cost Difference toward CAP's construction of the Alternative Concept Plan Connection Design, or by otherwise making funds equal in amount to the Plan Cost Difference available for the construction of the Alternative Concept Plan Connection Design. Whether the City constructs a portion of the Alternative Concept Plan Connection Design, contributes toward the construction of the Alternative Concept Plan Connection Design or otherwise makes funds available toward such construction is a determination to be made by the City in its sole discretion.
- (f) In the event that the Alternative Concept Plan becomes the operative concept plan pursuant to subparagraph (d) above, within 90 days of submission by the Applicant to the City of the preliminary development plan for a development consisting of 250,000 square feet or less or, if larger, for a development consisting of a single building, which development, upon completion, would require, in order to secure a certificate of occupancy for all its square footage, completion of the infrastructure improvements described in subparagraphs 15(a) and 15(d) below (the "Trigger Plan"), the City shall

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provide the Applicant with evidence that funds for the Plan Cost Difference will be available for the purpose of constructing the Alternative Concept Plan Connection Design within one year of the date such evidence is provided. In the event that such evidence cannot be provided by the City within the required time period, then the Alternative Concept Plan shall no longer be of any force or effect, and shall be replaced by the Concept Plan as the operative concept plan, under § 5-604 of the Zoning Ordinance, for the CDD.

- (g) In the event the City disapproves construction documents submitted to it by CAP under subparagraph (a), or disapproves the Concept Plan Cost Estimate or Alternative Plan Cost Estimate submitted to it by CAP under subparagraph (b), the City shall, at the same time it notifies CAP of its disapproval, inform CAP of the basis for its disapproval. Thereafter, and within a reasonable period of time, CAP shall revise the construction documents or adjust the cost estimates to address the basis for the City's disapproval, and submit the revised documents or adjusted estimates to the City for its approval or disapproval, which the City shall provide within 60 days of its receipt of the CAP submission. This process shall continue until City approval of the construction documents or cost estimates has been obtained. Notwithstanding any other provision of this paragraph, the City shall not unreasonably withhold its approval of any construction documents or any costs estimates submitted to it by CAP.

General Conditions

2. Any preliminary development plan for the CDD, filed or pursued under § 5-605 of the Zoning Ordinance, shall be consistent with, and shall meet all requirements which are part of, the Concept Plan or, if in effect, the Alternative Concept Plan, including the design guidelines which are part of the operative concept plan; provided, that no preliminary development plan for any portion of the CDD to the west of the relocated rail lines and to the south of Howell Avenue (extended into the CDD), and no site plan proposing a permitted or special use in this portion of the CDD, may be filed or pursued by CAP prior to the Trigger Deadline.
3. CAP may transfer square footage that is approved in the Concept Plan or, if in effect, the Alternative Concept Plan from one to another landbay, with the approval of the Director of P&Z, subject to the following limitations:
 - (a) no transfer shall cause the net square footage of retail use or office use, or the number of dwelling units, in a landbay (i.e., whether the transferor or transferee landbay) to increase or decrease by 15% or more from the net retail square footage or the net office square footage, or the number of dwelling units, approved for that landbay in the Concept Plan or, if in effect, the Alternative Concept Plan;
 - (b) no transfer shall cause or result in the transfer of any square footage of retail use from landbay "G" (the "Town Center"); and
 - (c) no transfer shall cause or result in a change to any element in or part of the Concept Plan or, if in effect, the Alternative Concept Plan other than an increase or decrease in the amount of retail or office use, or in the number of dwelling units, that is consistent with subparagraph (a).
4. For purposes of these concept plan conditions, "retail" is defined to include retail shopping establishments, restaurants, personal service establishments, banks, amusement enterprises, health clubs and any other activity that involves a significant degree of pedestrian activity, as

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determined by the Director of P&Z. Within landbay "G," space approved for "retail" use shall only be occupied by retail use. In landbays other than landbay "G," space approved for retail use may be utilized for a non-retail use if, after two years of continuous, reasonable marketing efforts, the space remains vacant.

5. In addition to the preliminary development plan approval that is required for every building constructed within the CDD pursuant to an approved concept plan, any use locating within such a building, which is a "special use" under the regulations in effect at the time of this concept plan approval for the CD, CG or CL zone in the City's Zoning Ordinance, shall obtain a separate special use permit, pursuant to section 11-500 of the Zoning Ordinance.
6. Accessory residential units (e.g., Granny Flats) may be constructed within the CDD only if they are counted as residential units and all required parking is provided.

Open Space Conditions

7. The following open spaces within the CDD shall, upon the completion of their improvements, be dedicated by CAP to the City:
 - (a) the portion of Braddock Field, which is within Potomac Yard Park, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines (this portion of the field lies within the CDD and will be combined with public land adjacent to the CDD to form the field that is to be improved by CAP);
 - (b) Monroe Field No. 1, which is within Potomac Yard Park, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines;
 - (c) Monroe Field No. 2, which is within Potomac Yard Park (a playfield that staff has relocated from Potomac Greens to the Yard), as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines;
 - (d) the remainder of Potomac Yard Park (i.e., Potomac Yard Park, less the three fields identified in subparagraphs (a) through (c); also referred to below as the "Potomac Yard Linear Park"), as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines;
 - (e) the southern portion of CAP's proposed Rail Park (i.e. all of the proposed park except the northern most approximately 1.2 acres) that is described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines;
 - (f) Howell Park, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines;
 - (g) the finger parks along Custis Avenue and Swann Avenue, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines; and

- (h) the portion of Potomac Greens Park that consists of approximately 16 acres of environmentally-protected land located in the northern and eastern portions of landbay A, and an additional parcel of approximately one acre located immediately adjacent to said portion of the park at the north end of the landbay A development, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines.

All improvements to these and to the other open spaces within the CDD that are described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines, including the portion of the improvements to Braddock Field that will occur on the public property which is currently part of George Washington Middle School, shall be designed and constructed, including with respect to infrastructure and uses, in conformance with the Concept Plan Design Guidelines or, if in effect, the Alternative Concept Plan Design Guidelines, and shall be completed in accordance with the schedule in paragraph 15 below. The improvements to the open spaces identified in subparagraphs (a) through (h) above shall be completed by CAP, and accepted by the City, prior to the space being dedicated to the City. All dedicated open space, following its acceptance by the City, shall be maintained by the City. The remainder of the open spaces in the CDD shall not be owned by the City, and shall be privately maintained. However, a public access easement shall be conveyed by CAP to the City for all such non-dedicated open spaces (except the non-dedicated northern portion of Rail Park) which will provide access to these open spaces to members of the public (including, where appropriate, access for bicycle purposes); provided, that access to and use of one of such spaces, the Town Green on landbay G, may occasionally be limited to the owners and tenants of adjacent or nearby buildings, and their invitees, with the consent of the Director of Recreation, Parks and Cultural Affairs, which consent may not be unreasonably withheld.

