

Docket Item # 9

CDD Concept Plan Amendment #2010-0001**Development Special Use Permit #2010-0021 (Landbays I&J East)****Multiple Addresses – Potomac Yard Amendments**

Application	General Data	
Project Name: Potomac Yard	PC Hearing:	October 5, 2010
	CC Hearing:	October 16, 2010
	If approved, DSUP Expiration:	October 16, 2013 (3 years)
Location: Multiple Addresses	Zone:	CDD#10 with underlying zones of RB, CSL, I, and UT
	Proposed Use:	Mixed Use
Applicant: Potomac Yard Development, LLC, and RP MRP Potomac Yard, LLC; represented by M. Catherine Puskar	Small Area Plan:	Potomac Yard/Potomac Greens
	Historic District:	Not applicable.
	Green Building:	As previously approved in the applicable DSUPs.

Purpose of Application

A consideration for requests to perform the following:

1. Amend the CDD condition 15a to revise the timing of construction completion and City acceptance of Potomac Avenue;
2. Amend development special use permit conditions for Landbays I & J to remove the requirement for construction phasing;

Staff Recommendation: APPROVAL WITH CONDITIONS

Staff Reviewer(s): Dirk Geratz, AICP; dirk.geratz@alexandriava.gov
 Gary Wagner, RLA; gary.wagner@alexandriava.gov
 Maya Contreras; maya.contreras@alexandriava.gov
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PLANNING COMMISSION ACTION, OCTOBER 5, 2010:**CDD Concept Plan Amendment #2010-0001**

On a motion made by Mr. Wagner, seconded by Ms. Lyman and Ms. Fossum, the Planning Commission voted to **recommend approval** of CDD 2010-0001 condition 15a **only** to revise the timing of construction completion and City acceptance of Potomac Avenue. The motion carried on a vote of 7 to 0.

Reason: The Planning Commission, although it deferred the remaining portions of the proposed amendments to the CDD Concept Plan Amendment, agreed with staff analysis regarding the construction timing of Potomac Avenue.

Development Special Use Permit #2010-0021 (Landbays I and J East)

On a motion made by Mr. Wagner, seconded by Ms. Fossum, the Planning Commission voted to **recommend approval** of DSUP 2010-0021 condition 83 to remove the requirement for construction phasing. The motion carried on a vote of 7 to 0.

Reason: The Planning Commission generally supported the proposal and agreed with staff analysis.

There were a number of speakers who provided testimony of various aspects of a larger group of proposed amendments. Based on this testimony and questions raised by Planning Commissioners, the Commission unanimously voted to defer most of the proposed amendments. However, they did act on the two amendments noted above, which were not the focus of the testimony received by the speakers.



CCD #2010-0001
DSUP #2010-0021

10/05/10



I. SUMMARY

A. *Recommendation*

Staff recommends approval of an amendment to Condition 15.a. of the Potomac Yard Coordinated Development District (CDD#10) and Condition 83 of DSUP #2010-0021 for Landbay I & J East.

B. *Background and Summary of Amendments*

The applicants, Potomac Yard Development, LLC and RP MRP Potomac Yard, LLC requested approval of a series of amendments to existing development cases concerning all of the area of Potomac Yard that falls within the CDD #10. The majority of those amendments were deferred by the Planning Commission at the October 5, 2010 hearing to November 4, 2010 when a worksession will be held to discuss the amendments in more detail. The amendments will also be docketed for a November 4, 2010 public hearing.

A copy of the full staff report on all the proposed amendments that were discussed by the Planning Commission on October 5th is attached as Attachment #3. Again, the majority of the amendments discussed in this staff report were deferred by the Commission. The purpose of attaching this full staff report is to give the Council a better understanding of the overall context of the issues that are coming forward for action at this time.

The Planning Commission recommended approval of only two of the amendments discussed on October 5th and these have a very specific purpose. Approval of these two amendments will result in an adjustment to certain development triggers and conditions that will allow construction on Landbays I and J East, which has an approved DSUP and which is currently completing the Final Site Plan process, to commence as early as the end of this year.

The City Council is being asked to act on the following specific applications:

- **CDD Concept Plan Amendment #2010-0001** – *to amend condition 15.a.;*
- **DSUP #2010-0021** – *to amend condition 83 concerning construction phasing;*

II. STAFF ANALYSIS

CDD# 2010-0001, Condition 15.a

- **Modify timing of completion and acceptance of Potomac Avenue.** This timing trigger is no longer realistic. The condition requires Potomac Avenue to be completed and accepted by the City prior to the release of the final site plan for any development. Staff and the applicant have worked together to complete the final site plan for Landbays I and J East, which is currently very near being released. However, even though the applicant is working diligently on the construction of Potomac Avenue, there is a portion of Potomac Avenue that is yet to be completed. Staff understands the applicants' desire to begin construction in Landbays I and J East and does not find it necessary to delay the construction due to the incomplete portion of Potomac Avenue which is actively being built. Staff is recommending the street be completed and accepted by the City by the first certificate of occupancy of Landbays I and J to allow more time to finish constructing the street.

DSUP#2010-0021, Condition 83

- **Revise one condition in the DSUP approval of I and J East that required construction on these landbays to begin in the south and progress towards the north.** This condition is unrealistic at this time because the interim soccer fields on I and J would need to be removed to accomplish this requirement. It is essential for these fields to remain open until the new Simpson Fields are accepted by the City, which may take up to one year. This condition is also not necessary now that the location of the proposed Metrorail station will likely **not** be moved further to the south. The condition had attempted to provide flexibility for reconsidering the development on the northern portions of Landbay I if the Metrorail station might possibly be located further to the south.

III. CONCLUSION

The Planning Commission recommends **approval** of an amendment to Condition 15.a. of CDD2010-0001 only and **approval** of an amendment to Condition 83 of DSUP2010-00021 only.

Staff: Faroll Hamer, Director of Planning and Zoning;
Gwen Wright, Division Chief, Development;
Dirk Geratz, AICP, Principal Planner;
Gary, Wagner, RLA, Principal Planner;
Maya Contreras, Urban Planner; and
Colleen Rafferty, AICP, LEED AP BD+C, Urban Planner.

IV. RECOMMENDATION

The Planning Commission recommends approval of the following conditions:

CDD#2010-0001, Condition 15.a.:

15. [CONDITION AMENDED BY STAFF] 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~~ PYD to the City. (CDD#99-01, 15)

Streets

- a. [CONDITION AMENDED BY STAFF] **Potomac Avenue (Spine Road)**⁷ ---Construction of this road from its tie-in with South Glebe Road or Crystal Drive in Arlington, to 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 issuance of the first certificate of occupancy in Landbay I or J, except for the 10 units in Landbay I already approved pursuant to DSUP#2004-0048.~~ 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 for which final site plan approval is given after the date of concept plan approval. (CDD#99-01, 15a) (CDD#2007-0001, 15a) (CDD#2010-0001)

⁷ In 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.

83. [CONDITION AMENDED BY STAFF] The applicant shall submit a phasing plan and construction management plan for review and approval by the Directors of P&Z, T&ES and Code Administration prior to final site plan release. ~~In general construction will take place on the project site from south to north with infrastructure improvements taking place initially followed by vertical construction.~~ Infrastructure improvements will follow utility installation and will include construction of roads and sidewalks as noted below. Upon completion of infrastructure improvements for each section of the project, roads and sidewalks will be open to the public. Specifically, all pedestrian improvements for each side of a blockface shall be completed prior to the issuance of a certificate of occupancy permit for a dwelling unit on the blockface. If the opposite blockface is not constructed at the same time, the applicant will fence/secure the vacant land. (P&Z)(T&ES)

V. ATTACHMENTS:

Attachment #1 - Conditions of CDD #2008-0004 with proposed amendment to condition 15a; page 8

Attachment #2 – Conditions of DSUP #2006-0018 with proposed amendment to condition 83; page 39

Attachment #3 – Staff report for all amendments reviewed by Planning Commission on October 5, 2010; page 89

Conditions CDD #2010-0001, Potomac Yard CDD

The following staff recommendations are amendments to CDD #2008-0004. The proposed amendment to condition 15a is reflected with underlines for new language and strikeout for deleted language.

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

Plan Conditions⁶

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.

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.

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."

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;
- (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 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

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.

Uses

- 3A. A preliminary development plan and/or any associated development and/or zoning applications for Landbay L shall not be submitted for review to the City prior to a comprehensive analysis by the City of Potomac Yard including but not limited to Landbay L and all associated and applicable Master Plan and/or zoning approvals have been approved by the City. In the event the City has not approved all necessary Master Plan and/or zoning approvals as part of the comprehensive review of Potomac Yard including but not limited to Landbay L by June 1, 2010, Potomac Yard Development LLC ("PYD"), or its successors shall be permitted to file a development plan for Landbay L which shall be subject to all applicable provisions of the CDD Concept Plan, transportation management plan, Potomac Yard Design Guidelines and Zoning Ordinance. In no event shall the comprehensive analysis of Landbay L reduce the approved development levels below those resulting from the transfer of density in CDD Concept Plan Amendment #2008-0001. (City Council)
- 3B. 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 decrease 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).
 - (d) office floor area within Landbay G and/or Landbay H may be converted to ground floor retail use through a special use permit provided that the conversion occurs as part of the development plan for each Landbay(s) and shall also be subject to the following, unless otherwise determined by the City retail study:
 - (i) Any conversion of office floor area to retail floor area shall occur on a one for one gross floor area for the office and retail uses.
 - (ii.) For Landbay G, the conversion shall not decrease the amount of ground floor retail floor area below 80,000 sq.ft. and the conversion shall not allow an overall retail floor area above 195,000 sq.ft.
 - (iii.) For Landbay H, the conversion shall not decrease the amount of ground floor retail floor area below 5,000 sq.ft. and the conversion shall not allow an overall retail floor area above 20,000 sq.ft. (City Council)
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 determined by the Director of P&Z. Within landbay “G,” space approved for “retail” use shall only be occupied by retail use.
- 4A. Potomac Yard Development LLC (“PYD”), or its successors, shall hire a LEED accredited professional as a member of the design and construction team for each landbay(s) and/or building(s). The accredited professional(s) shall incorporate sustainable design elements and innovative technologies into the project. The office/commercial building(s) with the exception of Landbay F shall achieve LEED certification under the U.S. Green Building Council’s System and incorporate sustainable design elements and innovative technologies into the

project. The residential buildings, with the exception of Landbay F shall explore the possibility of LEED certification under the U.S. Green Building Council's System or comparable program including but not limited to Earthcraft. PYD or its successors shall also work with the City for reuse of the existing building materials as part of the demolition process.

- 4B. The Potomac Yard Design Guidelines for Landbay H shall be amended to reflect the additional office floor area permitted through CDD Concept Plan Amendment 2008-0001 and shall be consistent with the Design Guidelines for the Town Center. At a minimum, the Design Guidelines for Landbay H shall require all parking for the office buildings and multifamily buildings to be entirely below grade and provide for a pedestrian-friendly, barrier-free streetscape with active uses along a majority of the street frontage. The revised Design Guidelines shall be approved by the Planning Commission and City Council prior to or concurrent with the approval of a development special use permit for Landbay H.
- 4C. Potomac Yard Development LLC ("PYD"), or its successors, shall increase the provided ground level open space as part of the approval of the preliminary development plan(s) for Landbay J and Landbay L. If a revised plan is approved for Landbay L as required in condition 3A, the open space requirements of the comprehensive plan shall govern for Landbay L.
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

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 deleted.
- 8A. Potomac Yard Development LLC (PYD) and/or all successors and assigns shall provide the following information to the City regarding the portion of Landbay E (Four Mile Run) located outside of the existing channel easement. The scope of these studies shall be approved by the City prior to submittal:
 - a. PYD shall submit a Phase I Environmental Site Assessment with the understanding that the City will be responsible for conducting a Phase II assessment, if necessary. If contaminants are found as part of the Environmental Site Assessment, PYD shall submit the following:
 - i. A Site Characterization Report detailing the location, applicable contaminants, and the estimated quantity of any contaminated soils and/or groundwater at or in the immediate vicinity of the site.
 - ii. A Risk Assessment indicating any risks associated with the contamination.
 - iii. A Remediation Plan if applicable detailing how any contaminated soils and/or groundwater will be dealt with including plans to remediate utility corridors. Proposed or relocated utility corridors in contaminated soil shall be over-excavated by 2 feet and backfilled with clean soil.
 - iv. Submit a Health and Safety Plan indicating measures to be taken during remediation and/or construction activities to minimize the potential risks to workers, the neighborhood, and the environment.
 - v. Confirmatory sampling between the depths of 0 and 2 feet shall be completed after final grading for all areas with exposed surficial soils from on-site sources. Areas covered by an imported 2 foot certified clean fill cap or impervious barrier do not require confirmatory sampling.
 - b. The structural integrity of "Bridge C" shall be evaluated by a professional engineer and a Bridge Condition Survey shall be submitted to the satisfaction of the Director of T&ES. Any structural deficiencies identified in the survey shall be repaired by PYD to the satisfaction of the Director of T&ES.

- c. Provide an updated ALTA survey, including all existing utilities and easements.
 - d. The Applicant shall satisfy the requirements contained in this condition within three (3) years of the date of City Council approval or before the trigger in Condition #8H below is met – whichever occurs earlier.
- 8B. PYD and/or all successors and assigns shall demolish the bridge “B” deck and related structural supports, to the satisfaction of the Director of T&ES. PYD shall also demolish a portion of the abutments, if requested by the City and permitted by the applicable state and federal authorities. All work shall be subject to the following:
- a. The principal point of contact for all construction/demolition-related activities will be the Director of T&ES, who will consult as appropriate with the Directors of RP&CA, P&Z, Code Administration, and any other necessary City agencies.
 - b. If necessary due to the removal of the bridge deck, related structural supports and any portion of the abutments, PYD shall develop, provide, install and maintain a slope stabilization to restore and stabilize all disturbed areas in accordance with the erosion and sediment control requirements set forth in the Virginia State Code, Rip rap only is not acceptable.
 - c. If necessary, due to the removal of the bridge deck, related structural supports and any portion of the abutments, all banks adjacent to bridge “B” shall be restored to match the slope of the adjacent banks.
 - d. Bridge “B”, including any portion of the abutments and related structural supports, shall be demolished and disposed of in compliance with all state and federal regulations. All demolition material and construction debris shall be removed from the project site, including the Four Mile Run channel, embankments and resource protection area upon completion of construction activities.
 - e. Prior to commencement of demolition, PYD shall prepare and submit a construction management plan of the demolition for review and approval by the Director of Transportation and Environmental Services.
 - f. All necessary hauling permits shall be obtained prior to release of the demolition permit by the City of Alexandria.
- 8C. The applicant shall identify and remove/relocate any existing utilities located on or associated with Bridge “B.”

- 8D. The applicant shall identify the tie-in location for water and electric service to the Landbay.
- 8E. The applicant shall install security fencing on the north and south ends of Bridge "C" to prevent vehicular and pedestrian access to the bridge to the satisfaction of the Director of Recreation, Parks & Cultural Activities.
- 8F. At its expense, and with the assistance of the City in coordinating and obtaining the necessary approvals from the applicable local, state and federal entities, PYD shall be responsible for submitting, obtaining and/or maintaining all federal, state and local construction permits, dedication plats and, documentation.
- 8G. PYD shall meet with Transportation and Environmental Services to discuss construction staging activities prior to release of ground disturbing activities. No construction staging activities shall occur on Route 1.
- 8H. The applicant shall demolish the bridge in accordance with the conditions and dedicate Landbay E to the City prior to the issuance of a building permit for any development in excess of 1,000,000 square feet for Landbays H, I, J, or L, collectively.

Grading

- 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

- 10. No parking reductions shall be requested for any residential uses within the CDD, except as provided for shared parking and on-site affordable units as set forth below and 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. A parking reduction may be approved as part of a development special use permit for any on-site affordable residential units provided that the units comply with all applicable requirements and standards of Sec. 7-700 of the Zoning Ordinance and/or the applicable provisions of the City's affordable housing policy. A parking reduction may be permitted as part of a comprehensive shared parking plan if approved as part of the development special use permit for each Landbay(s).
- 11. A minimum of 15% visitor parking, which may be on- or off-street, shall be provided for all residential uses.

- 11A Parking for all office, and residential multi-family building(s) and/or Landbay(s) shall be located underground with the exception of Landbay F, and with the exception of one above grade parking structure within Landbay G which shall be entirely screened with active and/or architectural screening. Required parking for individual townhomes and other single family units such as stacked and duplex units shall from rear alleys.

Phasing and Preliminary Development Plan Processing

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 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 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~~ issuance of the first certificate of occupancy in Landbay I or J, except for the 10 units in Landbay I already approved pursuant to DSUP#2004-0048. 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 for which final site plan approval is given after the date of concept plan approval.
- (b) Main Street and South Main Street---Construction shall occur in phases with each landbay, and such construction shall be

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.

completed by the date or event described in the initial preliminary development plan approval for the landbay

(c) Route 1 Improvements⁹ ----- 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 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

⁹ Intentionally deleted.

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 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.

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)
- (j) Collection System¹³ ----- See paragraph 24 below

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.

(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

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.

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 thereafter be diligently pursued to completion.

(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-- Potomac Yard Development LLC ("PYD"), and/or its successors and assigns, shall design and construct the pedestrian bridge across the WMATA and CSX rail tracks for future dedication to the City in compliance with SUP #2008-0028. Design and construction activities shall be deferred until the findings of the Potomac Yard Metrorail Station Feasibility Work Group are complete and a determination is made by the City whether to proceed with a Metrorail station or not.