- 8. **[CONDITION AMENDED BY STAFF]** Landbay "E" (Four Mile Run) shall be made available by **CAP Potomac Yard Development LLC ("PYD"), or its successors**, for commercial recreational uses, such as an ice rink, a tennis facility, a rock-climbing barn, a health club facility or a boating facility and may be made available for an ancillary restaurant use, commencing with approval of this concept plan for the CDD; provided, that, to the extent the approval of the National Park Service is necessary for such uses of this landbay, its approval shall be obtained. Landbay "E" shall be made available for these commercial recreational uses at rates that will attract and support them. If this landbay is not fully utilized in this manner at the time that ~~2,000,000 square feet of CDD development, including the retail square footage in landbay F (the Retail Center),~~ **any development within Landbay I or J has received final site plan approval, except for the 10 units already approved in Landbay I pursuant to DSUP #2004-0048, then PYD, or its successors,** then ~~CAP~~ shall submit to the City an alternative plan for the landbay which provides for the provision of recreational amenities directly by **PYD or its successors** CAP. ~~Following final site plan approval for this 2,000,000 square feet of development, no applications for preliminary development approvals within the CDD will be processed by the City until such an alternative plan for landbay "E" is presented and approved.~~ **Construction of any required improvements to Landbay "E" (Four Mile Run) shall occur prior to the issuance of a certificate of occupancy for any development in Landbay I or J except for the 10 units already approved in Landbay I pursuant to DSUP#2004-0048.**

Grading Condition

9. The portion of the CDD to the west of the relocated rail lines and to the south of Howell Avenue (extended into the CDD), to the district's southern boundary, shall be graded so that the grades in this part of the CDD are designed in accordance with good engineering practices and blend gradually, without any abrupt changes, into the existing grades of the adjacent neighborhoods and the George Washington Middle School.

Parking Conditions

10. No parking reductions shall be requested for any residential uses within the CDD, except for "Granny Flats" where the requirement may only be reduced to one space per flat and where a limited number of on-street parking spaces may be used to meet the parking requirement.
11. A minimum of 15% visitor parking, which may be on- or off-street, shall be provided for all residential uses.

Phasing and Preliminary Development Plan Processing Conditions

12. The CDD Landbay, Infrastructure and Open Space Phasing Plan
 - (a) The very first preliminary development plan application (excluding the preliminary development plan for Braddock Field) that is filed for the CDD shall be accompanied by a "**CDD Landbay, Infrastructure and Open Space Phasing Plan**" (the "CDD Phasing Plan"), which shall be updated and submitted with each subsequent preliminary development plan application that seeks approval of one or more buildings or structures within the CDD. No such preliminary development plan shall be approved unless the Director of P&Z and the Director of T&ES have approved the CDD Phasing Plan which accompanies the development plan application. The initial and each updated CDD Phasing Plan is intended to inform the City of CAP's projections regarding the timing and nature of landbay, infrastructure and open space construction activities, and to ensure that the construction of the infrastructure systems identified below in subparagraph (b)(ii) is pursuant to a comprehensive plan, covering the entire CDD, that has been approved by the City. Notwithstanding the above, CAP may, at its discretion, submit an updated CDD Phasing Plan from time to time for review and approval by the Director of P&Z and the Director of T&ES; provided, that no such submission shall relieve CAP of the requirement that it submit an updated CDD Phasing Plan with each preliminary development plan application that seeks approval of one or more buildings or structures within the CDD.
 - (b) The initial and each subsequent CDD Phasing Plan shall satisfy the following conditions and requirements.
 - (i) As to landbays, the plan shall provide, for each landbay within the CDD, a general outline of the landbay and CAP's most up-to-date projection of the times when construction of the different land uses (i.e., office, retail, hotel and residential) described in the operative concept plan for the landbay is likely to commence.

- (ii) As to infrastructure, the plan shall provide, for each of the systems of infrastructure identified below in this subparagraph, (x) the general location and layout of the major components, or the backbone, of the system (such components to be determined by the Director of T&ES), and (y) the times when construction of these major system components is expected to commence (provided, that the projected times for the commencement of construction of these components shall be consistent with the schedule in paragraph 15 below). The systems of infrastructure to be addressed are:
 - (A) the system of major streets to be constructed within the CDD, which shall consist of the streets identified below in paragraph 15 and the four major east-west streets to be constructed within the CDD (East Glebe, Swann, Custis and Howell);
 - (B) the sanitary sewer system to be constructed within the CDD, including the Trunk Sewer (as defined below in paragraph 22);
 - (C) the stormwater sewer system to be constructed within the CDD; and
 - (D) the utility systems to be constructed within the CDD (e.g., electricity, water, gas, phone/communications and cable).
- (iii) As to open spaces, the plan shall provide, as to each open space area identified in the design guidelines (except neighborhood open spaces) for the operative concept plan, (x) the general location of the open space, and (y) the time when construction of the improvements to the open space is expected to commence (provided, that the projected times for the commencement of construction of the improvements shall be consistent with the schedule in paragraph 15 below).

13. The Landbay Preliminary Infrastructure, Open Space and Use Plan

- (a) The first preliminary development plan that proposes the construction of a building or structure within a landbay in the CDD shall be accompanied by a **"Landbay Preliminary Infrastructure, Open Space and Use Plan"** (the "Landbay Preliminary Plan"). This plan shall (i) show, at a level of detail defined by the Director of T&ES, all streets and sidewalks, sanitary sewers, storm sewers, and utilities (e.g., electricity, water, gas, phone/communications and cable), and any other infrastructure items identified by the Director, that will be constructed within or otherwise to serve the landbay, (ii) show all the open spaces within the landbay, whether public or private, that are described in the operative concept plan, and (iii) show the general locations within the landbay of the other uses identified for the landbay in the operative concept plan. It is anticipated that the Director of T&ES will require the Landbay Preliminary Plan at least to contain preliminary plans and profiles for the streets and sidewalks, sanitary sewers, storm sewers and utilities to be constructed within or otherwise to serve the landbay. The Landbay Preliminary Plan that accompanies the first preliminary development plan for a landbay shall be submitted to City Council along with the development plan, and shall be approved by Council in conjunction with its approval of the development plan.

- (b) Any subsequent preliminary development plan for the same landbay that requires or involves modifications (including additions) to the previously approved Landbay Preliminary Plan shall be accompanied by a new Landbay Preliminary Plan which includes all such modifications and complies with subparagraph (a). This new plan shall be submitted to City Council along with the preliminary development plan, and shall be approved by Council in conjunction with its approval of the development plan.
 - (c) Within 60 days of the approval of the first preliminary development plan for a landbay, and within 20 days of the approval of all subsequent preliminary development plans for such landbay, the Director of T&ES shall identify the components of the landbay's streets and sidewalks, sanitary sewers, storm sewers and utilities (and other infrastructure items identified by the Director under subparagraph (a)) that are shown in the approved Landbay Preliminary Plan, and the components of the landbay's open spaces that are shown in that Landbay Preliminary Plan, for which final engineering plans, profiles and, where applicable, calculations shall be submitted along with the final site plan for the landbay development that has just received development plan approval. No final site plan for a building or structure within a landbay shall be released unless the Director of T&ES has received as part of the final site plan submission, and has approved, the engineering plans, profiles and calculations for the infrastructure and open space components which the Director had identified.
14. The Directors of T&ES and P&Z may require that infrastructure, open spaces, land uses and other matters located outside of the landbay that is the subject of a preliminary development plan application also be shown and addressed in the application, if they deemed it necessary to properly assess the proposed development plan.
15. **[CONDITION AMENDED BY STAFF & PLANNING COMMISSION]**Construction of the infrastructure and open space improvements identified in the schedule below shall be commenced or completed in accordance with the dates or events in the schedule, unless a variation from the schedule is approved by City Council in conjunction with the approval of a preliminary development plan for the CDD. Following the completion of their construction, the new streets and the improvements to existing streets, which are identified in the schedule, shall be dedicated by CAP to the City.

Infrastructure Improvement

Commencement or Completion Date/Event

Streets

- (a) Potomac Avenue (Spine Road)⁷ --- Construction of this road from its tie-in with South Glebe Road or Crystal Drive in Arlington, to ~~either, if the Concept Plan is in effect, a tie-in~~

⁷In the event the Alternative Concept Plan is in effect, and the City elects, under paragraph 1(e) above, to construct all or a portion of Potomac Avenue (the Spine Road), then the Applicant's ability to develop and receive certificates of occupancy within the CDD shall be affected by the date on which the construction of Potomac Avenue is completed only (i) if the City commences construction at or before the time that the construction would have been commenced by Applicant in order to have the construction completed within the deadlines in this subparagraph (a), and (ii) if the City thereafter diligently pursues the construction to completion.

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~~with Route 1 at its current intersection with Slater's Lane and the east end of the Monroe Avenue bridge, or, if the Alternative Concept Plan is in effect, a tie-in with the New Route 1 Connector (see paragraph 15(d)), shall be completed **and accepted prior to release of the final site plan for any development in Landbay I or J, except for the 10 units in Landbay I already approved pursuant to DSUP #2004-0048.** before the issuance of a certificate of occupancy for the earliest of the following:⁸ (i) for 800,000 square feet of new office development in the portion of the CDD west of the relocated rail lines (including office development consisting of interim, permitted and special uses), for which final site plan approval is given after the date of concept plan approval; (ii) for 1,750,000 square feet of any new development in this portion of the CDD (including development consisting of interim, permitted and special uses, but excluding hotel uses), for which final site plan approval is given after the date of concept plan approval; or (iii) for 3,250,000 square feet of any new development in this portion of the CDD and/or in the Arlington County portion of the Potomac Yard (including development consisting of interim, permitted and special uses, but excluding hotel uses), for which final site plan approval is given after the date of concept plan approval. Notwithstanding anything in this subparagraph (a) to the contrary, unless construction of this road has already occurred pursuant to this subparagraph, construction of the Spine Road from its tie-in with either South Glebe Road or Crystal Drive in Arlington to a tie-in, at grade, with current Route 1 in the vicinity of Windsor Avenue (or another location determined by the Director of T&ES) shall be completed before the issuance of a certificate of occupancy for 2,000,000 square feet of any new development in this portion of the CDD and/or in the Arlington County portion of the Potomac Yard (including development consisting of interim, permitted and special uses, but excluding hotel uses), for which final site plan approval is given after the date of concept plan approval.~~

⁸ ~~Where a condition requires an act or event to occur prior to the issuance of a certificate of occupancy for a specified amount or type of development, if the act or event has not occurred at the time the certificate of occupancy is sought, the certificate shall not be issued until the occurrence of the act or event.~~

(b) Main Street and South Main Street--Construction shall occur in phases with each landbay, and such construction shall be completed by the date or event described in the initial preliminary development plan approval for the landbay

(c) Route 1 Improvements⁹ ----- ~~Construction shall commence within 30 days of final site plan approval for 250,000 square feet of new development in the portion of the CDD west of the relocated rail lines (including development consisting of interim, permitted and special uses), for which final site plan approval has been given after the date of concept plan approval, and shall thereafter be diligently pursued to completion; provided, that no construction shall occur between Monroe Avenue and Windsor Avenue until after the Trigger Deadline, and then only if the Concept Plan remains the operative concept plan following the deadline~~ **Construction of the Route 1/transitway improvements from Howell Avenue to East Glebe Road shall commence within 90 days of infrastructure plan approval for the Route 1 Corridor Improvement Plan, including the transitway, and shall thereafter be diligently pursued to completion, subject to an agreement between the City and the Applicant for shared financial responsibility for the improvements.**

(d) Monroe Avenue bridge removal ---- Demolition of the current bridge, construction New Route 1 Connector and of the new connector and realignment of Monroe Avenue realignment¹⁰ Monroe Avenue shall be

⁹ ~~The Route 1 Improvements under the Concept Plan differ from those under the Alternative Concept Plan. The primary difference is that, under the Concept Plan, the improvements run from Monroe Avenue to East Glebe Road. Under the Alternative Concept Plan, which calls for the removal of the Monroe Avenue bridge and the realignment of Monroe Avenue, the improvements run, generally, from Howell Avenue to East Glebe Road.~~

¹⁰ These infrastructure items are only required under the Alternative Concept Plan. See paragraph 4 above. Realignment of Monroe Avenue shall include tying the avenue into the street system within the CDD in a manner approved by the Director of T&ES. In addition, in the event the Alternative Concept Plan is in effect, and the City elects, under paragraph 1(e) above, to undertake all or a portion of the Monroe Avenue bridge removal, or of the construction of the New Route 1 Connector or the Monroe Avenue realignment, then the Applicant's ability to develop and receive certificates of occupancy within the CDD shall be affected by the date on which the construction of the New Route 1 Connector or of the Monroe Avenue realignment is completed

completed before the issuance of a certificate of occupancy for the earliest of the following: (i) for 800,000 square feet of new office development in the portion of the CDD west of the relocated rail lines (including office development consisting of interim, permitted and special uses), for which final site plan approval is given after the date of concept plan approval; (ii) for 1,750,000 square feet of any new development in this portion of the CDD (including development consisting of interim, permitted and special uses, but excluding hotel uses), for which final site plan approval is given after the date of concept plan approval; or (iii) for 3,250,000 square feet of any new development in this portion of the CDD and/or in the Arlington County portion of the Potomac Yard (including development consisting of interim, permitted and special uses, but excluding hotel uses), for which final site plan approval is given after the date of concept plan approval

- (e) East Glebe Road¹¹ ----- Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay G
- (f) Swann Avenue----- Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay H
- (g) Custis Avenue ----- Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay I
- (h) Howell Avenue ----- Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay J

Sewers

- (i) Trunk Sewer¹² (to the wastewater ----- See paragraphs 22 and 23 below treatment plant operated by the Alexandria Sanitation Authority)

only (i) if the City commences the removal or construction, or if applicable both the removal and construction, at or before the time that it would have been commenced by Applicant in order to have the removal and construction completed within the deadlines in this subparagraph (d), and (ii) if the City thereafter diligently pursues the removal and construction to completion.

¹¹ The streets addressed in subparagraphs (e) through (h) are east-west streets that are to be constructed within the CDD.

¹² The Trunk Sewer is defined in paragraph 22 below.

- (j) Collection System¹³ ----- See paragraph 24 below
- (k) Stormwater sewers ----- See paragraph 26 below
- Stormwater Treatment
- (l) Master stormwater quality concept----- See paragraph 27 below plan

Open Space Improvement

Commencement or Completion Date/Event

- (m) Braddock Field¹⁴ ----- A preliminary development plan for the construction of this field shall be submitted to the City within four months of CAP's receipt of all necessary City and School Board consents to use public property on the site of the George Washington Middle School (see note 14); a final development plan shall be submitted to the City within two months of preliminary development plan approval; construction shall commence within three months of City approval of such final development plan, and shall thereafter be diligently pursued to completion.
- (n) Monroe Fields (final fields) ----- In the event the City determines not to assume responsibility for the Plan Cost Difference under paragraph 1 above, a preliminary development plan shall be submitted to the City within three months of such determination, a final development plan shall be submitted to the City within two months of the approval of the preliminary development plan, and construction shall be commenced within three months of the approval of the final development plan and thereafter diligently pursued to completion; in the event the City determines to assume responsibility for the Plan Cost Difference under paragraph 1 above, construction shall commence within three months of completion of construction of the New Route 1 Connector and there-after be diligently pursued to completion.