Upon a determination by the City whether to proceed with a Metrorail station or not, PYD, or its successors shall have the following obligations with regard to the pedestrian bridge:

- i. In the event that the determination is made to not proceed with a Metrorail station on the proposed site, or to proceed with a Metrorail station on the site that does not

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.

include pedestrian access as an integrated design element, then PYD or its successors shall initiate design of the pedestrian bridge approved pursuant to in SUP#2008-0028 within 90 days of the City's determination. Construction of the pedestrian bridge shall be completed with the main body (Phase I) of Landbay K.

- ii. In the event that a Metrorail station will be constructed on the site, PYD or its successors shall make a monetary payment to the City equivalent to the cost of the pedestrian bridge approved pursuant to SUP #2008-0028. Such cost shall be determined at the time of payment, which shall occur prior to the issuance of a building permit for any development in excess of 1,000,000 square feet in Landbays H, I, J, or L, collectively, or within 90 days of the City's notice to Metro to proceed, whichever occurs earlier.

(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) Rail Park ----- 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 site area in Landbay I already approved pursuant to DSUP#2004-0048.

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.

PYD or its successors, shall submit a *proposal for rail park or an alternative off-site dog park plan in another landbay consistent with the intent of the Potomac Yard Urban Design Guidelines* with all applicable documentation prior to March 1, 2008. The *proposal* shall require review and approval by the Planning Commission and City Council. Construction of the *approved* plan shall commence prior to preliminary site plan approval for any future development in Landbay I or J, except for the site area in Landbay I already approved pursuant to DSUP#2004-0048. If the City has not approved the *proposal* 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 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 site area already approved in Landbay I pursuant to DSUP#2004-0048

(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

(y) Landbay – N -----The approximately 2.78 acre Landbay N shall be dedicated to the City for passive open space purposes prior to preliminary development special use permit approval of Landbay H, I , J and/or L. Alternatively, a perpetual open space access easement shall be granted to the City for Landbay N prior to the preliminary development special use permit approval of Landbay H, I , J and/or L

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 Potomac Yard design advisory committee shall consist of nine members appointed by the city council, pursuant to title 2, chapter 4 of the Code of the City of Alexandria, Virginia, 1981, as amended, for staggered terms of two years. The committee shall include two members representing the Potomac East area; two members representing the Potomac West area; two members representing the Potomac Yard area; one member representing the business community, and two qualified professionals skilled in architecture or urban design.
 - (b) The purpose of the Potomac Yard design advisory committee is to review applications for preliminary development plan special use permit approval under this ordinance, within CDD No. 10 Potomac Yard/Greens, for compliance with the urban design guidelines applicable therein, and make recommendation on such applications to the planning commission and city council through the director.

- (c) The director shall send a copy of any proposed preliminary development plan for the CDD to the committee, and the committee shall send its comments to the director in time to be sent to the planning commission together with the staff report on the proposed plan. Each applicant for a preliminary development plan approval shall be encouraged to discuss its proposal with the committee, including prior to the filing of an application for approval of a preliminary development plan.
- (e) The committee shall establish a regular schedule which provides for meetings at least once per calendar quarter. Additional meetings may be scheduled by the chair of the committee, in consultation with the director.
- (f) Section 2-4-7(f) of the City Code, which prohibits a person from serving on more than one standing committee, shall not apply to service on the Potomac Yard design advisory committee; provided, however, that this subsection shall expire on December 18, 2007.

Permitted/Special/Interim Use

- 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

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

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

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.

- (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.

Transportation¹⁸

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.
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,

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

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

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 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.

Conditions DSUP#2010-0021, Landbays I and J East

The following staff recommendations are amendments to DSUP#2006-0018. Specific recommendations that are no longer applicable or have been amended, added, deleted, or satisfied, include the following:

Condition 83: Amended

Attachments:

1. Site Plan
2. Neighborhood Open Space
3. Elevations – Neighborhoods
4. Howell Finger Park
5. Potomac Avenue
6. PYDAC recommendation, prepared by William Hendrickson, dated November 12, 2008
7. Neighborhood Open Space Design
8. Custis Finger Park Design
9. Howell Finger Park Design
10. SUP#99-0020 Potomac Yard/Potomac Greens

A. PEDESTRIAN IMPROVEMENTS:

1. The applicant shall provide pedestrian improvements that at a minimum shall provide the level of improvements depicted on the preliminary plan and shall also provide the following to the satisfaction of the Director of P&Z and T&ES.
 - a. The sidewalks on Main Street, Custis Avenue, and Howell Avenue, shall be brick, constructed in a running bond pattern, and shall conform to City standards. The brick sidewalks shall return on the concrete sidewalks approximately 35 ft. as depicted in the Design Guidelines.
 - b. The remainder of the sidewalks shall be concrete, shall include “lamp black” color additive, and shall conform to City Standards.
 - c. The sidewalk configuration shall consist of the following:
 - i. Main Street, Custis Avenue and Howell Avenue shall consist of 13.5 ft. wide brick sidewalks with 4 ft. x 10 ft. tree pits and a 9.5 ft. wide unobstructed sidewalk.
 - ii. Potomac Avenue shall consist of a 13.5 ft. wide concrete sidewalks with 4 ft. x 10 ft. tree wells and a 9.5 ft. wide unobstructed sidewalk.
 - iii. All other streets shall consist of 6 ft. wide unobstructed sidewalks and a continual 4 ft. wide landscape strip adjacent to the curb.
 - iv. The applicant shall install and maintain ADA accessible pedestrian crossings serving the site as shown on the preliminary plan.
 - v. The concrete sidewalks shall continue over the proposed alley curb cuts to provide continual uninterrupted concrete sidewalks.
 - vi. The sidewalks for the north-south mid-block pedestrian connections shall be 4 ft. wide brick sidewalks, in a running bond pattern, parallel to the street.
 - vii. The mid-block pedestrian crossing shall be constructed to transition to the grades of the mid-block pedestrian crossing at the grade of the internal private alley.
 - d. The street light for each of the streets shall be black pedestrian scale acorn lights.
 - e. The applicant shall provide bulb-outs at the “hatched” areas as depicted on the preliminary plan for Street # 7 and Street # 8 similar to the remainder of the streets.
 - f. Remove all single (no adjoining parking space) on-street parking spaces on Street 7 and Street 8 and extend adjacent planting strips.
 - g. A bulb-out shall be provided in all locations where the mid-block pedestrian connection meets east/west streets to provide an enhanced pedestrian crossing, as shown on the Preliminary Plan.
2. Provide thermoplastic crosswalks (Two 6” white lines with 10’ spacing from inside of line to inside of line) at the following intersections to the satisfaction of the Director of T&ES. (T&ES)
 - a. Street 4 & Street 5
 - b. Street 6 & Street 5

- c. Potomac Ave & Street 4
 - d. Potomac Ave & Street 6
 - e. Potomac Ave & Street 7
 - f. Potomac Ave & Street 8
3. Provide thermoplastic laddered crosswalks at the following locations:
 - a. Custis Ave midblock between Main St & Potomac Ave
 - b. Street 7 midblock between Main St & Potomac Ave
 - c. Street 8 midblock between Main St & Potomac Ave
 - d. Howell Ave midblock between Main St & Potomac Ave (T&ES)
 4. Provide two curb ramps per intersection corner at the following locations (See Design Guidelines Sec. 5, Page 83):
 - a. Intersection of Street 4 & Street 5 – SE Corner
 - b. Intersection of Street 5 & Street 6 – NE Corner (T&ES)
 5. The applicant shall provide six (6) bus shelters, street signs, stop signs, mast arms and pedestrian count down signals which shall consist of the following to the satisfaction of the Directors of T&ES and P&Z.
 - a. All bus shelters on Main Street shall be the City approved "Carlyle" designed bus shelters.
 - b. All bus stops and bus shelters shall be ADA compliant.
 - c. The mast arms for each signalized intersection shall be City Standard black mast arms.
 - d. Pedestrian count down signals shall be provided at each signalized intersection. Install PRISMA DAPS accessible buttons on all pedestrian crossings.
 - e. Signposts shall be 2"x2" square tube galvanized posts painted black; signs shall be Highway C aluminum, 0.080 gauge blank, 3M VIP sheeting.
 - f. All appropriate on-street parking signage and any other signage for control of pedestrians and vehicles adjoining the site shall be in accordance with the Manual of Uniform Traffic Control Devices (MUTCD), latest edition to the satisfaction of the Director of T&ES, depicted on the final site plan and installed by the developer and consistent with the Potomac Yard Urban Design Guidelines. (T&ES) (P&Z)
 6. Continual 10 ft. wide public access easements shall be provided for the north-south mid-block pedestrian connections and shall continue from Howell Avenue to Watson Street, including the internal alleys. These easements shall be recorded as part of the subdivision plat, prior to the release of the final site plan. (P&Z)
 7. The applicant shall provide twenty (20) visitor (short-term) bicycle parking racks on the surface, dispersed evenly throughout the site (racks shall be placed to serve the proposed park areas) Locations to be determined at time of final site plan to the satisfaction of the Director of T&ES. (T&ES)

B. OPEN SPACE AND LANDSCAPING:

8. The applicant shall develop, provide, install and maintain an integrated Landscape Plan that is coordinated with other associated site conditions to the satisfaction of the Directors of RP&CA and P&Z, which at a minimum shall provide the following:
- a. Revise the spacing of street trees on Potomac Avenue lots 295 to 307 to 30 ft. on-center to provide an additional street tree.
 - b. Revise the spacing of the street trees on Main Street to 30 ft. on-center to provide an additional street tree in front of lots 218.223, one additional trees for lots 274-286, one additional tree for lots 363-375 and one additional tree for lots 406-417.
 - c. Revise the street tree spacing on Potomac Avenue in front of lots 385 to 396 and lots 427 to 437 to provide one additional street tree for each block.
 - d. The applicant shall provide landscaping which shall include plantings, shrubs, groundcover for the north-south pedestrian connection.
 - e. Provide typical foundation plantings for each unit type. Locate all above and below grade utilities serving individual units, including lines, meters, valve connections, valve boxes and water crocks, beneath or within 12 inches of pavement to avoid conflicts with plantings.
 - f. Provide location and direction of service openings on above grade utilities such as transformers, telephone, HVAC units and cable boxes. Specifically indicate perimeter clearance/safety zones on plan drawings for utilities requiring perimeter safety zones, such as transformers. These elements shall not be located within the mid-block pedestrian connection or parks except on Block A where, between units 227/228 and 242/243, the location of utilities will be further examined to minimize encroachments into the mid-block pedestrian connection.
 - g. Coordinate site utility locations on all plan sheets, including utilities to be removed.
 - h. Provide an enhanced level of detail plantings throughout the site (in addition to street trees). Plantings shall include a simple mixture of seasonally variable, evergreen and deciduous shrubs, ornamental and shade trees, groundcovers and perennials that are horticulturally acclimatized to the Mid-Atlantic and Washington, DC National Capital Region.

General:

- i. Ensure positive drainage in all planted areas.
- j. Provide detail, section and plan drawings of tree wells showing proposed plantings and associated materials, adjacent curb/pavement construction, including edge restraint system, dimensions, drainage, and coordination with signage and site utilities.
- k. Provide detail sections showing above and below grade conditions for plantings above structure.
- l. Provide planting details for all proposed conditions including street trees, multi-trunk trees, shrubs, perennials, and groundcovers.

m. Paving, walls, steps, seating and structures shall incorporate design components that discourage skate and skateboard damage. (P&Z) (RP&CA)

9. The Applicant will use its best engineering efforts to not locate below ground site utilities in the Finger Parks or other areas of open space to be dedicated to the City. No above ground utilities shall be located in Finger Parks. Notwithstanding the foregoing, the City acknowledges due to physical constraints it may not be feasible to locate all utilities outside of the Finger Parks or other areas of open space to be dedicated to the City. The City approves as generally shown on the preliminary site plan storm sewer lines in the proposed Custis Avenue finger park.

The Applicant will continue to work with the departments of P&Z, TE&S, Code Administration and RPCA and Virginia American Water Company to locate the domestic water lines shown on the preliminary Site Plan outside of the Custis Avenue Finger Park and to the extent feasible and without undue hardship; including but not limited to: providing water service to the north and south side units from the internal alleys and by locating service lines beneath paved areas.

In the event the domestic water lines shown on the preliminary Site Plan cannot feasibly be outside of the Custis Avenue to Finger Park the applicant shall develop a menu of remedies and implement a combination of the following to remove and/or minimize the impacts of the domestic water lines in the Custis Avenue Finger Park. These shall include:

- a. Clustering water lines beneath paved portions of the park and sleeving them at the midblock crossing and tips.
- b. Providing water lines under pavement on the north and south sides of the park to serve same adjacent units.
- c. Removal of electric lines from the park.
- d. All water lines beneath the park will be sleeved.

Work shall be completed to the satisfaction of the Directors of TES, RPCA PZ and Code Enforcement in consultation with Virginia American Water.

10. ***Neighborhood Open Space:*** The Neighborhood Open Space shall be revised to provide the following to the satisfaction of the Directors of RP&CA and P&Z:
- a. A perpetual public access easement shall be depicted on the subdivision plat and shall be approved and recorded prior to the release of the final site plan.
 - b. The open space shall be fully open to the public following the hours and guidelines established by the Department of Recreation, Parks and Cultural Activities.
 - c. The Neighborhood Open Space shall be privately maintained by the applicant to the satisfaction of the Director of RP&CA, until conveyance to the Homeowners Association (HOA). Conveyance procedures shall be outlined in the HOA documents to the satisfaction of the Director of P&Z and RP&CA.

- d. The design of the open space shall be reconfigured as generally depicted in Attachment # 7.
 - e. Freestanding signage shall be prohibited.
 - f. Two continuous benches or lines of benches shall be provided within the park and constructed of high quality material such as stone, architectural precast or metal,.
 - g. Four City standard trash receptacles shall be provided within the open space.
 - h. Fences shall not be permitted.
 - i. All landscaping shall be maintained in compliance with the City of Alexandria Landscape Guidelines.
 - j. Decorative pedestrian scale acorn street lights shall be incorporated in the open space design.
 - k. Special paving shall be provided in the open space.
(RP&CA) (P&Z) (City Council)
11. ***Custis Finger Park:*** The park shall be revised to provide the following to the satisfaction of the Directors of RP&CA and P&Z:
- a. The park shall be revised as generally depicted in Attachment # 8.
 - b. Revise the spacing of the park trees to 30 feet on center, as approved in DSUP 2004-0048, and provide an additional four (4) shade trees. Street trees along Custis Avenue shall be parallel the length of the street.
 - c. Provide eleven (11) ornamental trees in the portion of the finger park west of Main Street.
 - d. Freestanding signage shall be prohibited.
 - e. Two City standard trash receptacles shall be provided within the park.
 - f. Fences shall not be permitted.
 - g. All landscaping shall be maintained in compliance with the City of Alexandria Landscape Guidelines.
 - h. Special paving shall be provided at the mid-block pedestrian crossing.
 - i. The mid-block pedestrian crossing shall have pedestrian-scale lighting, the quantity, quality, and location of which will be determined through a photometric study.
 - j. Separate bonds for the park shall be posted prior to site plan release.
 - k. The park shall be maintained by the applicant to the satisfaction of the Director of RP&CA until acceptance by the City. The park shall not be accepted by the City until approved by the City verifying that all park improvements have been completed in accordance with the approved plans to the satisfaction of the Directors of RP&CA, P&Z and T&ES. Upon acceptance the park shall be dedicated to the City and opened to the public.
 - l. The irrigation controller shall be located at the east end of the park, in a dark green or black, waterproof NEMA enclosure on a concrete pad. (RP&CA, P&Z)
12. ***Howell Finger Park:*** The park shall be revised to provide the following to the satisfaction of the Directors of RP&CA and P&Z:
- a. The park shall be revised as generally depicted in Attachment # 9.

- b. Revise the spacing of the park trees to 30 feet on center to provide an additional fourteen (6) shade trees.
 - c. Provide eleven (11) ornamental trees in the portion of the finger park west of Main Street.
 - d. Freestanding signage shall be prohibited.
 - e. Benches shall be provided within the park.
 - f. City standard trash receptacles shall be provided within the park.
 - g. Fences shall not be permitted.
 - h. All landscaping shall be maintained in compliance with the City of Alexandria Landscape Guidelines.
 - i. Special paving shall be provided at the mid-block pedestrian crossing.
 - j. The mid-block pedestrian crossing shall have pedestrian-scale lighting, the quantity, quality, and location of which will be determined through a photometric study.
 - k. Separate bonds for the park shall be posted prior to site plan release.
 - l. The park shall be maintained by the applicant to the satisfaction of the Director of RP&CA until acceptance by the City. The park shall not be accepted by the City until approval by the City verifying that all park improvements have been completed in accordance with the approved plans to the satisfaction of the Directors of RP&CA, P&Z and T&ES. Upon acceptance the park shall be dedicated to the City and opened to the public. (RP&CA, P&Z)
 - m. The irrigation controller shall be located at the east end of the park, in a dark green or black, waterproof NEMA enclosure on a concrete pad.
13. Per the interpretative plan approved as part of DSUP 2006-0013 for Landbay K, the applicant shall provide interpretative signage on the history of the Potomac Yard area in the Custis and Howell Finger Parks. These signs shall be designed to be consistent with the style and character of all the interpretative signage across Potomac Yard. These interpretative signs will address historic themes and information provided in the documentary study, including but not limited to:
- Long-term use of the Potomac Yard area as a transportation corridor from Native American period into the 20th century
 - Native Americans
 - 18th Century plantations, including their residents, and agriculture
 - 19th Century transportation modes including turnpike, canal, rails
 - 19th Century residents and uses
 - 20th Century rail expansion in Potomac Yard including railroad workers, structures, and nearby neighborhoods.