¹³ The Collection System is defined in paragraph 24 below.

¹⁴ Braddock Field includes public land that is currently part of George Washington Middle School. The improvement of Braddock Field, therefore, requires the cooperation and consent of the City and the School Board.

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- (o) Monroe Fields (interim fields)¹⁵ ----- A plan for the construction of these fields shall be submitted to the City within four months of concept plan approval; construction shall commence within three months of City approval of such plan, and shall thereafter be diligently pursued to completion
- (p) Pedestrian Bridge across rail tracks-- ~~Construction shall commence within 30 days of final site plan approval for 1,000,000 square feet of new development within the CDD (including development consisting of interim, permitted and special uses), for which final site plan approval has been given after the date of concept plan approval, and shall thereafter be diligently pursued to completion.~~ **Potomac Yard Development LLC ("PYD"), or its successors, shall submit the pedestrian bridge design and location and all applicable documents for the pedestrian bridge across the WMATA and CSX rail tracks by March 1, 2008. The design of the pedestrian bridge shall be in consultation with the Potomac Yard Design Advisory Committee and the Park and Recreation Commission. The bridge design and location for the pedestrian bridge shall require review and approval by the Planning Commission and City Council. Construction of the pedestrian bridge shall commence prior to preliminary site plan approval for any development in Landbay I or J, except for the 10 units already approved in Landbay I pursuant to DSUP# 2004-0048. If the City has not approved the bridge design and location for the pedestrian bridge prior to October 31, 2008, PYD, or its successors, shall make a monetary payment including a reasonable cost escalation clause to the City equivalent to the design, construction and all applicable costs of the pedestrian bridge, such costs shall be mutually agreed upon by the City and PYD. The monetary payment shall be**

¹⁵ The final Monroe Fields are unlikely to be constructed for many years. Therefore, CAP shall construct two fence-enclosed, regulation-size interim soccer fields, with parking for 65 vehicles and vehicular access to Route 1, at a location within the portion of the CDD west of the relocated rail lines which is approved by the Director of P&Z. Once the construction of these fields has been accepted by the City, the fields shall be operated and maintained by the City. These interim fields shall remain in use until construction of the final Monroe Fields is completed or, if earlier, the City determines no longer to utilize the interim fields.

made prior to preliminary site plan approval for any future development in Landbay I or J, except for the 10 units already approved in Landbay I pursuant to DSUP# 2004-0048.

(q) Potomac Yard Linear Park¹⁶ ----- Construction shall occur in conjunction with the development of each landbay which is adjacent to the Linear Park, and shall be completed by the date or event described in the initial preliminary development plan approval for the landbay; provided, that construction of the entire park shall be completed before the approval by final site plan of 2.5 million square feet of new development within the CDD

(r) **(CONDITION AMENDED BY PLANNING COMMISSION)**

Rail Park ----- ~~Construction, including only the planting of a ground cover acceptable to the Director of Recreation, Parks and Cultural Affairs, on the northern 1.2 acres of this park, shall occur in conjunction with the development of landbay "A," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay Potomac Yard Development LLC, ("PYD"), shall construct or dedicate Rail Park – at the City's option, prior to the issuance of a certificate of occupancy for any future development in Landbay I or J, except for the 10 units in Landbay I already approved pursuant to DSUP#2004-0048. PYD or its successors, shall submit a proposal for rail park plan or an alternative off-site dog park plan in another landbay consistent with the intent of the Potomac Yard Urban Design Guidelines with and all applicable documentation for rail park prior to March 1, 2008. The rail park plan proposal shall require review and approval by the Planning Commission and City Council. Construction of the rail park approved plan shall commence prior to preliminary site plan approval for any future development in Landbay I or J, except for the 10 units in Landbay I already approved pursuant to DSUP#2004-0048. If the City has not approved the rail park plan proposal prior to October 31, 2008, PYD, or its successors,~~

¹⁶ Potomac Yard Linear Park is the portion of Potomac Yard Park that lies along the rail lines on the east side of the Yard. It does not include Braddock Park, Monroe Field No. 1 or Monroe Field No. 2, all of which are also part of Potomac Yard Park.

shall make a monetary payment including a reasonable cost escalation clause to the City equivalent to the design, construction and all applicable costs of the improvements to Rail Park as described in the Potomac Yard Urban Design Guidelines, such cost shall be mutually agreed upon by the City and PYD. The monetary payment shall be made prior to preliminary site plan approval for any future development in Landbay I or J, except for the 10 units already approved in Landbay I pursuant to DSUP#2004-0048. (PC)

- (s) Potomac Greens Park ----- Construction shall occur in conjunction with the development of landbay "A," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay
- (t) Howell Park ----- Construction shall occur in conjunction with the development of landbay "J," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay
- (u) Swann Finger Park ----- Construction shall occur in conjunction with the development of landbay "H," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay
- (v) Custis Finger Park ----- Construction shall occur in conjunction with the development of landbay "I," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay
- (w) Neighborhood Parks ----- Construction shall occur in conjunction with the development of the landbay in which the particular neighborhood park is located, and shall be completed by the date or event described in the initial preliminary development plan approval for the landbay
- (x) Landbay "C" landscaping ----- Construction shall occur in conjunction with the development of landbay "A," and shall be completed by the date or event described in the initial preliminary development plan approval for this landbay

15A. Possible Future School Site

- (a) A portion of the component of Potomac Yard Park consisting of Monroe Fields No. 1 and No. 2 — the portion to be identified by the Director of P&Z and the Superintendent of the Alexandria Public Schools (“ACPS”), and not to exceed three acres — shall be reserved and made available for the construction of a new ACPS school if, in the future, it is jointly determined by the city council and the school board to locate a new school at this site. If such a determination is made, and it is further determined by the council and board that more than the reserved land is needed for construction of the new school, then up to an additional two acres of adjacent land will be made available for the new school. Notwithstanding the prior provisions of this paragraph, the area that is identified by the Director and Superintendent shall be improved in accordance with the operative concept plan and paragraphs 15(n) and 15(o) above, and shall thereafter be both maintained as public open space and utilized for active recreation purposes until such time as it is determined to utilize the area for a new ACPS school.
 - (b) In recognition of the possibility that, in the future, a portion of Potomac Yard Park may be removed from active recreational use and placed in school use, CAP shall improve an area of approximately three acres, for active recreational use, in the Potomac Yard linear Park (see note 15) , in the general vicinity of land bays “H” and “I,” and at a specific location to be determined by the Director of P&Z. The size of this area and the precise nature of these recreational improvements shall be determined by the Director of P&Z , after consultation with the City’s Parks and Recreation Commission, the Director of Recreation, Parks and Cultural Affairs, and CAP. Construction of these improvements shall occur at the time that development in this portion of the Linear Park is to occur under paragraph 15(q), and shall comply with applicable design guidelines.
16. A separate preliminary development plan shall be submitted by CAP for each of the open space areas that is to be dedicated to the City (see paragraph 7 above). The plan shall be considered by the Planning Commission and City Council, pursuant to the provisions of section 5-600 of the Zoning Ordinance.
17. A Potomac Yard Design Advisory Committee (the “PYDAC”) shall be established to assist the city in reviewing applications for preliminary development plan approval.
- (a) The PYDAC shall consist of seven members to be appointed by City Council for staggered terms of no more than two years each. The Committee shall include two members representing the Potomac West area; the remaining five members shall be from the City at-large and shall include three representatives of residential neighborhoods and the business community and two qualified professionals skilled in architecture.
 - (b) The PYDAC shall be authorized to review applications for preliminary development plan approvals for compliance with the “Potomac Yard Urban Design Guidelines,” which are contained within the Concept Plan Design Guidelines or, if in effect, the Alternative Concept Design Guidelines, and shall send its recommendations to the Planning Commission and City Council for their consideration.

- (c) The Director of P&Z shall send a copy of any proposed preliminary development plan for the CDD to the PYDAC, and the PYDAC shall send its comments to the Director of P&Z in time to be sent out with the staff report to the Planning Commission on the proposed plan. Each applicant for a preliminary development plan approval will be encouraged to discuss its proposal with the PYDAC, including prior to the time an application is filed.
- (d) The PYDAC shall establish a regular schedule which provides for meetings once a month. Additional meetings may be scheduled at the discretion of the PYDAC.

Permitted/Special/Interim Use Conditions

- 18. The Avis and GSA facilities presently located within the Potomac Yard are acknowledged to be, and shall be treated as, existing permitted uses. Nonetheless, in the event that compliance with the schedule in paragraph 15 above requires the construction of an infrastructure or open space improvement in the area occupied by one or both of these existing uses, then whatever modifications to these uses are required to accommodate the required improvement shall be made; if such modifications are not made, no further development in the CDD pursuant to the Concept Plan or, if in effect, the Alternative Concept Plan may proceed. Further, unless approved as interim uses as part of the approval of the first preliminary development plan for the landbay in which they are located, the Avis and GSA facilities shall cease operation within 180 days of the date of approval for that preliminary plan.
- 19. Land uses not approved in the Concept Plan or, if in effect, the Alternative Concept Plan, which are proposed for a landbay in the CDD for which no preliminary development plan (other than a development plan addressing only the development of open space) has been approved, shall be evaluated under the provisions in the Zoning Ordinance for the underlying zone applicable to the landbay. If defined as a special use under those provisions, such uses shall require a special use permit and, if defined as a permitted use, shall only require site plan approval; provided, that no such uses may proceed if they would "preclude development consistent with the conceptual design plan" (section 5-603(A)(1) of the Zoning Ordinance). A proposed permitted or special use shall be determined to "preclude development consistent with the conceptual design plan" if:
 - (a) development pursuant to the Concept Plan or, if in effect, the Alternative Concept Plan, and in the landbay where the proposed use is to be located, is expected to commence before the expiration of the period during which the proposed use will be permitted to, or is reasonably expected to, continue;
 - (b) the use is proposed for a landbay that is adjacent to a landbay for which a preliminary development plan has been approved by City Council, and the Director of P&Z determines that the proposed use is incompatible with one or more of the uses identified in that approved development plan; or
 - (c) the use, if undertaken, would preclude the delivery of an infrastructure improvement identified in paragraph 15 above by the time set out in that paragraph.

20. Any land use that is lawfully existing in a landbay within the CDD, whether as a permitted or special use, at the time the first preliminary development plan for the landbay (other than a development plan addressing only the development of open space) is submitted to the City shall be eligible to be approved as an interim use, as part of City Council's approval of the preliminary development plan. No other land uses shall be eligible for approval as interim uses within the landbay.

Affordable Housing Condition

21. Every preliminary development plan shall meet the requirements of the city-wide affordable housing policy that is in effect as the time the plan is submitted.

Sanitary and Storm Sewer Conditions

22. No preliminary development plan for any landbay west of the relocated rail lines, or for any portion of a landbay, which proposes the construction of a building or buildings pursuant to the Concept Plan or, if in effect, the Alternative Concept Plan, shall be approved by City Council until (i) a new sanitary sewer line (the "Trunk Sewer") from Potomac Yard to the Alexandria Sanitation Authority ("ASA") wastewater treatment plant has been designed by CAP to the satisfaction of the Director of T&ES and the Engineer/Director of ASA, and (ii) construction of the sewer has commenced. No Certificates of Occupancy shall be issued for any building, structure or facility within any landbay west of the relocated rail lines until the Trunk Sewer has been completed, has been accepted by the City, and is in service; provided, that, notwithstanding the status of the Trunk Sewer, certificates may be issued for buildings, structures or facility within landbay "F" (the Retail Center at the north end of the Yard), and within the warehouse complex in the Yard located generally to the east of the intersection of Route 1 Howell Avenue, which are buildings, structures or facilities that the City understood, at the time the sewage retention tank at the Four Mile Run Pump Station was constructed, were to be served by that retention tank.
23. At a minimum, the Trunk Sewer shall be designed and constructed in conformance with the following: (i) the length of the forced main and associated facilities (such as pump stations) shall be minimized; (ii) the Trunk Sewer shall be a gravity sewer for the maximum distance possible within the limits of current technology; (iii) the Trunk Sewer shall accept all the sewage now flowing to the ASA River Road Pump Station; (iv) the Trunk Sewer shall be capable of accepting a portion (to be determined by the Director of T&ES) of wet-weather flows from ASA's Four Mile Run Pump Station; (v) the Trunk Sewer shall be capable of accepting all flows from the Slater's Village/Potomac Greens Pump Station (Slater's Village is also known as Old Town Greens); and (vi) the Trunk Sewer shall be capable of accepting all the sewage from the Retail Center in landbay "F" in the event any portion of the retail center continues in operation beyond January 1, 2018. Further, the Trunk Sewer shall be built on an alignment designated by the Director of T&ES and the Engineer/Director of ASA. The closure of travel lanes on City streets and the disruption of neighborhood activities shall be minimized during construction of the Trunk Sewer.
24. No preliminary development plan for any landbay west of the relocated rail lines, or for any portion of a landbay, which proposes development pursuant to the Concept Plan or, if in effect, the Alternative Concept Plan, shall be approved by City Council until a gravity/forced main sanitary sewer collection system (the "Collection System") has been designed by CAP to the satisfaction of the Director of T&ES and the Engineer/ Director of

ASA, and construction of the system has commenced. At a minimum, the Collection System shall be designed to: (i) minimize the amount of forced mains and associated facilities, such as pump stations; (ii) redirect sewage flows from the ASA River Road Pump Station, and a portion (to be determined by the Director of T&ES) of wet-weather flows from the Four Mile Run Pump Station, to the Trunk Sewer; and (iii) redirect flows from the Retail Center in landbay "F" to the Trunk Sewer, in the event any portion of the Retail Center continues in operation beyond January 1, 2018.