The information on the interpretative signs - including text and photographs - will be prepared by a public historian with expertise in historic interpretation and approved by the Director of the Office of Historic Alexandria, and to the satisfaction of the Directors of RP&CA and P&Z.

14. In lieu of a tot-lot in Landbay I, the Neighborhood Open Space shall include a focal point that will activate the space and promote usage of the space. This focal point shall be additional historic interpretative materials - including signage or three dimensional pieces, consistent with the prior condition and subject to the approval of the Directors of the Office of Historic Alexandria, P&Z, and RP&CA.
15. The applicant shall provide a site irrigation/water management plan developed, installed, and maintained to the satisfaction of the Directors of RP&CA and Code Administration.
 - a. Plan shall demonstrate that all parts of the site can be accessed by a combination of building mounted hose bibs and ground set hose connections.
 - b. All open space to be dedicated to the City shall be irrigated.
 - c. Provide at least one accessible external water hose bib on front and rear of all individual units. Provide an exhibit demonstrating accessible water coverage including hose bib locations and 90' hose access radii.
 - d. Hose bibs and ground set water connections must be fully accessible and not blocked by plantings, site utilities or other obstructions.
 - e. All lines beneath streets, or paved surfaces within or servicing open space to be dedicated to the City, shall be installed as sleeved connections.
 - f. Locate water sources and hose bibs in coordination with City Staff.
 - g. Provide one ground set water connection at the tot-lot, if a tot-lot is constructed.
 - h. All irrigation system components, location and specification, for open space to be dedicated to the City shall be approved by the City.
 - i. No galvanized or class 200 components shall be permitted.
 - j. Ensure that the irrigation system for all open space to be dedicated to the City is compatible with City's remote control Maxicom System. (Code) (RP&CA)
16. Provide an exhibit that graphically depicts the open space requirements for Landbays I and J.
 - a. Provide a narrative that demonstrates compliance with the open space intentions of the Potomac Yard Urban Design Guidelines. (RPCA)
17. Continue to work with staff to develop a palette of site furnishings that is generally consistent with the Preliminary Plan submission
 - a. Provide location and specification for site furnishings that depicts the scale, massing and character.
 - b. Site furnishings shall include benches, bicycle racks, and trash receptacles, and other associated features and be developed to the satisfaction of the Directors of RP&CA, P&Z, and T&ES. (RP&CA)(P&Z)(T&ES)
18. If a tot-lot is constructed, provide material, finishes, and architectural details for all retaining walls, decorative walls, screen walls, and steps. Indicate methods for grade transitions, handrails- if required by code, directional changes, above and below grade conditions. Coordinate with adjacent conditions. The material of retaining walls shall be limited to brick, stone or architectural precast to the

satisfaction of the Directors of RP&CA and P&Z. Design and construction of all walls shall be to the satisfaction of the Directors of RP&CA and P&Z. (RP&CA)(P&Z)

19. If a tot-lot is constructed, provide a coordinated design palette of play area related site structures/equipment. Locate and depict the scale, massing and character of play equipment, perimeter fencing, grade conditions, rubberized safety surfacing and associated site furnishings. Play area and site equipment must comply with the most recent guidelines, specifications and recommendations of the Consumer Product Safety Commission (CPSC) Handbook for Public Playground Safety, ASTM Specification for Playground Equipment for Public Use (ASTM F1487) and ASTM Specification for Impact Attenuation of Surface Systems Under and Around Playground Equipment (ASTM F1292). Applicant shall provide certification that the play areas have been designed, reviewed and approved by a certified playground safety inspector (CPSI professional) with current certification.
20. Play area and equipment shall comply with Americans with Disabilities Act Accessibility Guidelines (ADAAG) for Buildings and Facilities; Play Areas 36DFR Park 1191; Final Rule. (RP&CA)
21. Continue to work with staff to locate a tot-lot within Landbay J. The tot-lot must be accessible to the public. The tot-lot shall not be located in a Finger Park.
22. Coordinate proposed storm water management system with approved DSUP 2006-0013, Landbay K. All proposed pipes, connections, and sandfilters shall comply with approved conditions for Landbay K. Locations for storm water infrastructure shall not adversely affect approved plantings or hardscape.
23. Coordinate proposed storm water management system with approved DSP 2005-0038, Potomac Avenue and East West Roads, and amend other plans, as needed. Locations for storm water infrastructure shall not adversely affect approved plantings or hardscape.
24. All proposed development that impacts vegetation or other adjacent approved Potomac Yard projects, such as the proposed modifications to Potomac Avenue, will require documentation per the City of Alexandria Landscape Guidelines, and restoration of existing vegetation, irrigation and hardscape materials to the satisfaction of the Directors of P&Z, RP&CA, and the City Arborist. (P&Z) (RP&CA)

C. PARKING:

25. The design and allocation of parking shall be subject to the following and to the satisfaction of the Directors of P&Z, T&ES and Code Administration:

- a. The stacked townhouse garages shall contain a minimum unobstructed interior dimension of 18 ft. x 18.5 ft. to enable two adjacent parking spaces, excluding units with tandem parking which may have a dimension of 10 ft. x 18.5 ft in the garage space and 9 x 18.5 ft. for the driveway parking spaces. If the applicant proposes that the area for the storage of a City Standard super can and recycling container is to be located inside a garage, the area must be adequate to accommodate a City Standard super can and recycling container, exclusive of the area required for the parking spaces. The parking space dimensions shall not include columns, walls, or obstructions. Dimension lines for interior garages for each of the unit types shall be provided.
- b. All parked vehicles shall be prohibited from encroaching on the proposed streets, pedestrian walkways or emergency vehicle easements, and all purchasers shall be notified of this prohibition.
- c. Each of the townhouse units shall provide a sufficient area within each unit, garage or in an enclosed area for a City Standard super can and recycling container exclusive of the area required for parking.
- d. The applicant shall provide off-street parking for all construction workers without charge. The location of the parking shall be designated on the final site plan. For the construction workers who use Metro, DASH, or another form of mass transit to the site, the applicant shall subsidize a minimum of 50% of the fees for mass transit. Compliance with this condition shall be based on a plan, which shall be submitted to the Department of P&Z and T&ES prior to the release of the final site plan. This plan shall set forth the location of the parking to be provided at various stages of construction, how many spaces will be provided, how many construction workers will be assigned to the work site, and mechanisms which will be used to encourage the use of mass transit. The plan shall also provide for the location on the construction site at which information will be posted regarding Metro schedules and routes, bus schedules and routes. If the plan is violated during the course of construction, a correction notice will be issued to the developer. If the violation is not corrected within ten (10) days, a "stop work order" will be issued, with construction halted until the violation has been corrected.
- e. Individual townhouse garages shall be utilized only for parking; storage which interferes with the use of the garages for vehicle storage is prohibited. (P&Z)

D. BUILDING:

26. The final architectural elevations of the townhouses and urban lofts shall be consistent with the level of quality and detail provided in the preliminary architectural elevations with the Potomac Yard Architecture Appendix prepared by Rust | Orling Architecture and dated September 12, 2008. In addition, the applicant shall also provide the following to the satisfaction of the Director of P&Z:
 - a. The materials for each unit shall be limited to masonry, precast, stucco, concrete, wood or cementitious siding as generally depicted on the preliminary building elevations.

- b. Porches shall be wood, brick or cementitious or composite wood, and stoops shall be brick, stone or metal.
 - c. Porch railings (all components) shall, unless required to comply with the building code regulations, be a single material, either wood, composite wood, or metal.
 - d. Chimney enclosures shall be brick or stone. Chimneys shall be provided as generally depicted on the preliminary elevations in the Architecture Appendix referenced above.
 - e. Fireplace vents, flues, vent stacks and other similar protrusions shall not be permitted on any building frontage. Furnace vents shall discharge through the roof, and not into side or rear alleys. Per the Potomac Yard Urban Design Guidelines, mechanical or HVAC vents, units or associated elements may not be visible from the street. Roof penetrations shall be confined to the rear slopes of roofs, and located to minimize their visibility from any public right-of-way. The HVAC units and mechanical appurtenances shall be located on the roof-tops, recessed and screened from view from the public streets.
 - f. Pitched roofs shall be standing or flat seam metal (natural, painted, galvanized, or terne coated), metal simulated tile, synthetic slate, or composite shingles (shall be limited to architectural grade shingles such as CertainTeed Grand Manor or comparable). Composite shingles shall be provided to the satisfaction of the Director of P&Z. The roof materials surrounding the Neighborhood Open Space shall be limited to standing or flat seam metal, tile, or synthetic slate.
 - g. The units shall provide varying roof color.
 - h. Final architectural color elevations (front sides, and rear) shall be submitted with the first final site plan submission. Each elevation shall indicate the average finished grade line along all faces of each building to ensure compliance with all applicable height requirements.
 - i. Fences located within front yards shall be painted metal in accordance with the Potomac Yard Urban Design Guidelines, 30" to 42" high, with a minimum of 50% openness to the satisfaction of the Director of P&Z. Fences within the front or side yards shall be limited to the fences depicted on the preliminary plan. Fence details shall be submitted with the final site plan.
 - j. Fences abutting the pedestrian mid-block connection shall be constructed of wood, brick, metal, stone or other materials as approved by the Director of P&Z.
 - k. The proposed garden walls depicted on the preliminary site plan shall be brick or stone and shall be 6 ft. in height to provide adequate screening. The details of all walls shall be provided on the final site plans.
 - l. Ground-mounted utility boxes shall be screened to full height of the equipment, with the ornamental utility screen fence depicted in the Preliminary Plan.
27. The stacked townhouse units shall be configured and the associated lots subdivided to conform to Section 2-140 of the Zoning Ordinance. (P&Z)

28. Roof-top decks (at the rear of units) and garage-top decks may be permitted for units (218-222, 224-236, 238-247, 250-251, 256-257, 275-276, 296-297, 308-316, 327-328, 330, 334-337, 340, 351-352, 364-365, 386, 397-405, 414-416, 434-444). Roof-top decks may be permitted if the applicant can demonstrate, as part of the final site plan process, that the decks comply with the following to the satisfaction of the Director of P&Z. All other units shall not be permitted to have roof-top decks. The units which comply with the criteria as outlined below shall be depicted on final site plan. (P&Z)
 - a. Roof-top decks and roof-top mechanical equipment shall not be visible from any of the adjoining public street(s), parks and/or sidewalk(s). Cross-sections with sight lines shall be submitted and reviewed prior to release of the final site plan for the applicable units/lots to ensure compliance;
 - b. The railing for the roof-top deck shall be set back or incorporated as part of the parapet so that the railing is not visible from the adjoining streets; and
 - c. The lighting for the roof-top open space shall be pedestrian scale lighting and the fixtures shall not be visible from the adjoining streets.
29. All buildings shall be equipped with an approved automatic fire sprinkler system through the approved code modification process. Sprinkler systems shall provide at least the following minimum requirements to the satisfaction of the Director of Code Administration:
 - a. Townhomes - Each unit shall be equipped with an enhanced NFPA 13D sprinkler system through a code modification that above the basic 13D requirements will require garage, closet space, bathroom, backflow protection; water flow switch tied to alarms that will sound throughout the unit. (Code)
 - b. The applicant will work with the Director of Code Administration to determine the appropriate automatic sprinkler system. The applicant has stated within the Building Code Analysis that the buildings will be fully sprinklered.
30. All structures requiring automatic fire sprinkler systems shall show location and sizes of all fire lines, where required by Code. (Code)
31. Decks, canopies and bays are not permitted to encroach in the Emergency Vehicle Easement. No overhangs (bays, balconies, decks, architectural projections, etc.) shall protrude into the alleys, emergency vehicle easements, or ingress/egress easements. No vertical support posts and other impediments shall impede garage entrances. (Code)
32. All roads leading to all structures within the site shall conform to the standards for emergency vehicle access. Alternative methods to meeting the minimum standards for emergency vehicle access shall be considered on a case by case basis and are subject to the approval of the Director of Code Administration. (Code)

E. GREEN BUILDING – SUSTAINABILITY

33. The applicant shall hire a LEED accredited professional as a member of the design and construction team. The site shall achieve the points necessary under the U.S. Green Building Council's system for LEED for Homes certification. The applicant shall achieve at least 45 LEED points. The Applicant is not required to obtain USGBC LEED for Homes certification. The following shall be submitted and are subject to the satisfaction of the Directors of P&Z and T&ES:
- a. Include in the final site plan, a Green Building plan with a LEED Scorecard and narrative detailing how each prerequisite and point are proposed to be achieved.
 - b. Prior to the issuance of the last certificate of occupancy for the addition, submit verification that the elements to earn the above specified numbers of LEED points have been achieved. (P&Z) (T&ES)
34. In addition, the applicant shall incorporate the following to the satisfaction of the Directors of P&Z and T&ES:
- a. The applicant shall provide decorative porous pavers in the internal alleys outside the public right-of-way and EVE. Where porous pavers are not feasible the applicant shall provide decorative pavers. A note shall be placed on the plans and in the covenants stating that the porous pavers shall be maintained as pervious.
35. Energy Star labeled appliances shall be installed in all residential units. (T&ES)

F. STREETS

36. The setback between the buildings and the drive aisles shall be a minimum of 2' to provide adequate turning movements. The setback shall have a maximum length of 5' or a minimum of 18', if a driveway is provided. (T&ES)
37. If the City's existing public infrastructure, including but not limited, to streets, alleyways, driveway aprons, sanitary and storm sewers, street lighting, traffic and pedestrian signals, sidewalks, curb and gutter, and storm water drop inlet structures are damaged during construction, or patch work required for utility installation then the applicant shall be responsible for construction/installation or repair of the same as per the City of Alexandria standards and specifications and to the satisfaction of Director, Transportation and Environmental Services. A pre-construction walk/survey of the site shall occur with Construction and Inspection Staff to document existing conditions prior to any land disturbing activity. (T&ES)
38. The existing sidewalks along Jefferson Davis Highway (Route 1) and Potomac Avenue adjacent to the project area shall remain open during construction or pedestrian access shall be maintained to the satisfaction of the Director of

Transportation and Environmental Services throughout the construction of the project. (T&ES)

39. All Traffic Control Device design plans, Work Zone Traffic Control plans, and Traffic Studies shall be signed and sealed by a professional engineer, registered in the Commonwealth of Virginia. (T&ES)
40. Prior to the release of the final site plan, a Traffic Control Plan for construction detailing proposed controls to traffic movement, lane closures, construction entrances, haul routes, and storage and staging shall be provided for information purpose; however, an amended Traffic Control Plan, if required by the Director of Transportation and Environmental Services shall be submitted to the Director of T&ES along with the Building Permit Application. (T&ES)
41. All private street signs that intersect a public street shall be marked with a fluorescent green strip to notify the plowing crews, both City and contractor, that they are not to plow those streets. (T&ES)
42. The applicant shall notify prospective buyers, in its marketing materials and homeowner documents that the alleys are private with public access easements and shall not be maintained by the City of Alexandria. (T&ES)

G. SITE PLAN:

43. Decorative mailboxes shall be provided at locations as shown on the Preliminary Plan, to the satisfaction of the Director of P&Z. (P&Z)
44. The applicant shall submit a wall check to the Department of P&Z prior to the commencement of framing for the building(s). The wall check shall include the building footprint, as depicted in the approved final site plan, the top-of-slab elevation and the first floor elevation. The wall check shall be prepared and sealed by a registered engineer or surveyor, and shall be approved by the City prior to commencement of framing. (P&Z)
45. As part of the request for a certificate of occupancy permit, the applicant shall submit a height certification and a location survey for all site improvements to the Department of P&Z. The height certification and the location survey shall be prepared and sealed by a registered architect, engineer, or surveyor. The height certification shall state that the height was calculated based on the Potomac Yard Design Guidelines. (P&Z)
46. Provide a lighting plan with the final site plan to verify that lighting meets City standards. The plan shall be to the satisfaction of the Directors of T&ES, P&Z, RP&CA in consultation with the Chief of Police and shall include the following (T&ES, P&Z, Police, and RP&CA):

- a. Clearly show location of all existing and proposed street lights and site lights, shading back less relevant information;
 - b. A lighting schedule that identifies each type and number of fixtures, mounting height, and strength of fixture in Lumens or Watts;
 - c. Manufacturer's specifications and details for all proposed fixtures including site, landscape, pedestrian, sign(s), and security lighting.
 - d. A photometric plan with lighting calculations that include all existing and proposed light fixtures, including any existing street lights located on the opposite side(s) of all adjacent streets. Photometric calculations must extend from proposed building face(s) to property line and from property line to the opposite side(s) of all the adjacent streets and/or 20 feet beyond the property line on all adjacent properties, and right-of-way. Show existing and proposed street lights and site lights.
 - e. Photometric site lighting plan shall be coordinated with site lighting and street lights and minimize light spill into adjacent residential areas.
 - f. Provide location of conduit routing between site lighting fixtures so as to avoid conflicts with street trees.
 - g. Detail information indicating proposed light pole and footing in relationship to adjacent grade or pavement. All light pole foundations shall be concealed from view.
 - h. The lighting for the areas not covered by the City of Alexandria' standards shall be designed to the satisfaction of Directors of T&ES and P&Z.
 - i. Provide numeric summary for various areas (i.e., roadway, walkway/sidewalk, alley, and parking lot, etc.) in the proposed development.
 - j. Full cut-off lighting shall be used at the development site to prevent light spill onto adjacent properties. (RPC&A) (T&ES)(P&Z) (Police)
47. A freestanding subdivision or development sign shall be prohibited. The coordinated signage plan for temporary marketing signage shall be reviewed and approved to the satisfaction of the Director of P&Z. (P&Z)
48. A temporary informational sign shall be installed on the site prior to the approval of the final site plan for the project and shall be displayed until construction is complete or replaced with a marketing sign incorporating the required information; the sign shall notify the public of the nature of the upcoming project and shall provide a phone number for public questions regarding the project. (P&Z)
49. All public notice signage erected by the applicant prior to the public hearing(s) shall be removed within 10 days of the completion of the public hearing process for the project. (P&Z)
50. The final location of the temporary trailers used for model sales is approved. Details of the site layout will be determined with a separate grading plan. The trailers shall be removed prior to the issuance of the last certificate of occupancy permit for the site.(P&Z)