25. No final site plan for any development within the CDD east of the relocated rail lines, shall be approved by the City, unless one of the following events has occurred:¹⁷
 - (a) a new gravity sanitary sewer has been constructed by CAP from the termination point of the forced main in Slater's Lane to the existing City sewer in Lee Street, and this new sewer has been accepted by the City and is in service; or
 - (b) the forced main from the Slater's Village/Potomac Greens Pump Station has been redirected to connect with the Trunk Sewer, and the Trunk Sewer has been accepted by the City and is in service.
26. All storm drainage systems within the CDD shall conform to the Potomac Yard Master Drainage Plan approved by the City on October 25, 1996.
27. Prior to the submission of the first preliminary development plan for any landbay within the CDD west of the relocated rail lines, a master stormwater quality concept plan for the CDD, which includes stormwater quality calculations, a description of the best management practices ("BMPs") proposed to be employed and the location of those BMPs, shall be submitted to and approved by the Director of T&ES.
28. Prior to the removal or abandonment of any existing storm or sanitary sewer that is located within the CDD, a replacement sewer shall be in place and in service, and all necessary dedications and easements relating to the replacement sewer shall have been granted and recorded.

Transportation Conditions¹⁸

29. Shuttle bus service to and from the Braddock Road Metro station and/or the Metro station in Crystal City shall be provided. The nature and extent of this service, the time when it shall commence, the time when it may terminate and similar issues shall be assessed and determined by the City in conjunction with its review of transportation management plan amendments which CAP must file along with its applications for preliminary development plan approvals.

¹⁷ This paragraph is a restatement of condition # 47 of SUP 97-0010. That SUP approved the Old Town Greens residential development now under construction between Slater's Lane and Potomac Greens, and it remains in effect.

¹⁸ Most transportation conditions for the CDD have been recommended for inclusion in the Transportation Management Plan special use permit.

30. (a) Unless and until otherwise authorized by the City as an amendment to the operative concept plan, CAP shall reserve, and shall undertake no activities (except those reasonably required for maintenance and others approved by the Director of T&ES) in, an area in the CDD, between Potomac Greens and the Potomac Yard, that would be suitable for the location of a WMATA rail station (the "Metro Site"). In order to reserve the Metro Site in this manner, CAP shall convey a deed of easement to the City, or any other party identified by the City, which entitles the grantee to use or to authorize the use of the site for a WMATA rail station and for any ancillary purposes. The deed of easement shall also provide for reasonable access to the Metro site, by users of a rail station on the site, from both the adjacent Potomac Greens site and the adjacent Potomac Yard. Within 60 days of the approval of the concept plan for this CDD, CAP shall submit to WMATA a drawing which shows, and a statement which describes the boundaries of the Metro Site, and conveys CAP's view that the Metro Site contains sufficient land for the construction of a WMATA rail station and for reasonable bus, pedestrian and bicycle access to the station. CAP shall thereafter request, and diligently pursue, from WMATA a certification that the Metro Site contains sufficient land for the construction of a WMATA rail station and for reasonable bus, pedestrian and bicycle access to the station; provided that, with respect to this requirement for a WMATA certification, CAP shall be considered to have not satisfied the requirement only if WMATA affirmatively states that the Metro Site does not contain sufficient land for the construction of a WMATA rail station and for reasonable bus, pedestrian and bicycle access to the station.
- (b) In the event funding from sources other than CAP becomes available in the future for the construction of a WMATA rail station at the Metro Site, and the City concurs in the decision to proceed with such construction, CAP shall: (i) convey the Metro Site to WMATA, or another entity identified by WMATA, at no cost to the grantee party, for construction of a rail station (the "WMATA Conveyance"); (ii) if requested by the City, cooperate in the establishment of a special service tax district, or another district or area having a comparable purpose, within the CDD, or a portion thereof, to assist in financing the construction of the rail station, in accordance with the requirements of law; and (iii) to the maximum extent feasible, re-locate the uses in landbays G and H, as shown in the Concept Plan and the Alternative Concept Plan, in order to increase the utilization of the WMATA station by persons residing and working in these landbays. In the event that CAP, other than in a WMATA Conveyance, conveys any of the Metro Site property to another party, it shall ensure that the reservation required, and the other obligations imposed upon it, by this paragraph 30 shall continue and shall be binding upon the grantee party.
- 30A. In the event that funding from sources other than CAP becomes available in the future for a light rail or another similar transit system (apart from a heavy rail system that is addressed by paragraph 30 above) within the CDD, and the City concurs in a decision to proceed with the implementation of such a system, CAP shall, if requested by the City, cooperate in the establishment of a special service tax district, or another district or area having a comparable purpose, to assist in financing the system's implementation, in accordance with the requirements of law. In addition, at no time shall CAP undertake any activities within any of the rights-of-way that are shown in the operative concept plan, or within any of the open spaces shown in such plan that are to be dedicated to the City, that would preclude the construction or operation of a light rail or another similar transit system; provided, that in the event of such an activity, every effort shall be made to

accommodate the intent of the design guidelines. Nothing in this paragraph shall affect activities undertaken pursuant to the operative concept plan outside of the rights-of-way and open spaces identified above.

31. The New Route 1 Connector, between its intersection with Slater's Lane and with the existing Route 1 (in the vicinity of Howell Avenue), shall provide, on both sides of the roadway, a minimum 8-foot walkway for use by pedestrians and bicycles.
32. Any traffic signalization proposed by CAP and approved by the Director of T&ES, or required by the Director, shall be shown on the final site plan for the portion of CDD in which or adjacent to which the signalization is to be installed. The costs to acquire and install all traffic signalization equipment that is approved or required by the Director shall be the responsibility of CAP, and payment of such costs shall be made to the City prior to the release of the site plan showing the signalization. Any signalization approved or required by the Director shall be installed and properly operating prior to the issuance of a certificate of occupancy for any building which is to be served by the signalization.

Miscellaneous Conditions

33. All utilities serving the CDD, whether located within or outside of the CDD, shall be placed underground, and the cost of doing so shall be the responsibility of CAP.
34. A permanent storage area within the CDD, no smaller than 20 feet by 20 feet, shall be made available by CAP for use by the City to place, on a short-term basis, sweeper debris. The area shall be acceptable to the Director of T&ES, and shall be made available to the City at the time a certificate of occupancy for 1.5 million square feet of new development within the CDD has been issued. The storage area shall be easily accessible by street sweeping and debris removal equipment, and may be incorporated in the waste disposal area of a building within the CDD.
35. If the Alternative Concept Plan becomes the operative concept plan for the CDD, CAP shall work with the City in the relocation of the Virginia Power substation, presently located at the west end of the Monroe Avenue bridge, to a new location along the existing Virginia Power underground transmission corridor, in order that pedestrian-oriented buildings may be constructed along the entire Monroe Avenue frontage facing Simpson Fields. The substation shall be architecturally integrated into the surrounding CDD development to the satisfaction of the Director of P&Z.
36. CAP shall be responsible for updating the Concept Plan Sheet and Concept Plan Design Guidelines, and the Alternative Concept Plan Sheet and the Replacement Pages (see paragraphs 2 and 3 above), so that these documents are current at all times. Before the very first preliminary development plan is filed with the City pursuant to this concept plan approval, CAP shall provide the City with two copies of the Concept Plan Sheet and Concept Plan Design Guidelines, and the Alternative Concept Plan Sheet and the Replacement Pages, which reflect the Concept Plan and Alternative Concept Plan approved by City Council. Thereafter, within 30 days of any modifications being approved to the Concept Plan and/or the Alternative Concept Plan, whether approved by City Council or approved pursuant to a concept plan condition, CAP shall file with the City two updated copies of the Concept Plan Sheet and the Concept Plan Design Guidelines, and if appropriate two updated copies of the Alternative Concept Plan Sheet and the Replacement Pages, which reflect the approved modifications. CAP shall not be able to

CDD Concept Plan Amendment #2007-0001
Potomac Yard/Potomac Greens

file any application for preliminary development plan approval within the CDD unless fully updated and current concept plan documents have been previously provided to the City.