51. All improvements to the City's infrastructure shall be designed and constructed as per the City of Alexandria standards and specifications. (T&ES)

H. ARCHAEOLOGY

52. The applicant shall hire an archaeological consultant complete an Archaeological Evaluation of the portions of Landbay I/J where construction disturbance will penetrate the historical land surfaces, as delineated in the draft Resource Management Plan for the entire project area that was prepared by Thunderbird Archaeology in November 2007. The Archaeological Evaluation and Resource Management Plan, if needed, shall be completed prior to final site plan approval, and all archaeological fieldwork in the approved Management Plan shall be completed before any ground disturbance. If significant resources are discovered, the consultant shall complete a Resource Management Plan specific to Landbay I/J, as outlined in the City of Alexandria Archaeological Standards. Preservation measures presented in the Landbay I/J Resource Management Plan, as approved by the City Archaeologist, shall be implemented.
53. All required archaeological preservation measures shall be completed prior to ground-disturbing activities (such as coring, grading, filling, vegetation removal, undergrounding utilities, pile driving, landscaping and other excavations as defined in Section 2-151 of the Zoning Ordinance) or a Resource Management Plan shall be in place to preserve and/or recover significant resources in concert with construction activities.
54. The applicant/developer shall call Alexandria Archaeology immediately (703-838-4399) if any buried structural remains (wall foundations, wells, privies, cisterns, etc.) or concentrations of artifacts are discovered during development. Work must cease in the area of the discovery until a City archaeologist comes to the site and records the finds.
55. The applicant/developer shall not allow any metal detection to be conducted on the property, unless authorized by Alexandria Archaeology.
56. The final site plan shall not be released until the City archaeologist confirms that all archaeological field work has been completed or that an approved Resource Management Plan to for Landbay I/J is in place.
57. Certificates of Occupancy will not be issued for this property until the final archaeological report has been received and approved by the City Archaeologist.
58. The applicant shall develop open space using historical character, architecture, spatial design and images associated with the area and Potomac Yard; develop design and install historic interpretive signs in open spaces with approval by Planning, RP&CA and OHA/Archaeology; and consider using historical images

and features in the interiors of buildings to reinforce the historic character of Potomac Yard.

I. SPECIAL TAXING DISTRICT:

59. If the City decides to establish a special service tax district pursuant to Conditions 30(b) and 30A of CDD 99-001, as amended through CDD 2008-0001, the applicant shall participate with the other PY owners/applicants as required in those CDD conditions. (P&Z)

J. SUBDIVISION/EASEMENTS/PROCEDURAL:

60. The plat of subdivision and all applicable easements and/or dedications shall be submitted as part of the final site plan and shall be approved and recorded prior to the release of the final site plan. (P&Z)
61. Prior to the release of the first certificate of occupancy for the project, the City Attorney shall review and approve the language of the Homeowner's Agreement to ensure that it conveys to future homeowners the requirements of this development special use permit, including the restrictions listed below and other restrictions deemed necessary by the City Attorney. The applicant shall present a disclosure statement to potential buyers disclosing the following conditions to the satisfaction of the Directors of P&Z, T&ES and the City Attorney. The language shall establish and clearly explain that these conditions cannot be changed except by an amendment to this special use permit approved by City Council.
- a. Neighboring uses surrounding the site include the Metro operations and other heavy railway operations, and the nearby Reagan National Airport and its associated flight paths, including a flight path directly over the Potomac Yard site. These uses are located within the immediate vicinity of the project and are permitted to continue indefinitely.
 - b. Prior history of the Potomac Yard has created environmental hazards, conditions, related studies and past or on-going remediation efforts. Past use of the Potomac Yard site includes disposal of fly-ash and dredge spoiling. Disclosures shall be made to the satisfaction of the Director of Transportation and Environmental Services.
 - c. Individual townhouse garages may be utilized only for parking; storage which interferes with the use of the garages for vehicle parking is prohibited.
 - d. Vehicles shall not be permitted to park on sidewalks, in driveways which obstruct sidewalks, on any emergency vehicle easement, or on any portion of the interior alley. The Homeowner's Association shall maintain a contract with a private towing company to remove any vehicles violating this condition.
 - e. No decks shall be permitted, except those depicted on the approved site plan.
 - f. The applicant, and its successors and assigns, shall have the right to perform ordinary maintenance, including repair and replacements of architectural features, designs and materials (including colors) which are consistent with

the provisions in the Potomac Yard Urban Design Guidelines and specifically set forth as “Architectural Standards” and “Materials and Architectural Elements” for each permitted building type and the typical building facades shown in the Architectural Appendix prepared by Rust | Orling Architecture and dated September 8, 2008. Substantial changes to the approved architectural design of buildings and structures, such as building additions, including decks not show on the final development plans, deletion of architectural details including shutters, cornices or similar exterior architectural elements from the Architectural Appendix and replacement of building materials with ones not approved or compliant with the Potomac Yard Urban Design Guidelines shall require the approval of the City Council or the Director of P & Z, as determined by the Director.

- g. No overhangs (bays, balconies, decks, architectural projections, etc.) shall protrude into the alleys, emergency vehicle easements, or ingress/egress easements. No vertical support posts and other impediments shall impede garage entrances.
- h. All landscaping, irrigation and screening shown on the final landscape plan shall be maintained in good condition and the amount and location, type of plantings and topography on the landscape plan shall not be altered, reduced or revised without approval of City Council or the Directors of P&Z and RP&CA, as determined by the Directors.
- i. The Homeowners Association documents shall disclose to all prospective buyer(s) through the sales literature and documents, sales contracts etc. that the internal open space areas not dedicated to the City for public parkland and the mid-block pedestrian connections will be owned and maintained by the HOA, although the spaces are encumbered by public access easements and are accessible to the residents of the community and general public.
- j. The applicant shall notify prospective buyers, in its marketing materials and homeowner documents, that the townhouse access is a private alley and that storm sewers located within the site are private. (T&ES)
- k. If the City establishes a special taxing district for this area for a transit improvement project to raise funds to finance transit capital projects or transit operating programs and services which would serve, in part, partial Landbay I and partial Landbay J, in accordance with the TMP for Potomac Yard, all owners of property within this development, including fee-simple owners and the HOA shall be required to participate in the district.
- l. The approved Potomac Yard Alternative Concept Plan permits a range of 810,000-825,000 sq. ft. of office space, a range of 5,000-20,000 sq. ft. of retail space, and a range of 232-266 additional residences in Landbay H, immediately abutting Landbay I to the north. The buildings closest to Landbay I are permitted to be up to 110 ft. in height. (T&ES)(P&Z)

K. STORMWATER

- 62. All storm water designs that require analysis of pressure hydraulic systems, including but not limited to the design of flow control structures and storm water

flow conveyance systems shall be signed and sealed by a professional engineer, registered in the Commonwealth of Virginia. The design of storm sewer shall include the adequate outfall, inlet, and hydraulic grade line (HGL) analyses that shall be completed to the satisfaction of the Director of T&ES. Provide appropriate reference and/or source used to complete these analyses. If applicable, the Director of T&ES may require resubmission of all plans that do not meet this standard. (T&ES)

63. The applicant shall notify prospective buyers, in its marketing materials and homeowner documents that storm sewers located within the site are private. These private storm sewers located within the site shall be maintained privately. (T&ES)
64. The storm water collection system is located within the Potomac River watershed. All on-site storm water curb inlets and public curb inlets within 50 feet of the property line shall be duly marked using standard City markers, or to the satisfaction of the Director of T&ES. (T&ES)
65. City of Alexandria's storm water management regulations regarding water quality are two-fold: first, phosphorus removal requirement and second, water quality volume default. Compliance with the phosphorus requirement does not relieve the applicant from the water quality default requirement. The water quality volume determined by the site's proposed impervious area shall be treated in a Best Management Practice (BMP) facility. (T&ES)
66. Provide BMP narrative and complete pre and post development drainage maps that include areas outside that contribute surface runoff from beyond project boundaries to include adequate topographic information, locations of existing and proposed storm drainage systems affected by the development, all proposed BMP's and a completed Worksheet A or B and Worksheet C, as applicable. (T&ES)
67. The storm water Best Management Practices (BMPs) required in each drainage area for this project shall be constructed and installed under the direct supervision of the design professional or his designated representative. Prior to the release of the performance bond, or at the request for the first certificate of occupancy within a drainage area, whichever comes first, the design professional shall submit a written certification to the Director of T&ES that the receiving BMP for that drainage area(s) are:
 - a. Constructed and installed as designed and in accordance with the approved Final Site Plan.
 - b. Clean and free of debris, soil, and litter by either having been installed or brought into service after the site was stabilized. (T&ES)
68. Surface-installed storm water Best Management Practice (BMP) measures, i.e. Bio-Retention Filters, Vegetated Swales, etc. that are employed for this site,

require installation of descriptive signage to the satisfaction of the Director of T&ES. (T&ES)

69. The Applicant shall submit a Potomac Yard-wide storm water quality BMP Maintenance Agreement with the City to be reviewed as part of the Final #2 Plan. It must be executed and recorded with the Land Records Division of Alexandria Circuit Court prior to approval of the final site plan. (T&ES)
70. Prior to release of the performance bond, a copy of the Operation and Maintenance Manual shall be submitted to the Division of Environmental Quality on digital media. (T&ES)
71. Prior to release of the performance bond, the Applicant is required to submit a certification by a qualified professional to the satisfaction of the Director of T&ES that any existing storm water management facilities adjacent to the project and associated conveyance systems were not adversely affected by construction operations and that they are functioning as designed and are unaffected by construction activities. If maintenance of the facility or systems were required in order to make this certification, provide a description of the maintenance measures performed. (T&ES)

L. SOLID WASTE

72. In compliance with Title 5: Transportation and Environmental Services, Section 5-1-2(12b) of the City Charter and Code, the City of Alexandria shall provide solid waste collection services to the development; therefore, all refuse/recycling receptacles shall be placed at the alleys with public access easements. (T&ES)
73. In order for the City to provide solid waste service, the development must meet all the minimum street standards, including all standard cul-de-sac turnarounds, if applicable. The trash truck must be able to pick up solid waste from streets/alleys without backing up. The developer must provide adequate space within each unit, garage or in an enclosed area to accommodate a City Standard super can and recycling container. The containers must be placed inside the units or within an enclosure that completely screens them from view. The developer must purchase the standard containers from the City or provide containers that are compatible with City collection system and approved by the Director of Transportation and Environmental Services. (T&ES)
74. The applicant shall provide \$1,150 per receptacle to the Director of T&ES for purchase and installation of two (2) per block face, not to exceed four (4) per block, Iron Site Bethesda Series, Model SD-42 decorative black metal trash cans by Victor Stanley. Receptacles shall be generally located along the property frontage and at strategic locations in the vicinity of the site as approved by the Director of T&ES. (T&ES)

UTILITIES

75. All private utilities shall be located outside of the public right-of-way and public utility easements. (T&ES)
76. All the existing and proposed public and private utilities and easements shall be shown on the plan and a descriptive narration of various utilities shall be provided. (T&ES)
77. Applicant shall underground all secondary utilities serving the site. (T&ES)

M. SOILS/CONTAMINATED LANDS

78. Provide a geotechnical report, including recommendations from a geotechnical professional for proposed cut slopes and embankments. (T&ES)
79. The plan shall indicate whether or not there is any known soil and groundwater contamination present as required with all preliminary submissions. Should any unanticipated contamination, underground storage tanks, drums or containers be encountered at the site, the Applicant must immediately notify the City of Alexandria Department of Transportation and Environmental Services, Division of Environmental Quality. (T&ES)
80. Due to historic uses at the site and potential for contamination, the following condition shall be included:
 - a. The Applicant shall design and install a vapor barrier and ventilation system for buildings and parking areas in order to prevent the migration or accumulation of methane or other gases, or conduct a study and provide a report signed by a professional engineer showing that such measures are not required to the satisfaction of Directors of T&ES and Code Administration. (T&ES)
81. The final site plan shall not be released, and no construction activity shall take place until the following has been submitted and approved by the Director of T&ES:
 - a. Submit a Site Characterization Report/Extent of Contamination Study detailing the location, applicable contaminants, and the estimated quantity of any contaminated soils and/or groundwater at or in the immediate vicinity of the site.
 - b. Submit a Risk Assessment indicating any risks associated with the contamination.
 - c. Submit a Remediation Plan detailing how any contaminated soils and/or groundwater will be dealt with, including plans to remediate utility corridors. Utility corridors in contaminated soil shall be over excavated by 2 feet and backfilled with "clean" soil.

- d. Confirmatory sampling between the depths of 0 and 2 feet shall be completed after final grading for all areas with exposed surficial soils from on-site sources. Areas covered by an imported 2-foot certified clean fill cap or impervious barrier do not require confirmatory sampling.
 - e. Submit a Health and Safety Plan indicating measures to be taken during remediation and/or construction activities to minimize the potential risks to workers, the neighborhood, and the environment.
 - f. Applicant shall submit 5 copies of the above. The remediation plan must be included in the Final Site Plan. (T&ES)
82. The applicant or its agent shall furnish each prospective buyer with a statement disclosing the prior history of the Potomac Yard site, including previous environmental conditions and on-going remediation measures if applicable. Disclosures shall be made to the satisfaction of the Director of Transportation and Environmental Services. (T&ES)

N. CONSTRUCTION/PHASING

83. **[CONDITION AMENDED BY STAFF]** The applicant shall submit a phasing plan and construction management plan for review and approval by the Directors of P&Z, T&ES and Code Administration prior to final site plan release. ~~In general construction will take place on the project site from south to north with infrastructure improvements taking place initially followed by vertical construction.~~ Infrastructure improvements will follow utility installation and will include construction of roads and sidewalks as noted below. Upon completion of infrastructure improvements for each section of the project, roads and sidewalks will be open to the public. Specifically, all pedestrian improvements for each side of a blockface shall be completed prior to the issuance of a certificate of occupancy permit for a dwelling unit on the blockface. If the opposite blockface is not constructed at the same time, the applicant will fence/secure the vacant land. (P&Z)(T&ES)
84. The phasing plan shall include:
- a. Phasing for each block or blockface and for each required public and private infrastructure (streets, sidewalks, parks, utilities shown on the final site plan and required to support the dwelling units on the blockface).
 - ii. The Neighborhood Open Space must be completed prior to the issuance of the last certificate of occupancy for any unit on the blocks fronting the open space.
 - iii. Custis Fingerpark must be completed prior to the issuance of the last certificate of occupancy for any unit fronting the fingerpark.
 - iv. Howell Park must be completed prior to the issuance of the last certificate of occupancy for any unit fronting the fingerpark.
 - b. The phasing plan shall allow review, approval and partial release of the final site plan. In addition, building and construction permits required for site pre-

construction shall be permitted prior to release of the final site plan to the satisfaction of the Direction of T&ES.