37. Any inconsistencies in the approved concept plan design guidelines shall be resolved by the Director of P&Z.
38. Notwithstanding any contrary provisions in the Zoning Ordinance, both the approved Concept Plan and, in the event it becomes the operative concept plan for the CDD pursuant to paragraph 1 above, the approved Alternative Concept Plan shall remain valid for 25 years from the date of City Council approval of the Concept Plan.



APPLICATION

CDD DEVELOPMENT CONCEPT PLAN

CDD # 2007-0001

[must use black ink or type]

PROPERTY LOCATION: Potomac Yard

TAX MAP REFERENCE: _____ **ZONE:** CDD #10

APPLICANT'S NAME: Potomac Yard Development LLC

ADDRESS: 2403 Jefferson Davis Hwy., Alexandria, VA 22301

PROPERTY OWNER NAME: Potomac Yard Development LLC

ADDRESS: 2403 Jefferson Davis Hwy., Alexandria, VA 22301

REQUEST: Amend development triggers within CDD #99-001

THE UNDERSIGNED hereby applies for CDD Development Concept Plan approval in accordance with the provisions of Section 5-600 of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED, having obtained permission from the property owner, hereby grants permission to the City of Alexandria to post placard notice on the property for which this application is requested, pursuant to Article XI, Section 11-301(B) of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

THE UNDERSIGNED hereby attests that all of the information herein provided and specifically including all surveys, drawings, etc., required to be furnished by the applicant are true, correct and accurate to the best of their knowledge and belief. The applicant is hereby notified that any written materials, drawings or illustrations submitted in support of this application and any specific oral representations made to the Planning Commission or City Council in the course of public hearings on this application will be binding on the applicant unless those materials or representations are clearly stated to be non-binding or illustrative of general plans and intentions, subject to substantial revision, pursuant to Article XI, Section 11-207(A)(10), of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

<u>M. Catharine Puskar, Atty/Agent</u>	<u><i>Mcatharine Puskar</i></u>	
Print Name of Applicant or Agent	Signature	
<u>Walsh, Colucci, Lubeley, Emrich, & Walsh, PC</u>	<u>703-528-4700</u>	<u>703-528-3197</u>
Mailing/Street Address	Telephone #	Fax #
<u>Arlington, VA</u>	<u>22201</u>	<u>6/28/07</u>
City and State	Zip Code	Date

DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: _____	Date and Fee Paid: _____ \$ _____
ACTION - PLANNING COMMISSION: _____	ACTION - CITY COUNCIL _____

The Applicant requests approval to amend certain development triggers within CDD #99-01.

The CDD Concept Plan was approved with conditions aimed at ensuring that the necessary infrastructure and community open space was developed in concert with the development within the various Landbays. As such, the conditions required that certain improvements be constructed by certain "trigger" dates. These trigger dates are based on levels of development within Alexandria's Potomac Yard (including the existing retail center and Potomac Greens) and, in some instances, levels of development in Arlington's Potomac Yard.

Since the approval of the CDD Concept Plan in 1999, certain events have occurred that result in a need to revise the triggers to ensure orderly and logical development of certain infrastructure and open space areas. Condition #15 permits the schedule for commencement or completion of infrastructure and open space improvements to be adjusted by City Council. As such, the following is a list of items for which revised trigger dates are requested:

Condition #8 – Landbay E (Four Mile Run) – Although the Applicant has an obligation to make this area available for commercial recreational uses or to submit an alternative plan, such activities would be premature given that there is a coordinated effort including Alexandria, Arlington and federal entities to develop a comprehensive plan for all of four mile run, which includes, but is not limited to Landbay E.

Condition #15 (a) – Potomac Avenue – Potomac Avenue is under construction. However, the portion of Potomac Avenue adjacent to the Avis Rental Car cannot be completed until Avis vacates the property. Avis' lease expires in August of 2008. Avis is currently taking the necessary steps to ensure that it will be relocated as soon as possible. At such time, the building will be demolished and construction of Potomac Avenue can be completed. In an abundance of caution, the Applicant requests that the trigger be extended to account for any time needed to complete the gap in Potomac Avenue once Avis relocates off the property.

Condition #15(c) – Route One from Howell Avenue to East Glebe Road – On June 16, 2007, approved the location of BRT in the median of Route One. The City is currently in the process of designing the new cross section of Route One to include BRT. The Applicant is working with the City to accommodate the new eastern curb line and it would be premature to proceed with the Route One work in this area until an ultimate plan is approved in conjunction with the City.

Condition #15(p) – Pedestrian Bridge across Rail Tracks - Based on existing easements, there are five possible locations for the pedestrian bridge to cross the tracks from Landbay K. The Applicant is currently working with the City, adjacent neighbors, and surrounding community to determine the best location for the pedestrian bridge. Additional time is needed to determine the desired location and to submit/process plans for the pedestrian bridge.

{A0119289.DOC / 2 Cdd amendment 000011 000039}

Condition #15(r) – In May of 2003, a plan for Rail Park was presented to, and tabled by, the Planning Commission. The Applicant is currently working with the City, adjacent neighbors, and surrounding community to resolve issues associated with rail park. Additional time is needed to develop a plan for rail park.

16
12-15-07

Good Morning Mayor and members of City Council. My name is Sandy Modell. I live at 400 E. Custis.

The Potomac Yard Concept Plan defines Rail Park as a 4.2 acre parcel with 3 acres designated as a public dog park that primarily serves Potomac Yard, Potomac Greens and OTG. Since the issue of easement and its controversy will leave this site landlocked for many years.

I am not here to fight for rail park, only to ask the City and the developer, if not rail park, then where? The .9 acres being offered in lieu of the 3 acre Rail Park is a start, but it will not meet those neighborhoods future needs. And, unless the .9 acres is approved today as an off-leash recreation area instead of just open space, we may never see it built.

The Dog Park Master Plan approved by Council in 2002, recommends that a 3 acre fenced dog park be built by the developer in Potomac Yard. Community meetings were held to design the elements of the space. The community was told of the City and developer's commitment to get this done.

This plan went before the Planning Commission in March 2003. The staff report stated the plan was "in conformance with the City's Dog Park Master Plan and the City's approved Concept Plan for Potomac Yard." Unfortunately, the controversy over Rail Park derailed the plan's approval.

The commitment by the developer to build a 3 acre dog park was real, and the City asked them to do just that because with 2,000+ new housing units in PY and surrounding neighborhoods, there will be upward of 600 new dogs. With no off-leash areas of their own, Simpson's dog park, being the closest will be severely impacted. Simpson is already over used

and over crowded, with residents from all over the City and parts of Fairfax, Arlington, and DC there at any given time, and yes, residents of OTG's, including the president of their assoc. This intense use has already degraded the safety and quality of the space. In general, Alexandria's dog owners are provided significantly fewer recreational opportunities compared to other park users.