- c. Include a plan for temporary pedestrian and vehicular circulation;
 - d. Include the overall schedule for construction and the hauling route;
 - e. Copies of the plan shall be posted in the construction trailer and given to each subcontractor before they commence work;
 - f. If the plan is found to be violated during the course of construction, citations will be issued for each infraction and a correction notice will be forwarded to the applicant. If the violation is not corrected within five (5) calendar days, a “stop work order” will be issued, with construction halted until the violation has been corrected. (P&Z)(T&ES)(Code)
85. Notwithstanding the provisions of Section 11-418 of the Alexandria Zoning Ordinance or any other contrary provision in the Alexandria Zoning Ordinance, the approval of this DSUP with preliminary site plan shall remain valid for three (3) years from the date of City Council Approval.
86. Construction staging of materials shall remain clear of emergency vehicle easements, hydrants and fire department connections at all times. (Code)
87. Prior to commencing clearing and grading of the site, the applicant shall hold a meeting with notice to all adjoining property owners and civic associations to review the location of construction worker parking, plan for temporary pedestrian and vehicular circulation, and hours and overall schedule for construction. The Departments of P&Z and T&ES shall be notified of the date of the meeting before the permit is issued. (P&Z)(T&ES)
88. A “Certified Land Disturber” (CLD) shall be named in a letter to the Division Chief of C&I prior to any land disturbing activities. If the CLD changes during the project, that change must be noted in a letter to the Division Chief. A note to this effect shall be placed on the Phase I Erosion and Sediment Control sheets on the site plan. (T&ES)
89. During the construction phase of this development, the site developer, their contractor, certified land disturber, or owner’s other agent shall implement a waste and refuse control program. This program shall control wastes such as discarded building materials, concrete truck washout, chemicals, litter or trash, trash generated by construction workers or mobile food vendor businesses serving them, and all sanitary waste at the construction site and prevent offsite migration that may cause adverse impacts to neighboring properties or to the environment to the satisfaction of Directors of Transportation and Environmental Services and Code Administration. All wastes shall be properly disposed offsite in accordance with all applicable federal, state and local laws. (T&ES)

90. No major construction staging shall be allowed along Jefferson Davis Highway (Route 1) or Potomac Avenue. The Applicant shall meet with T&ES to discuss construction staging activities prior to release of any permits for ground disturbing activities. (T&ES)
91. The applicant shall identify a person who will serve as a liaison to the community throughout the duration of construction. The name and telephone number, including an emergency contact number, of this individual shall be provided in writing to residents, property managers and business owners whose property abuts the site and shall be placed on the project sign, to the satisfaction of the Directors of P&Z, RP&CA and T&ES. (P&Z)(RP&CA)(T&ES)
92. The applicant shall provide off-street parking for all construction workers without charge. For the construction workers who use Metro, DASH, or another form of mass transit to the site, the applicant shall subsidize a minimum of 50% of the fees for mass transit. Compliance with this condition shall be based on a plan, which shall be submitted to the Department of P&Z and T&ES prior to the issuance of the Excavation/Sheeting, and Shoring Permit. This plan shall:
 - a. Establish the location of the parking to be provided at various stages of construction, how many spaces will be provided, how many construction workers will be assigned to the work site, and mechanisms which will be used to encourage the use of mass transit.
 - b. Provide for the location on the construction site at which information will be posted regarding Metro schedules and routes, bus schedules and routes.
 - c. If the plan is found to be violated during the course of construction, a correction notice will be issued to the developer. If the violation is not corrected within ten (10) days, a "stop work order" will be issued, with construction halted until the violation has been corrected. (P&Z)(T&ES)
93. A pre-construction walk/survey of the site shall occur with Construction and Inspection Staff to document existing conditions prior to any land disturbing activity. If the curb, gutter, and side walk adjacent to the proposed development are damaged during construction then the applicant shall repair the same to the satisfaction of Director, Transportation and Environmental Services (T&ES). (T&ES)

O. NOISE

94. Due to the close proximity of the site to the Metro Rail and Route 1, the following conditions shall be included in the development requirements:
 - a. Applicant shall prepare a noise study identifying the levels of noise residents of the project will be exposed to at the present time, and 10 years into the future in a manner consistent with the Noise Guidance Book used by the Department of Housing and Urban Development (HUD).
 - b. Identify available options to minimize noise exposure to future residents at the site, particularly in those units closest to the Metro Rail, including triple-

glazing for windows, additional wall/roofing insulation, installation of resilient channels between interior gypsum board and wall studs, installation of a berm or sound wall and any other special construction methods to reduce sound transmission. If needed, the applicant shall install some combination of the above to the satisfaction of the Directors of P&Z and T&ES. (T&ES)

- c. The noise study shall be submitted and approved prior to final site plan approval. (T&ES)
95. The Applicant shall present a disclosure statement to potential buyers disclosing the following to the satisfaction of the Director of P&Z and the City Attorney:
 - a. That Route 1 and the Metrorail tracks and other railway operations are located within the immediate vicinity of the project, are permitted to continue indefinitely, and will generate traffic on the public streets surrounding the project. (T&ES)
96. All loudspeakers shall be prohibited from the exterior of the building, and no amplified sounds shall be audible at the property line. (T&ES)

AIR POLLUTION

97. If fireplaces are utilized in the development, the Applicant is required to install gas fireplaces to reduce air pollution and odors. Animal screens must be installed on chimneys. (T&ES)
98. No unlawful material may be disposed of by venting into the atmosphere. (T&ES)
99. The applicant shall control odors and any other air pollution sources resulting from operations at the site and prevent them from leaving the property or becoming a nuisance to neighboring properties, as determined by the Director of Transportation and Environmental Services. (T&ES)
100. Contractors shall not cause or permit diesel vehicles to idle for more than 10 minutes when parked. (T&ES)

P. TRANSIT INCENTIVES:

101. Landbays I and J are subject to the conditions of Special Use Permit No. 99-0020 approved by City Council on September 8, 1999 for Potomac Yard/Potomac Greens Coordinated Development District (copy of this document is included in these conditions as Attachment # 10), with the following modification:
 - a. The applicant shall fund, or shall require that individual builders and owners within the project to fund a transportation account, at an annual rate of \$0.12 per net square foot of occupied retail/commercial space and \$77.01 per occupied residential unit, as calculated in accordance with condition #5 of SUP 99-0020. First payment to fund shall be made with the issuance of the initial Certificate of Occupancy (or when first tenant/owner moves in). The

rate shall increase annually by an amount equal to the rate of inflation for the previous year.

Q. AFFORDABLE HOUSING

102. Potomac Yard Development LLC (PYD) has committed to make a voluntary affordable housing contribution to the City through the provision of on site affordable housing and/or a cash contribution in the amount of approximately \$10.5 million for the Potomac Yard site. To date, \$7.5 million has been provided for the development of affordable and workforce rental housing units at The Station at Potomac Yard. At the City's sole option, the remaining contribution amount (approximately \$3 million) will be applied to either buy down a portion of the cost or to purchase the 16-foot townhouse units to be constructed in Landbays I and J on negotiated and agreed upon terms and conditions, or the developer will pay the balance as a cash contribution to the City's Affordable Housing Trust Fund. If a cash payment is elected by the City, the developer will make payments on a quarterly basis, beginning with the issuance of the first Certificate of Occupancy. The quarterly payment amount will be calculated based on the pro rata number of units receiving Certificates of Occupancy during the preceding quarter. The City shall notify the developer of its selected option no later than the release of the final site plan.

CITY DEPARTMENT COMMENTS

Legend: C - code requirement R - recommendation S - suggestion F – finding

Transportation and Environmental Services:

- F-1 The plan shall show sanitary and storm sewer, and water line in plan and profile in the first final submission and cross reference the sheets on which the plan and profile is shown, if plan and profile is not shown on the same sheet. Clearly label the sanitary and storm sewer, or water line plans and profiles. Provide existing and proposed grade elevations along with the rim and invert elevations of all the existing and proposed sanitary and storm sewer at manholes, and water line piping at gate wells on the respective profiles. Use distinctive stationing for various sanitary and storm sewers (if applicable or required by the plan), and water line in plan and use the corresponding stationing in respective profiles. (T&ES)
- F-2 The Plan shall include a dimension plan with all proposed features fully dimensioned and the property line clearly shown. (T&ES)
- F-3 Include all symbols, abbreviations, and line types in the legend. (T&ES)
- F-4 All storm sewers shall be constructed to the City of Alexandria standards and specifications. The minimum diameter for storm sewers shall be 18-inches in the public Right of Way (ROW) and the minimum size storm sewer catch basin lead shall be 15". The acceptable pipe material will be Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 or Reinforced Concrete Pipe (RCP) ASTM C-76 Class IV. For roof drainage system, Polyvinyl Chloride (PVC) ASTM 3034-77 SDR 35 and ASTM 1785-76 Schedule 40 pipes will be acceptable. The acceptable minimum and maximum velocities will be 2.5 fps and 15 fps, respectively. The storm sewers immediately upstream of the first manhole in the public Right of Way shall be owned and maintained privately (i.e., all storm drains not shown within an easement or in a public Right of Way shall be owned and maintained privately). (T&ES)
- F-5 All sanitary sewers shall be constructed to the City of Alexandria standards and specifications. The minimum diameter of sanitary sewers shall be 10" in the public Right of Way and sanitary lateral 6". The acceptable pipe materials will be Polyvinyl Chloride (PVC) ASTM 3034-77 SDR 35, ASTM 1785-76 Schedule 40, Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52, or reinforced concrete pipe ASTM C-76 Class IV (For 12" or larger diameters); however, RCP C-76 Class III pipe may be acceptable on private properties. The acceptable minimum and maximum velocities will be 2.5 fps and 10 fps, respectively. Lateral shall be connected to the sanitary sewer through a manufactured "Y" of "T" or approved sewer saddle. Where the laterals are being connected to existing

Terracotta pipes, replace the section of main and provide manufactured “Y” or “T”, or else install a manhole. (T&ES)

- F-6 Lateral Separation of Sewers and Water Mains: A horizontal separation of 10’ (edge to edge) shall be provided between a storm or sanitary sewer and a water line; however, if this horizontal separation cannot be achieved then the sewer and water main shall be installed in separate trenches and the bottom of the water main shall be at least 18” above of the top of the sewer. If both the horizontal and vertical separations cannot be achieved then the sewer pipe material shall be Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 and pressure tested in place without leakage prior to installation. (T&ES)
- F-7 Maintenance of Vertical Separation for Crossing Water Main Over and Under a Sewer: When a water main over crosses or under crosses a sewer then the vertical separation between the bottom of one (i.e., sewer or water main) to the top of the other (water main or sewer) shall be at least 18”; however, if this cannot be achieved then both the water main and the sewer shall be constructed of Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 with joints that are equivalent to water main standards for a distance of 10 feet on each side of the point of crossing. A section of water main pipe shall be centered at the point of crossing and the pipes shall be pressure tested in place without leakage prior to installation. Sewers crossing over the water main shall have adequate structural support (concrete pier support and/or concrete encasement) to prevent damage to the water main. Sanitary sewers under creeks and storm sewer pipe crossings with less than 6” clearance shall be encased in concrete. (T&ES)
- F-8 No pipe shall pass through or come in contact with any part of sewer manhole. Manholes shall be placed at least 10 feet horizontally from the water main whenever possible. When local conditions prohibit this horizontal separation, the manhole shall be of watertight construction and tested in place. (T&ES)
- F-9 Crossing Existing or Proposed Utilities: Underground telephone, cable T.V., gas, and electrical duct banks shall be crossed maintaining a minimum of 12” of separation or clearance with water main, sanitary, or storm sewers. If this separation cannot be achieved then the sewer pipe material shall be Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 and pressure tested in place without leakage prior to installation. Sewers and water main crossing over the utilities shall have adequate structural support (pier support and/or concrete encasement) to prevent damage to the utilities. (T&ES)
- F-10 Show the drainage divide areas on the grading plan or on a sheet showing reasonable information on topography along with the structures where each sub-area drains. (T&ES)
- F-11 Provide proposed elevations (contours and spot shots) in sufficient details on grading plan to clearly show the drainage patterns. (T&ES)

- F-12 All pedestrian, traffic, and way finding signage shall be provided in accordance with the *Manual of Uniform Traffic Control Devices* (MUTCD), latest edition to the satisfaction of the Director of T&ES. (T&ES)
- F-13 All crosswalk materials previously approved in DSUP# 2005-00038 and DSUP# 2005-00039 shall not be modified by DSUP# 2006-00018.
- C-1 Per the requirements of the City of Alexandria Zoning Ordinance Article XI, the applicant shall complete a drainage study and adequate outfall analysis for the total drainage area to the receiving sewer that serves the site. If the existing storm system is determined to be inadequate then the applicant shall design and build on-site or off-site improvements to discharge to an adequate outfall; even if the post development storm water flow from the site is reduced from the pre-development flow. The Plan shall demonstrate to the satisfaction of the Director of T&ES that a non-erosive stormwater outfall is present. (T&ES)
- C-2 Per the requirements of the City of Alexandria Zoning Ordinance (AZO) Article XIII, the applicant shall comply with the peak flow requirements and prepare a Stormwater Management Plan so that from the site, the post-development peak runoff rate from a two-year storm and a ten-year storm, considered individually, shall not exceed their respective predevelopment rates. If combined uncontrolled and controlled stormwater outfall is proposed, the peak flow requirements of the Zoning Ordinance shall be met. (T&ES)
- C-3 Flow from downspouts, foundation drains, and sump pumps shall be discharged to the storm sewer outfall as per the requirements of Memorandum to the industry on Downspouts, Foundation Drains, and Sump Pumps, Dated June 18, 2004 that is available on the City of Alexandria's web site. The downspouts and sump pump discharges shall be piped to the storm sewer outfall, where applicable after treating for water quality as per the requirements of Article XIII of Alexandria Zoning Ordinance (AZO). (T&ES)
- C-4 In compliance with the City of Alexandria Zoning Ordinance Article XI, the applicant shall complete a sanitary sewer adequate outfall analysis as per the requirements of Memorandum to Industry No. 02-07 New Sanitary Sewer Connection and Adequate Outfall Analysis dated June 1, 2007. (T&ES)
- C-5 Americans with Disability Act (ADA) ramps shall comply with the requirements of Memorandum to Industry No. 03-07 on Accessible Curb Ramps dated August 2, 2007 with truncated domes on the end of the ramp with contrasting color from the rest of the ramp. A copy of this Memorandum is available on the City of Alexandria website. (T&ES)
- C-6 Solid Waste and Recycling Condition: The applicant shall provide storage space and containers for solid waste and recyclable materials as outlined in the City's "*Solid Waste and Recyclable Materials Storage Space Guidelines*", or to the

satisfaction of the Director of Transportation & Environmental Services. The plan shall show the turning movements of a trash truck and the trash truck shall not back up to collect trash. The City's storage space guidelines and required Recycling Implementation Plan forms are available at: www.alexandriava.gov or contact the City's Solid Waste Division at 703-519-3486 ext.132. (T&ES)

- C-7 The applicants will be required to submit a Recycling Implementation Plan form to the Solid Waste Division, as outlined in Article H to Title 5 (Ordinance Number 4438), which requires all commercial properties to recycle. (T&ES)
- C-8 All private streets and alleys shall comply with the City's Minimum Standards for Private Streets and Alleys. (T&ES)
- C-9 Bond for the public improvements must be posted prior to release of the plan. (T&ES)
- C-10 The sewer tap fee must be paid prior to release of the plan. (T&ES)
- C-11 All easements and/or dedications must be recorded prior to release of the plan. (T&ES)
- C-12 Plans and profiles of utilities and roads in public easements and/or public Right of Way must be approved prior to release of the plan. (T&ES)
- C-13 All drainage facilities must be designed to the satisfaction of T&ES. Drainage divide maps and computations must be provided for approval. (T&ES)
- C-14 Provide a phased erosion and sediment control plan consistent with grading and construction plan. (T&ES)
- C-15 Per the Memorandum To Industry, dated July 20, 2005, the applicant is advised regarding a requirement that applicants provide as-built sewer data as part of the final as-built process. Upon consultation with engineering firms, it has been determined that initial site survey work and plans will need to be prepared using the current PYD coordinate system and as-builts will be submitted using the Virginia State Plane (North Zone) coordinates based on NAD 83 and NAVD 88. Control points/Benchmarks which were used to establish these coordinates should be referenced on the plans. To insure that this requirement is achieved, the applicant is requested to prepare plans in this format including initial site survey work if necessary. (T&ES)
- C-16 The thickness of sub-base, base, and wearing course shall be designed using "California Method" as set forth on page 3-76 of the second edition of a book entitled, "Data Book for Civil Engineers, Volume One, Design" written by Elwyn E. Seelye. Values of California Bearing Ratios used in the design shall be determined by field and/or laboratory tests. An alternate pavement section for

Emergency Vehicle Easements (EVE) to support H-20 loading designed using California Bearing Ratio (CBR) determined through geotechnical investigation and using Virginia Department of Transportation (VDOT) method (Vaswani Method) and standard material specifications designed to the satisfaction of the Director of Transportation and Environmental Services (T&ES) will be acceptable. (T&ES)

- C-17 No overhangs (decks, bays, columns, post or other obstructions) shall protrude into public Right of Ways, public easements, and pedestrian or vehicular travelways unless otherwise permitted by the City Code. (T&ES)
- C-18 All driveway entrances, sidewalks, curbing, etc. in the public ROW or abutting public ROW shall meet City design standards. (T&ES)
- C-19 All sanitary laterals and/or sewers not shown in the easements shall be owned and maintained privately. (T&ES)
- C-20 The applicant shall comply with the City of Alexandria's Noise Control Code, Title 11, Chapter 5, which sets the maximum permissible noise level as measured at the property line. (T&ES)
- C-21 The applicant must comply with the Article XIII of the City of Alexandria Zoning Ordinance, which includes requirements for storm water pollutant load reduction, treatment of the water quality volume default, and storm water quantity management. (T&ES)
- C-22 The applicant must comply with the City of Alexandria, Erosion and Sediment Control Code, Section 5, Chapter 4. This includes naming a Responsible Land Disturber on the Erosion and Sediment Control sheets prior to engaging in land disturbing activities in accordance with Virginia Erosion and Sediment Control Law. (T&ES)
- C-23 All required permits from Virginia Department of Environmental Quality, Environmental Protection Agency, Army Corps of Engineers, Virginia Marine Resources must be in place for all project construction and mitigation work prior to release of the final site plan. This includes the state requirement for a VSMP permit for land disturbing activities greater than 2500 SF. (T&ES)

Code Administration:

- F-1 The applicant has agreed to grant Emergency Vehicle Access to the rear alleys of the structures.
- F-2 Internal hydrant spacing shall be a maximum of 300 feet from the hydrant to the most remote structure served, as measured along the vehicle travel way. Hydrants must be located no closer than 40 feet from a structure.

- F-3 Additional EVE signage is needed for the project. EVE signage shall be located along the EVE and predominately along travel lanes located adjacent to fire hydrants as well as within the rear alleys. Applicant indicates signage will be shown on the final engineering site plan. The Final #1 submission must provide the additional EVE signage locations within the residential alleys as they are the primary access points for emergency vehicles.
- F-4 The fire hydrant located near the intersection of Potomac Avenue and Street 4 has a parking space in front of it. The parking space shall be removed from in front of the hydrant. A bulb out (as provided at other locations within the site) will be acceptable at this location.
- F-5 Some of the structures are over 50 feet in height. The applicant will be required to comply with the ladder truck access requirements if the heights are not reduced to less than 50 feet in height.
- F-6 by Final #2 submissions, the landscaping plan shall have the locations of the fire hydrants and FDC's. Both fire hydrants and FDC's shall not have any obstructions within 3 feet of their location.
- C-1 New construction must comply with the current edition of the Uniform Statewide Building Code (USBC).
- C-2 The developer shall provide a building code analysis with the following building code data on the plan: a) use group; b) number of stories; c) type of construction; d) floor area per floor; e) fire protection plan.
- C-3 At completeness submission the developer shall provide a separate Fire Service Plan which illustrates: a) emergency ingress/egress routes to the site; b) two fire department connections (FDC) to the building, one on each side/end of the building; c) fire hydrants located within on hundred (100) feet of each FDC; d) on site fire hydrants spaced with a maximum distance of three hundred (300) feet between hydrants and the most remote point of vehicular access on site; e) emergency vehicle easements (EVE) around the building with a twenty-two (22) foot minimum width; f) all Fire Service Plan elements are subject to the approval of the Director of Code Administration.
- C-4 The final site plans shall show placement of fire easement signs. See the City Code of Alexandria guidelines for sign details and placement requirements.
- C-5 A soils report must be submitted with the building permit application.
- C-6 All exterior walls within 5 feet from an interior property line shall have a fire resistance rating of 1 hour, from both sides, with no openings permitted within the wall. As alternative, a 2 hour fire wall may be provided.