In 2002, a Parks Citizen Survey ranked off-leash areas as the 6th most important recreation program offered by the City out of 24 programs, rating it higher than tennis, soccer, and basketball, by almost a 2 to 1 margin. Volleyball was rated one of the least important. Even so, Potomac Yard's 24 acre Linear Park is proposed to have 2 tennis courts, 2 basketball courts, 2 volleyball courts, and 2 multipurpose playing fields. In the competition for space, dog owners didn't get any here because it was thought they would have Rail Park.

With the demise of Rail Park's off-leash space, the City's plan for Linear Park should be adjusted to include at least ½ acre for off-leash recreation. Otherwise, we have 167 acre of dense, urban development, with no designated spaces for dogs and their owners. This will increase the likelihood that dogs will be let loose in other recreational areas, which is only one reason why designated space is so important.

Should you approve the developer's proposal today, I urge you to designate the .9 acres as an off-leash recreation area, and not just as open space, and that you consider reallocating the space in Linear Park to include a ½ acre off-leash area. The commitment by the City and the developer now should be to find adequate and safe off-leash areas in Potomac Yard and integrate them into the plan before it is too late.

16
12-15-07



<mway4@verizon.net>

12/14/2007 05:19 PM

Please respond to
<mway4@verizon.net>

To <alexvamayor@aol.com>, <timothylovain@aol.com>, <councilmangaines@aol.com>, <council@krupicka.com>, <delperpe@aol.com>, <paulcsmedberg@aol.com>,
cc

cc

bcc

Subject COA Contact Us: Docket item 16-Dog Park



Time: [Fri Dec 14, 2007 17:19:34] IP Address: [67.151.235.226]

Issue Type: Mayor, Vice Mayor, and Council Members
First Name: Marsha
Last Name: Way
Street Address: 205 E. Raymond Ave.
City: ALEXANDRIA
State: VA
Zip: 22301
Phone: 703.683.1679
Email Address: mway4@verizon.net
Subject: Docket item 16-Dog Park
I am not able to attend the Council meeting tomorrow but hope you will read
Comments: my letter and not reduce the size of the dog park.
thank you
Marsha Way
Attachment: 7d92eda6ff0b3f8d639013476051fa0b.doc



7d92eda6ff0b3f8d639013476051fa0b.doc

December 14, 2007

To: City Council

From: Marsha Way
205 E. Raymond Ave.
Alexandria, VA 22301

Re: Docket Item #16 – Potomac Yard Developer Proposal to Amend Site Plan
Regarding the Dog Park

I have lived in Alexandria adjacent to the Potomac Yard site and have seen many plans come and go with that site. I am concerned about the density of housing but think that can be livable but I have very serious reservations about the change in the plan regarding the dog park. The change in the plan from 3 acres that was allocated as a dog park to .9 and calling it open space results in another kind of overcrowding that needs to be managed. The closest fenced dog park is Simpson Field and it is at maximum capacity now. It can not handle the traffic that will come from the number of homes that will have pets and need to have an area to exercise them. I would propose that Council members take a field trip to the Simpson park between 4:00PM-6:00PM. I think you would understand a little more what the overcrowding issue looks like.

Alexandria is known as a city that likes it's four footed friends and in planning a new development such as Potomac Yards that must be taken into account.

I appreciate your time in considering this and hope you see fit to plan for an area big enough that will accommodate the new city residents and their pets. A .9 unfenced area does not do that.

Sincerely,

Marsha Way

SPEAKER'S FORM

DOCKET ITEM NO. 14

**PLEASE COMPLETE THIS FORM AND GIVE IT TO THE CITY CLERK
BEFORE YOU SPEAK ON A DOCKET ITEM**

PLEASE ANNOUNCE THE INFORMATION SPECIFIED BELOW PRIOR TO SPEAKING.

- 1. NAME: M Catharine Puskar
- 2. ADDRESS: 2200 Clarendon Blvd Ste 1300 Arlington VA 22201
TELEPHONE NO. 703-528-4700 E-MAIL ADDRESS: cpuskar@arl.thelandlawyers.com
- 3. WHOM DO YOU REPRESENT, IF OTHER THAN YOURSELF? _____
Potomac Yard Development LLC
- 4. WHAT IS YOUR POSITION ON THE ITEM?
FOR: AGAINST: _____ OTHER: _____
- 5. NATURE OF YOUR INTEREST IN ITEM (PROPERTY OWNER, ATTORNEY, LOBBYIST, CIVIC INTEREST, ETC.):
Attorney
- 6. ARE YOU RECEIVING COMPENSATION FOR THIS APPEARANCE BEFORE COUNCIL?
YES NO _____

This form shall be kept as a part of the permanent record in those instances where financial interest or compensation is indicated by the speaker.

A maximum of three minutes will be allowed for your presentation, except that one officer or other designated member speaking on behalf of each *bona fide* neighborhood civic association or unit owners' association desiring to be heard on a docket item shall be allowed five minutes. In order to obtain five minutes, you must identify yourself as a designated speaker, and identify the neighborhood civic association or unit owners' association you represent, at the start of your presentation. If you have a prepared statement, please leave a copy with the Clerk.

Additional time not to exceed 15 minutes may be obtained with the consent of the majority of the council present; provided notice requesting additional time with reasons stated is filed with the City Clerk in writing before 5:00 p.m. of the day preceding the meeting.

The public normally may speak on docket items only at public hearing meetings, and not at regular legislative meetings. Public hearing meetings are usually held on the Saturday following the second Tuesday in each month; regular legislative meetings on the second and fourth Tuesdays in each month. The rule with respect to when a person may speak to a docket item at a legislative meeting can be waived by a majority vote of council members present but such a waiver is not normal practice. When a speaker is recognized, the rules of procedures for speakers at public hearing meetings shall apply. If an item is docketed *for public hearing* at a regular legislative meeting, the public may speak to that item, and the rules of procedures for speakers at public hearing meetings shall apply.

In addition, the public may speak on matters which are not on the docket during the Public Discussion Period at public hearing meetings. The mayor may grant permission to a person, who is unable to participate in public discussion at a public hearing meeting for medical, religious, family emergency or other similarly substantial reasons, to speak at a regular legislative meeting. When such permission is granted, the rules of procedures for public discussion at public hearing meetings shall apply.

Guidelines for the Public Discussion Period

- (a) All speaker request forms for the public discussion period must be submitted by the time the item is called by the city clerk.
- (b) No speaker will be allowed more than three minutes; except that one officer or other designated member speaking on behalf of each *bona fide* neighborhood civic association or unit owners' association desiring to be heard during the public discussion period shall be allowed five minutes. In order to obtain five minutes, you must identify yourself as a designated speaker, and identify the neighborhood civic association or unit owners' association you represent, at the start of your presentation.
- (c) If more speakers are signed up than would be allotted for in 30 minutes, the mayor will organize speaker requests by subject or position, and allocated appropriate times, trying to ensure that speakers on unrelated subjects will also be allowed to speak during the 30 minute public discussion period.
- (d) If speakers seeking to address council on the same subject cannot agree on a particular order or method that they would like the speakers to be called on, the speakers shall be called in the chronological order of their request forms' submission.
- (e) Any speakers not called during the public discussion period will have the option to speak at the conclusion of the meeting, after all docketed items have been heard.