- C-7 Prior to the issuance of a demolition permit or land disturbance permit, a rodent abatement plan shall be submitted to Code Administration that will outline the steps that will taken to prevent the spread of rodents from the construction site to the surrounding community and sewers.
- C-8 Roof drainage systems must be installed so as neither to impact upon, nor cause erosion/damage to adjacent property.
- C-9 The new stairs must comply with USBC for riser and tread dimensions.
- C-10 Handrails must comply with USBC 1009.11.
- C-11 A wall location plat prepared by a land surveyor is required to be submitted to this office prior to requesting any framing inspection.
- C-12 Fire Department ladder truck access is required for 48% of the perimeter of all buildings over 50 feet in height. This requires a truck to be able to position itself between 15 and 30 feet from the face of the building. All elevated structures used for this purpose shall be designed to AASHTO HS-20 loadings.
- C- 13 Building is over 50 feet in height and as such is required to have ladder truck access to a 48% perimeter of the buildings by public roads or recorded emergency vehicle easements (eve). For a building face to be considered accessible by a ladder truck the curb line shall be at least 15 feet and no more than 30 feet from the face of the building. The face of the building may not articulate back into the mass of the building more than 7 feet horizontally in the first 75 feet of vertical dimension of the building. Alternatives that demonstrate equivalency to this requirement will be considered on a case by case basis.
- C-14 Rooftop anchorage/installation details must be submitted as part of the construction documents (USBC 109.1).
- C-15 Sheeting and shoring shall not extend beyond the property line; except when the developer has obtained a written release from adjacent property owners which has been recorded in the land records; or through an approved encroachment process.
- C-16 Prior to submission of the Final Site Plan #1, the developer shall provide three wet stamped copies of the fire flow analysis performed by a certified licensed fire protection engineer to assure adequate water supply for the structure being considered. The three copies shall be submitted to the Site Plan Coordinator of Code Administration, 301 King Street, Suite 4200, Alexandria, VA 22314.

Archaeology:

- F-1 The development property is located on terraces of the Potomac River in an environment that would have been conducive to occupation by Native Americans

during prehistoric times. Previous archival work has suggested that some of these areas may have been filled, and it is possible that the old buried terraces could contain archaeological resources that could provide insight into Native American activities prior to the arrival of Europeans. Historical resources that were present within this landbay include a section of the Alexandria Canal, and the Alexandria, Loudoun and Hampshire Railroad, but these were situated in a part of the project area where significant grading is thought to have occurred. The Daingerfield estate also extends into this area, but locations of any structures relating to rural activities are not known.

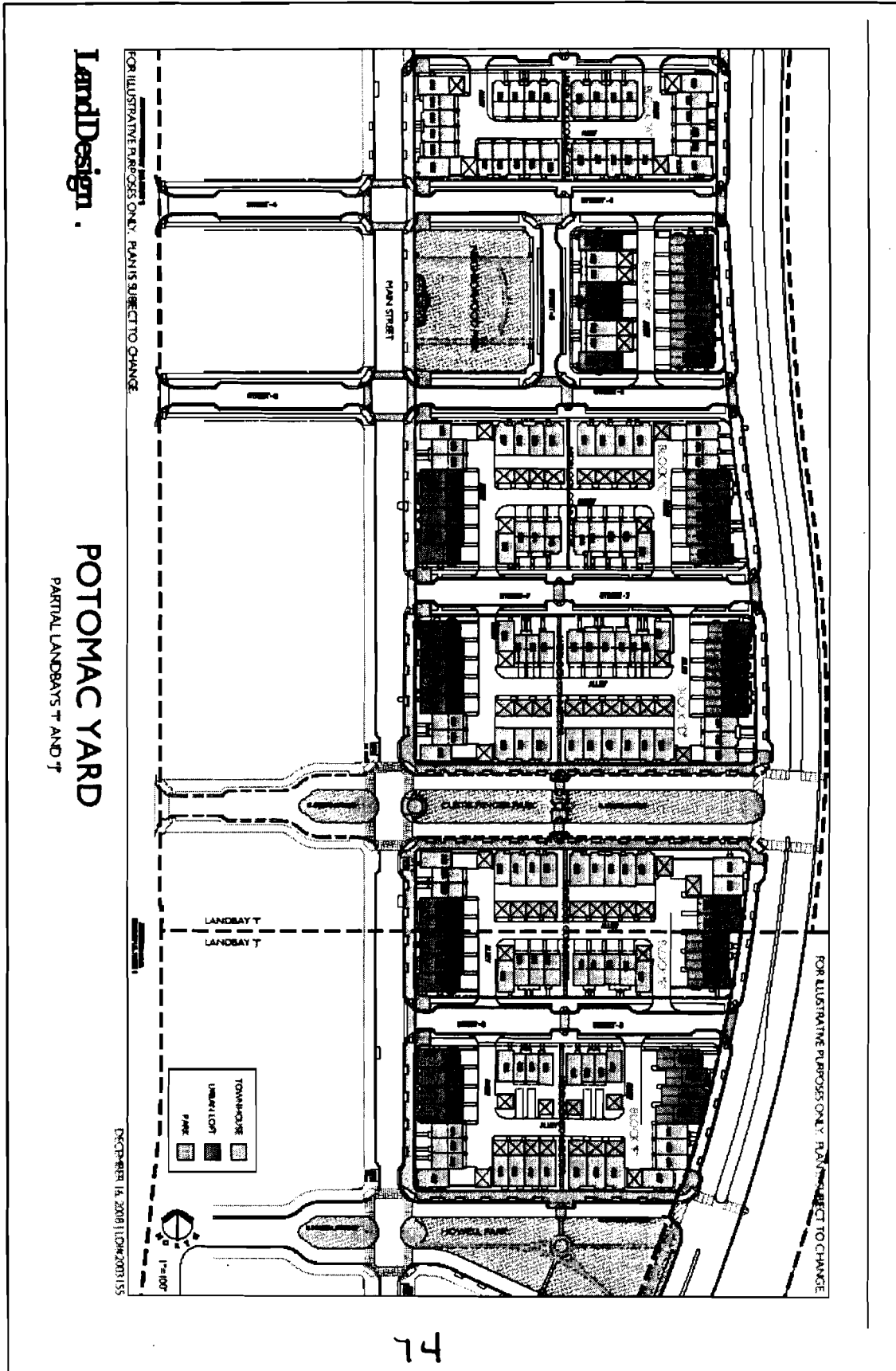
- C-1 All required archaeological preservation measures shall be completed in compliance with Section 11-411 of the Zoning Ordinance.

IV. ATTACHMENTS

1. Site Plan
2. Neighborhood Open Space
3. Elevations – Neighborhoods
4. Howell Finger Park
5. Potomac Avenue
6. PYDAC recommendation, prepared by William Hendrickson, dated November 12, 2008
7. Neighborhood Open Space Design
8. Custis Finger Park Design
9. Howell Finger Park Design
10. SUP#99-0020 Potomac Yard/Potomac Greens

Attachment #1

Site Plan

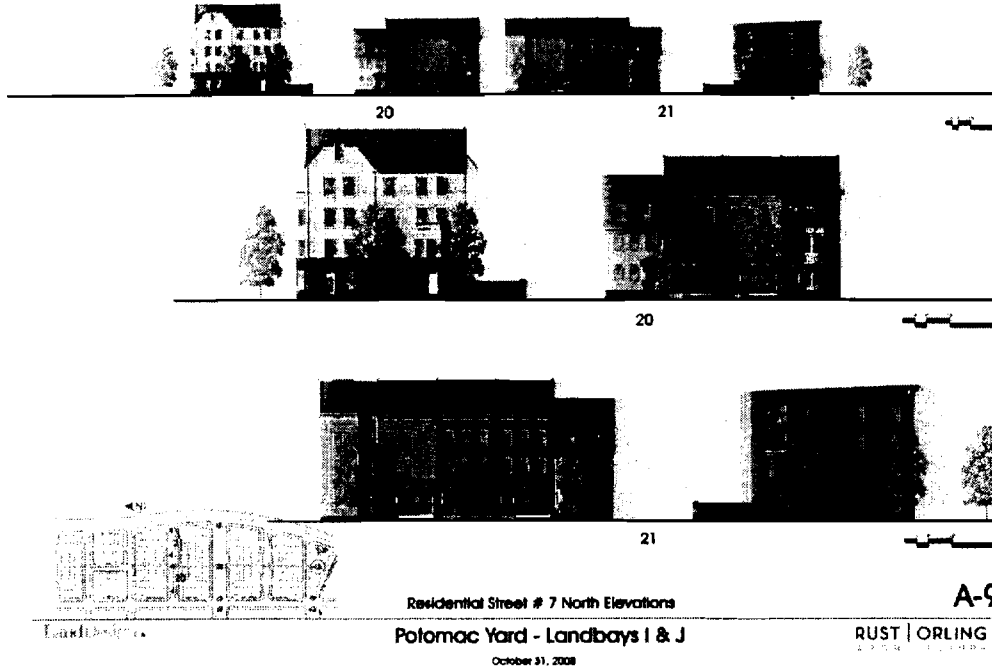


Attachment # 2

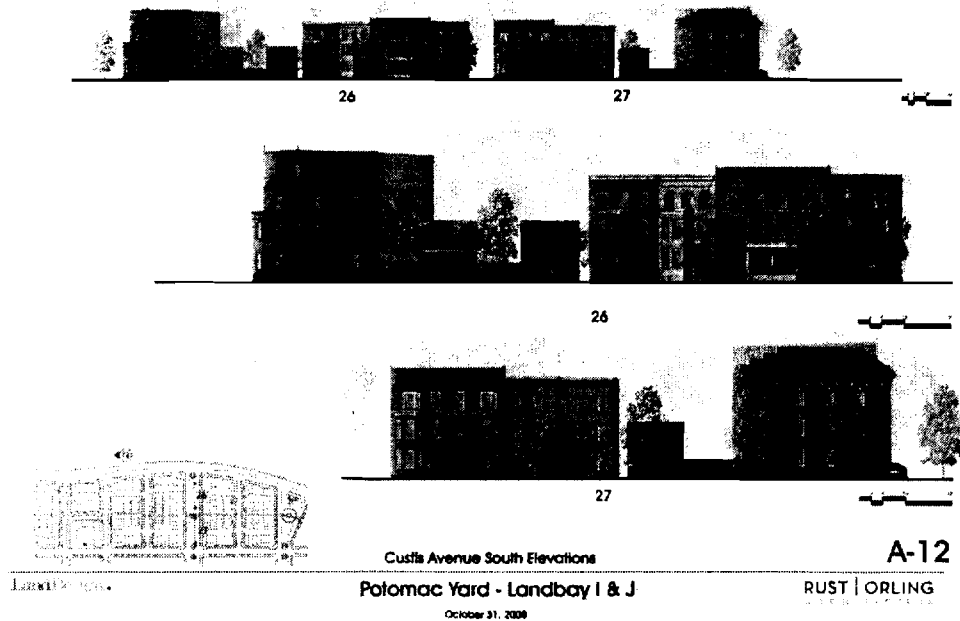
Neighborhood Open Space



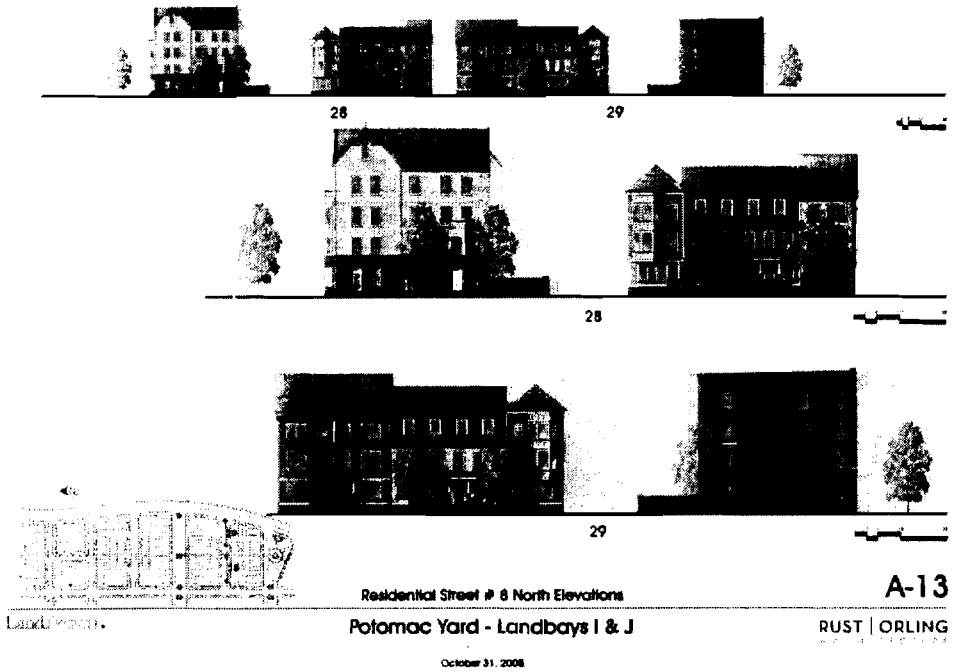
Attachment # 3 Elevations - Neighborhoods



Wood Frame

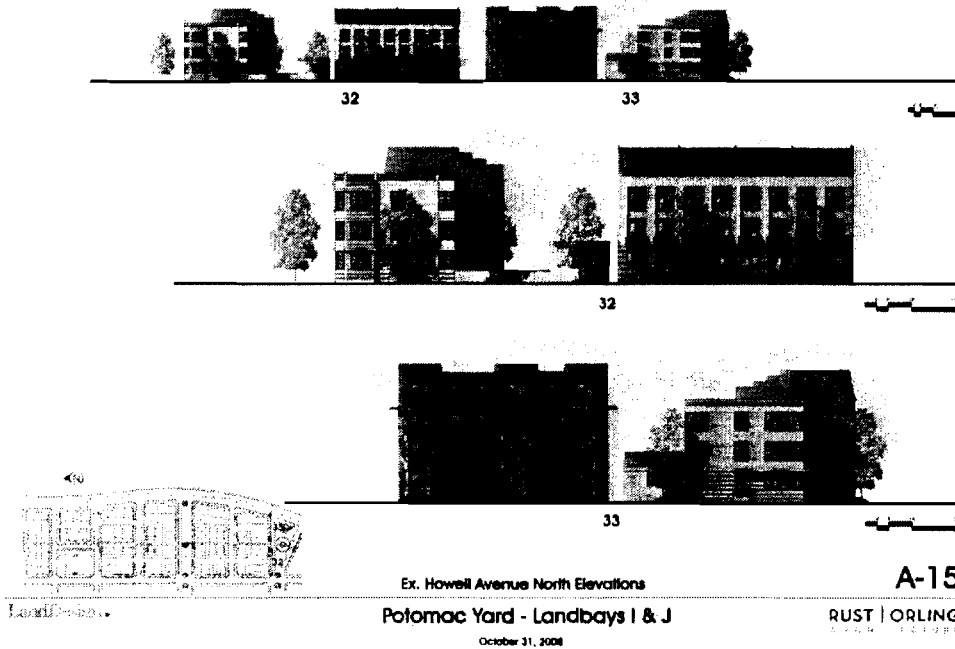


Victorian



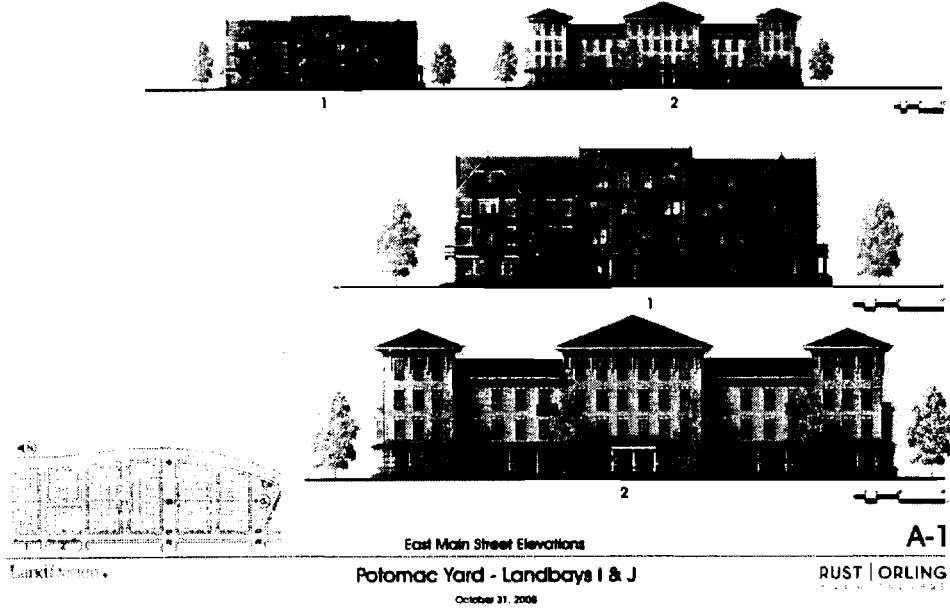
October 31, 2008

Craftsman

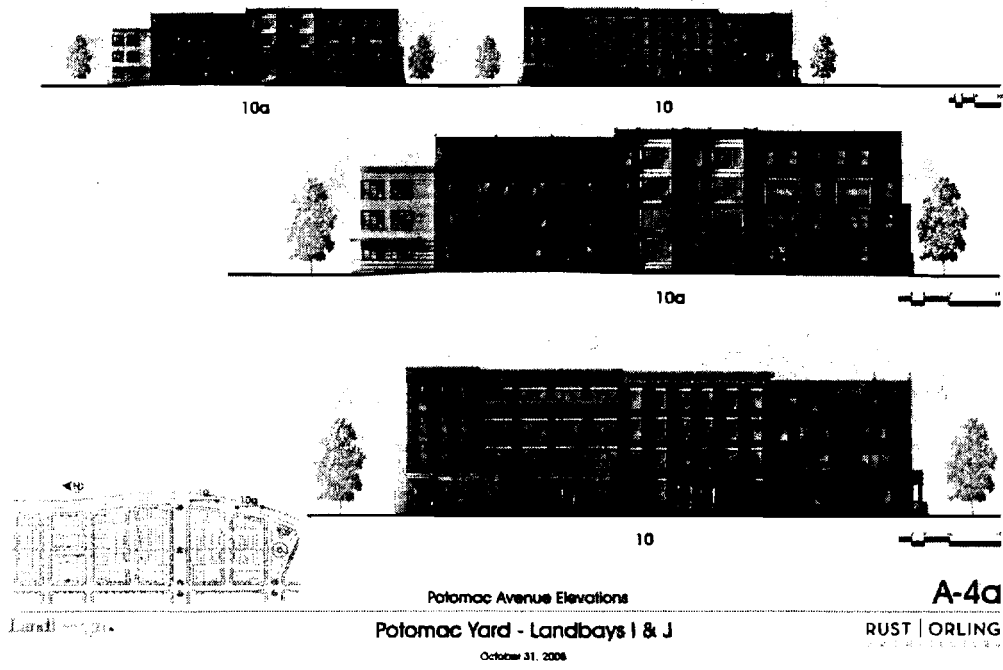


October 31, 2008

Contemporary



Mansion



Eclectic

Attachment #4
Howell Finger Park



Attachment #5

Potomac Avenue



Attachment #6

To: Alexandria Planning Commission and City Council
From: Potomac Yard Design Advisory Committee (PYDAC), November 12, 2008

Re: Plan for partial landbay I and partial landbay J at Potomac Yard and its compliance with design guidelines

PYDAC has reviewed the partial landbay I and partial landbay J proposal to ensure that it meets the Potomac Yard Urban Design Guidelines. PYDAC concludes that the proposal complies with the intent of the guidelines, as follows:

Creating Neighborhoods. The proposal provides an interconnected street grid and parks for each neighborhood as neighborhood amenities. All east west streets terminate their views at "Potomac Yard Park" landbay K. The interior streets are oriented east west as required by the guidelines for smaller scale residential streets.

Neighborhood Open Spaces. A series of finger parks and a town square that meets the minimum dimensions of the guidelines area provided in this proposal. The finger parks and the sidewalks of east-west streets lead to "Potomac Yard Park" landbay K.

Pedestrian-Friendly Environment. Sidewalks with shade trees are provided on both sides of all streets. A mid-block pedestrian walkway passes through the proposed development from south to north leading to the Town Center planned for landbay G.

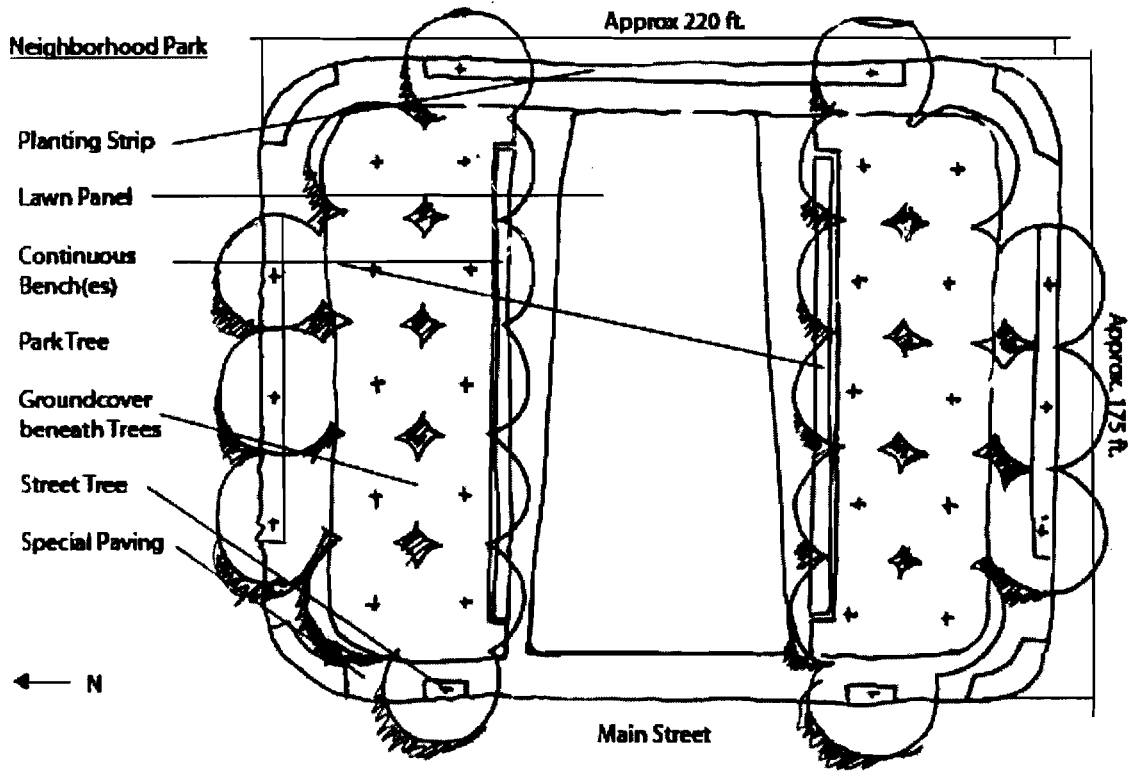
Mix of Residential Building Types. The proposal provides a mix of townhouses and stacked townhouses or urban lofts.

Townhouse Design. The proposed townhouses and stacked townhouses meet the guidelines with regard to frontage, orientation and setbacks. The heights of the buildings generally comply with the intent of the guidelines. PYDAC agrees with the recommendation that taller buildings should be constructed on the east side of the neighborhood park in the Landbay I portion of the project to frame the park as viewed from Main Street. PYDAC believes that taller buildings in this location is a desirable deviation from the strict application of the guidelines. They incorporate a variety of color, material and fenestration and are organized into a series of neighborhoods illustrating several styles of design drawn from older Alexandria neighborhoods.

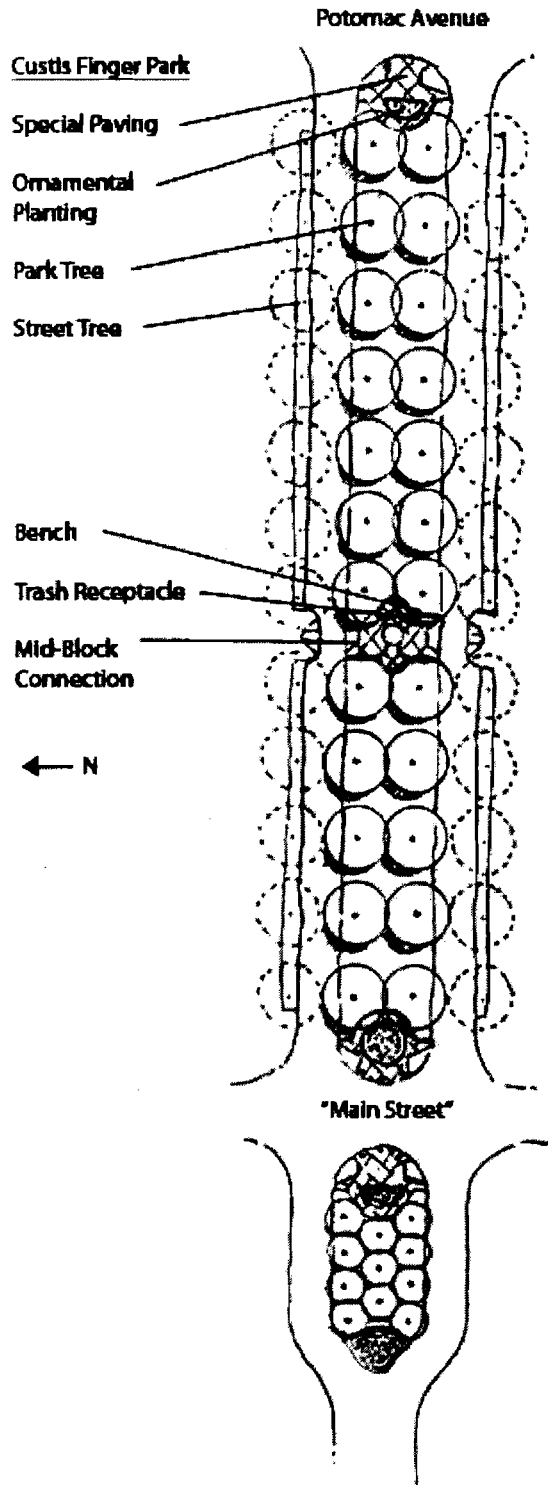
William Hendrickson
Chair, PYDAC

WHD ND 12/29/08

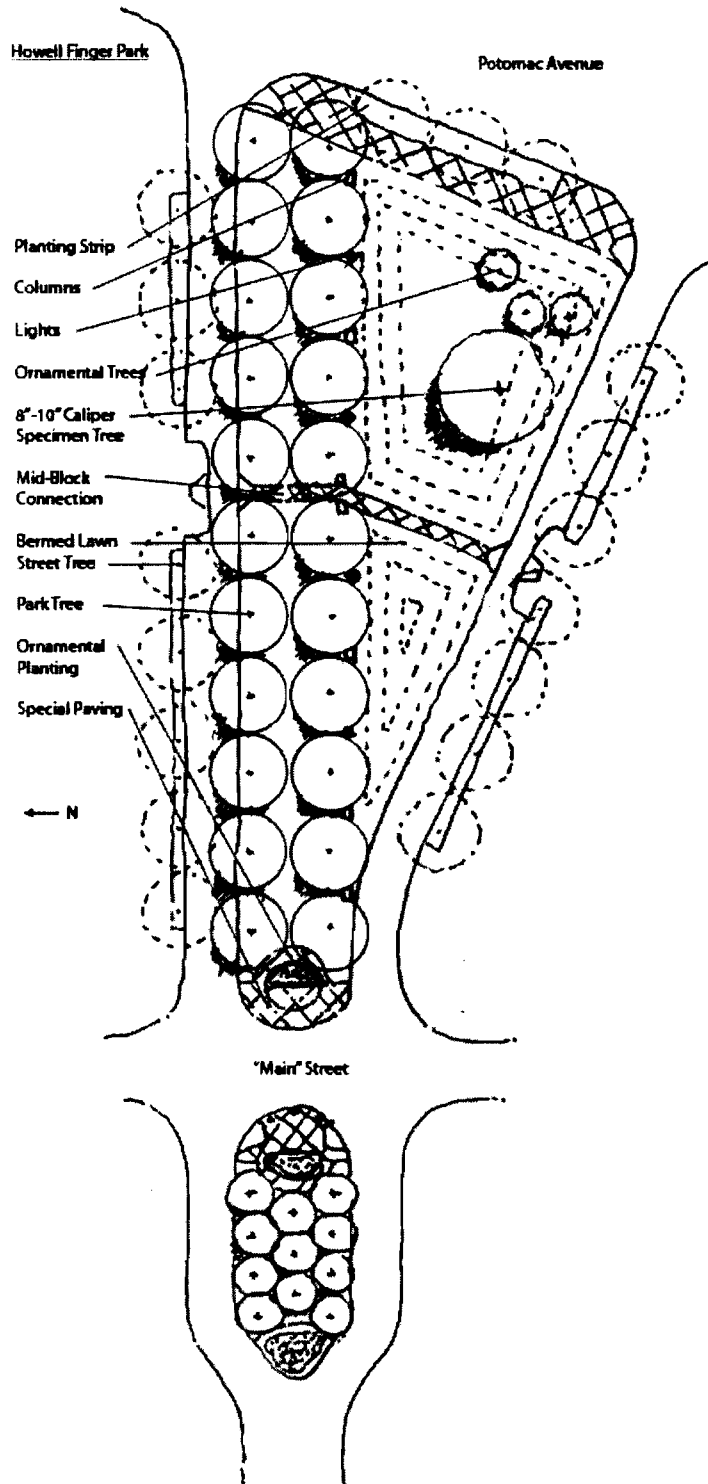
Attachment #7



Attachment #8



Attachment #9



Attachment #10

Docket Item #2-C
SPECIAL USE PERMIT #99-0020
POTOMAC YARD/POTOMAC GREENS

Planning Commission Special Meeting
June 15, 1999

ISSUE: Consideration of a request for a special use permit for a transportation management plan (TMP) for the Potomac Yard/Potomac Greens development site.

APPLICANT: Commonwealth Atlantic Properties Inc.
by J. Howard Middleton, Jr., attorney

LOCATION: 3601 Jefferson Davis Highway
Potomac Yard/Potomac Greens site

ZONE: CDD-10/Coordinated Development District

CITY COUNCIL ACTION, SEPTEMBER 8, 1999: Upon a motion by Councilwoman Pepper, seconded by Councilman Cleveland and carried unanimously, with respect to the application for a Transportation Management Plan special use permit for Potomac Yard/Potomac Greens, Council accepted the recommendation of the Planning Commission and approved this TMP special use permit, subject to all conditions set out in the staff report.

Vice Mayor Euille stated that this Council needs to commit itself to addressing transportation and traffic concerns city-wide, and should seriously consider the formation of a Special Task Force on Transportation.

PLANNING COMMISSION ACTION, JUNE 15, 1999: On a motion by Mr. Robinson, seconded by Mr. Dunn, the Planning Commission voted to recommend approval of the proposal, subject to all applicable codes and ordinances and the staff recommendations. The motion carried on a vote of 7 to 0.

Reason: The Planning Commission agreed with the staff analysis.

Speakers:

(See speakers list on item CDD #99-01, the Concept Plan for Potomac Yard.)

STAFF RECOMMENDATION:

Staff recommends **approval** subject to compliance with all applicable codes and ordinances and the following conditions:

1. All required TMP activities within the Potomac Yard/Potomac Greens tract, including those of the existing shopping center, shall be coordinated by a single TMP Coordinator (TMPC) for the project. TMPCs for individual projects or buildings within the project are also permitted-- and, in fact, encouraged--but the activities of these sub-area coordinators shall be overseen and coordinated by the TMPC for the project. This TMPC shall be designated for Potomac Yard/Potomac Greens upon application for the initial building permit for the project. The name, address, and telephone number of the TMPC shall be provided to the Office of Transit Services and Programs (OTS&P). The TMPC shall maintain an on-site office at Potomac Yard/Potomac Greens.
2. The TMPC shall promote the use of transit, carpooling/vanpooling, bicycling, telecommuting, the regional Guaranteed Ride Home and other components of the TMP with prospective residents/tenants/employees during marketing/leasing/new employee orientation.
3. The TMPC shall display and distribute information about transit, carpool/vanpool, bicycling, telecommuting and other TMP programs and services to residents/tenants/employees of the project, including maintaining, on site, stocks of appropriate bus schedules (DASH, Metrobus), information on Metrorail and Virginia Railway Express(VRE), Office of Transit Services and Programs' transportation brochure, and applications to the regional rideshare program. The information will be displayed in a central location in all commercial buildings and in common areas for all residential development.
4. The TMPC shall administer a ride-sharing program, including assisting in the formation of two person carpools and car/vanpools of three or more persons. The applicant will coordinate this effort with the City's Office of Transit Services and Programs.
5. The applicant shall fund, or shall require that individual builders and owners within the project fund a transportation fund, at an annual rate equal to \$60 per occupied residential unit and/or \$0.10 per occupied net square foot of commercial/retail space. First payment to fund shall be made with the issuance of initial Certificate of Occupancy (or when first tenant/owner moves in). The rate shall increase annually, beginning January 2000, by an amount equal to the rate of inflation for the previous year (1999), unless a waiver is obtained from the Director of T&ES.

The TMP fund shall be used exclusively for the following approved TMP activities:

- a) discounting the cost of transit fare media for residents/employees at the site;
- b) marketing and promotional materials to promote the TMP;
- c) subsidizing the cost of carpool/vanpool spaces;
- d) installation of bike racks, lockers, and transit displays;
- e) operation of a shuttle bus service;
- f) any other TMP activities as may be proposed by the applicant and approved by the director of T&ES.

The TMPC will provide semi-annual reports to the Office of Transit Services and Programs. These reports will provide a summary of the contributions to the fund and all expenses. The first report will be due six months following the issuance of the first Certificate of Occupancy.

Any unencumbered funds remaining in the TMP account at the end of each reporting year may be either reprogrammed for TMP activities during the ensuing year or may be paid the City for use in TMP support activities which benefit the site. The Director of T&ES may require that the funds be paid to the City upon determination that the applicant has not made reasonable effort to use the funds for TMP Programs.

6. Annual surveys shall be conducted to determine the number of residents/tenants/employees and their place of employment/residence, mode of transportation, arrival and departure times, willingness and ability to use carpooling and public transit, and such additional information as the City may require. This survey will become the basis for the Annual Report.
7. The applicant shall provide annual reports to OTS&P, including an assessment of the effects of TMP activities on carpooling, vanpooling, transit ridership and peak hour traffic, the results of the annual survey, and a work program for the following year. Also, this report, and each subsequent report shall identify, as of the end of the reporting period, the number of square feet of leased commercial/retail floor area and/or the number of occupied dwelling units and the number of employees and/or residents occupying such space.
8. Discounted bus and rail fare media shall be sold on-site to employees/residents of the project. The fare media to be sold will include, at a minimum, fare media for Metrorail, Metrobus, DASH and any other public transportation system's fare media requested by employees/residents and/or the Office of Transit Services and Program. The availability of this fare media will be prominently advertised. At a minimum, the initial discount will be 20% on the transit fare media sold to residents/tenants/employees at the project unless otherwise approved by the Director of T&ES.

9. The applicant will implement a parking management program that provides incentives for HOV use as follows:
 - a) Reserved carpool/vanpool spaces will be conveniently located near the building elevators;
 - b) Registered vanpools will be provided free parking;
 - c) Carpools of three (3) or more occupants, also registered, will receive a parking subsidy equal to one-half the single occupant vehicle monthly parking.
 - d) Monthly parking rates for single occupant vehicles will be consistent with comparable office buildings located in the site vicinity.
10. Bicycle racks shall be provided in quantities sufficient to meet demand. The developer will encourage tenants to include personal amenities (showers, lockers etc.) in their suites for those who wish to walk, run, or bike to work
11. 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 Director of T&ES.
13. The applicant will work with the City's OTS&P and the transit companies in the vicinity to encourage bus service in and to the site.
14. The applicant will provide space, of approximately 450 square feet, for a transit store in or near the area designated as the Town Center of the Potomac Yard development.
15. The applicant shall prepare, as part of its sales/leasing agreements, appropriate language to inform prospective buyers/tenants/residents of the TMP conditions.
16. Modifications to the approved TMP activities shall be permitted upon approval by the Director of T&ES, provided that any changes are consistent with the goals of the TMP.
17. The Director of T&ES shall review the transportation management plan in conjunction with the submission of the initial preliminary development plan for each Landbay and shall docket the transportation management plan for consideration by the Planning Commission and City Council if the director has determined that there are problems with the operation of the TMP and that new or revised conditions are needed.



Docket Item #9A-G
Master Plan Amendment #2010-0004
CDD Concept Plan Amendment #2010-0001
Amendment to the Potomac Yard Urban Design Guidelines
Text Amendment #2010-0004
Development Special Use Permit #2010-0012 (Landbay K)
Development Special Use Permit #2010-0021 (Landbays I&J East)
Special Use Permit #2010-0033 (Pedestrian Bridge)
Special Use Permit #2010-0058 (Landbay D)
Multiple Addresses – Potomac Yard Amendments

Application	General Data	
Project Name: Potomac Yard	PC Hearing:	October 5, 2010
	CC Hearing:	October 16, 2010
	If approved, DSUP Expiration:	October 16, 2013 (3 years)
Location: Multiple Addresses	Zone:	CDD#10 with underlying zones of RB, CSL, I, and UT
	Proposed Use:	Mixed Use
Applicant: Potomac Yard Development, LLC, and RP MRP Potomac Yard, LLC; represented by M. Catherine Puskar	Small Area Plan:	Potomac Yard/Potomac Greens
	Historic District:	Old and Historic Alexandria along George Washington Parkway in Potomac Greens (Landbay A)
	Green Building:	As previously approved in the applicable DSUPs.

Purpose of Application
<p>A consideration for requests to perform the following:</p> <ol style="list-style-type: none"> 1. Amend the Potomac Yard/Potomac Greens Small Area Plan to increase building height limits within Landbay H and in Landbay I/J and to convert and increase density in Landbay G; 2. Amend the CDD concept plan and design guidelines; 3. Amend the CDD table in Section 5-602 of the City's Zoning Ordinance; 4. Amend development special use permit conditions to remove the requirement for construction of the North Trail and other enhancements in Landbay K, and any references to the construction of the pedestrian bridge in lieu of a monetary contributions; 5. Amend development special use permit conditions for Landbays I & J to remove the requirement for construction phasing; 6. Amend special use permit conditions regarding the construction of the pedestrian bridge; and 7. Amend special use permit conditions to modify the timing of and provide an option for a monetary contribution in lieu of requirements for Landbay D.

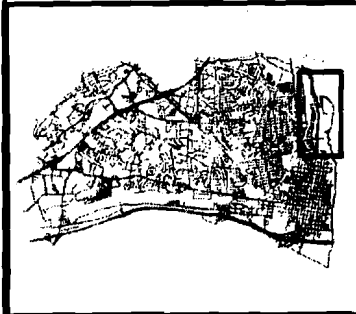
Staff Recommendation: APPROVAL WITH CONDITIONS

Staff Reviewer(s): Dirk Geratz, AICP; dirk.geratz@alexandriava.gov
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Potomac Yard Amendments



KEY MAP



10/05/10

MPA #2010-0004
CCD #2010-0001
TA #2010-0004

DSUP #2010-0021
DSUP #2010-0012
SUP #2010-0033
SUP #2010-0058



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I. SUMMARY

A. Recommendation

Staff recommends approval with conditions of the Potomac Yard/Potomac Greens Master Plan Amendment, Coordinated Development District (CDD) Conceptual Design Plan, and all associated applications.

B. Summary of Amendments

The applicants, Potomac Yard Development, LLC and RP MRP Potomac Yard, LLC are requesting approval of a series of amendments to existing development cases concerning all of the area of Potomac Yard that falls within the CDD #10. This case specifically excludes Landbay F, which was recently rezoned to CDD #19. In addition to these amendments, the applicants are seeking a text amendment to the zoning code, a master plan amendment and changes to the design guidelines for Potomac Yard.

The primary impetus for these amendments is to coordinate the planning of Landbays G – L with the recent approval of the North Potomac Small Area Plan for Landbay F. Specifically, the potential relocation of the future Metrorail station farther north, as called for in the Plan, has had an impact on the planning for retail and allocation of densities in CDD#10. The final location of the Metrorail station will be determined through an EIS process. In addition, the amendments result in an adjustment to certain development triggers that will allow construction on Landbays I and J East to commence as early as the end of this year.

The Planning Commission and City Council are being asked to act on the following specific applications:

- **Master Plan Amendment #2010-0004** – to amend the Potomac Yard/Potomac Greens Small Area Plan with new text and maps to include new density, use and building height information;
- **CDD#10 Concept Plan Amendments #2010-0001** – to amend conditions;
- **Potomac Yard Urban Design Guidelines** – creates an addendum of new or revised design standards;
- **DSUP #2010-0012** – to amend conditions related to the North Trail in Landbay K;
- **DSUP #2010-0021** – to amend a single condition concerning construction phasing;
- **SUP #2010-0033** – to amend conditions regarding Landbay D and the pedestrian bridge;
- **SUP #2010-0058** – to amend the dedication and remediation of Landbay D;
- **Text Amendment #2010-0004** – to reflect use and density changes.

In combination, these requested approvals address the following issues:

- Reduce the amount of retail square footage in Landbay G to 80,000 square feet, with the uses still concentrated along East Glebe Road;

- Reprogram the retail density noted above to be used for commercial or residential and increase density in Landbay G by an additional 32,000 square feet. The resulting density could be used for either 135,000 square feet of additional office or 120 additional residential units. The density will be used to construct a different type of building on Block F that will be compatible in massing with other buildings in the landbay;
- Concentrate office uses nearer to the potential future Metrorail Station;
- Provide some flexibility in terms of allowing for a mix of uses along Route 1, including retail uses at potential transitway stops;
- Allow for an alternate design of Landbay H/partial I for possible future Federal tenants;
- Adjust various trigger dates to reflect current and projected construction schedules;
- Allow for a payment-in-lieu of construction of the Pedestrian Bridge that will help to facilitate construction of the Metrorail Station, with a new pedestrian connection included in the station design;
- Allow for options related to the mitigation required for Landbay D (Rail Park) that may include either mitigation and dedication in the near-term, payment-in-lieu and dedication, or mitigation and dedication in the future.

II. BACKGROUND

A. North Potomac Yard (Landbay F) Approval

The North Potomac Yard Small Area Plan was adopted by City Council in May, 2010, to create an environmentally and economically sustainable urban, mixed-use community to include office, residential, hotel, entertainment, retail, restaurant and civic uses.

In June 2010, City Council approved the related rezoning of the North Potomac Yard area from Coordinated Development District #10 to Coordinated Development District #19. This plan envisions the construction of a future metro station and a high-capacity transitway; both of which will be supported by increased development densities located in close proximity to the metro and transitway lines.

The adoption of the new small area plan and rezoning has made it necessary to consider the reallocation of uses and densities in the existing Potomac Yard landbays located to the south. The primary objective of this reallocation is to shift office and retail uses from the most southern landbays to Landbay H, which is nearer to the new urban center and the potential future metro station. In addition, retail planning for CDD #10 needs to be adjusted to reflect the significant retail development planned in CDD #19.

B. CDD History (Overview)

In 1987, the RF&P railroad company was no longer using Potomac Yard. They began exploring development opportunities for the land they owned at the same time that the City was updating the 1974 Master Plan for Potomac Yard/Potomac Greens. The first development proposal was called Alexandria 2020 and included mixed-use neighborhood development with a metro station centrally located within the yard. The Alexandria 2020

Potomac Yard Amendments

plan also proposed connecting to the existing street grid of the adjacent neighborhoods, replicating typical setbacks, building heights, and architectural styles of the surrounding context, and providing interesting parks and pedestrian gathering spaces. The Alexandria 2020 plan was never formally submitted to the City for approval.

However, the City approved new zoning for the land with the Master Plan update in 1992. The new zoning, a Coordinated Development District (CDD), decreased the density proposed in the Alexandria 2020 plan from 16 million square feet to approximately 8.8 million square feet (see Table 1). After this reduction in permitted buildable area of the land was approved, a proposal to locate the Jack Kent Cook football stadium at Potomac Yard was pursued by the property owner. The proposal was not supported by the City; however, as a result of these discussions, the development program was increased to 11.4 million square feet.

In 1999, the programmatic elements of the land were revised once again with Commonwealth Atlantic Properties purchasing the land and submitting a development proposal. CDD#10 was revised from 11.4 million square feet to 6.4 million square feet.

Table 1. History of Zoning Tabulations for Potomac Yard.

Land Use	Alexandria 2020 Plan	1992 CDD Zoning	CDD Amendment - Jack Kent Cook Stadium	1999 CDD Zoning	2010 Proposed CDD* Amendment	2010 CDD10 & CDD19 Combined
Office	5.8 million sf	2.75 million sf	3.75 million sf	1.9 million sf	1.932 million sf*	3.862 million sf OR 7.257 million sf
Retail	440,000 sf	300,000 sf	425,000 sf	735,000 sf (including 600,000 sf from Landbay F)	120,000 sf (Landbay F no longer part of CDD#10)*	1.05 million sf
Hotel	180,000 sf	625 rooms	625 rooms	625 rooms	625 rooms	925 rooms
Residential	6,450 units	3,500 units	4,500 units	2,200 units	2,200 units*	6,695 potential units OR 3,300 units
TOTAL	16 million sf	8.8 million sf	11.4 million sf	6.4 million sf	5.832 million sf	13.357 million sf

*Given additional flexibility proposed, office, retail, and residential uses can be converted so long as the total square footage of CDD#10 is not increased.

Throughout the history of CDD#10, there have been several amendments to the zoning. These amendments have included issues such as the Pedestrian Bridge, Rail Park, Landbay E (Four Mile Run), construction timing mechanisms, and density transfers. These include the following:

1999 – CDD#10 Development Program Adopted (CDD#99-01)

2007 – CDD Amendment (CDD#2007-0001)

- 1) Pedestrian Bridge construction commencement timing
- 2) Rail Park construction timing
- 3) Landbay E scope of improvements and timing
- 4) Route 1 Improvements construction commencement timing
- 5) Potomac Avenue construction completion timing

2008 – CDD Amendment (CDD#2008-0001)

- 1) Density transfer of office space from Landbays J & L to Landbay H
- 2) Increase height limits in Landbay H
- 3) Allow office use to be converted to retail with a special use permit
- 4) Eliminate requirement of residential uses to be 1/3 townhouses, 1/3 multifamily, and 1/3 stacked townhouse

2009 – CDD Amendment (CDD#2008-0004)

- 1) Permit dedication of Landbay E
- 2) Permit alterations to Landbay E, specifically demolition of Bridge B
- 3) Revise timing of construction of pedestrian bridge at Rail Park
- 4) Either design and construct pedestrian bridge or provide monetary payment

III. ZONING

A. Existing Zoning

The existing zoning of the subject land area is CDD #10 which was approved in 1999 to apply to all of the property related to the Potomac rail yards. As part of the CDD, the rail yard was divided into 14 landbays in order to phase development. The landbays were named alphabetically. It should be noted that Landbay B was originally Old Town Greens; however this development was under separate ownership and was completed prior to the adoption of the CDD. As such, Old Town Greens was not included in the CDD.

Earlier this year, Landbay F was rezoned to CDD #19 to reflect new master planning of the current retail center into an urban town center focused on the relocated Metrorail station. An amended CDD concept plan has been created to show the new boundaries of CDD #10 as part of this review. (Attachment 1)

The underlying zoning of Potomac Yard generally includes RB (townhouse) zone regulations in the area known as Landbay L, Commercial Service Low (CSL) for the first 250 feet east of Route 1, and Industrial (I) for the remainder of the site (Table 2).

B. Proposed Zoning Amendment

The applicant has submitted a request to increase the overall density by 32,000 square feet in Landbay G, as well as to allow for some flexibility between office and residential uses. Because of this, an amendment to the text governing CDD #10 in the Zoning Ordinance is required.

The applicant's request stems from the desire to change the uses and massing of the building proposed for Block F located in Landbay G. As originally approved, Block F was envisioned as a two story retail building. With the increased retail recently approved for Landbay F, this two story retail building is no longer viable. In order to build a residential or office building that is similar in massing to the surrounding planned structures, the applicant proposes to reprogram 28,000 square feet of retail from Landbay G and add this to the density previously

approved for Block F (60, 000 SF). In addition, 32,000 square feet of new density is being requested for a total of 120,000 square feet, to allow for a building that is of a height and mass compatible with the surrounding area.

To this end, the following amendment to Section 5-602, Table 1 of the Zoning Ordinance would be required:

Table 2: Proposed Description of Potomac Yard/Greens CDD

CDD #	CDD Name	Without a CDD Special Use Permit	With a CDD Special Use Permit		Uses
			Maximum FAR and/or Development Levels	Maximum Height	
10	Potomac Yards/Greens	<p>The RB zone regulations shall apply to the area south of the Monroe Avenue Bridge and east of the Metro Tracks, the CSL zone regulations shall apply on the first 250 feet east of Rte 1, and the I zone regulations shall apply on the remainder of the site; except that the U/T regulations shall apply to an area approximately 120 feet wide located just west of the Metrorail right-of-way (area shown on the plat for Case REZ #95-0005) for the purpose of accommodating the relocated rail Main Line on the yard, and except also that the area known as the "Piggyback Yard" and Slaters Lane portion of Potomac Yard (as shown on the plat for Case REZ #95-0004) may be developed pursuant to the CRMU-L zone provided that the Piggyback Yard:</p> <ul style="list-style-type: none"> - shall contain no more than 275 dwelling units; - shall contain no more than 60,000 square feet of commercial space, of which no more than 30,000 square feet shall be office; - shall be planned and developed pursuant to a special use permit; - shall have a maximum height of 50 feet; - shall generally be consistent with the goals and the guidelines of the small area plan. 	<p>Up to 1,900,000 1,932,000^{1,2} square feet of office space, except that office square footage may be converted to retail square footage through the special use permit process <u>and, in Landbay G, up to a total of 120,000 square feet of office use may be converted to 120 additional residential units.</u> Up to 625 hotel rooms. Up to 735,000 120,000 square feet of retail space.² Up to 2,200 residential units.¹</p> <p>Note 1: <u>Within Landbay G a total of 120,000 square feet of office use may be converted to up to 120 additional residential units.</u></p> <p>Note 2: <u>Office floor area may be converted to ground floor retail use through a special use permit</u></p>	<p>Heights shall be as shown on the map entitled "Predominate Height Limits for CDD" (Map No. 24, Potomac Yard/Potomac Greens Small Area Plan Chapter of 1992 Master Plan (2008ed.))</p>	<p>Pre-dominantly residential, with a mix of land uses to include office, retail and service, hotel, parks and open spaces, and community facilities.</p>

IV. STAFF ANALYSIS

RETAIL AND COMMERCIAL LAND USE CHANGES

A. Reduced retail uses in Landbay G

The North Potomac Yard Small Area Plan and Coordinated Development District (CDD #19) calls for a major new retail area along East Reed Avenue, with significantly more retail square footage than the existing 600,000 square feet in Landbay F. As the previously-approved CDD Concept Plan and DSUP envisioned, Landbays G and H were to have been the focus of retail for all of Potomac Yard, with much of it concentrated on East Glebe Road and Main Line Boulevard. Smaller amounts of neighborhood serving retail areas were scattered among Landbays I, J and L.

In keeping with the realigned retail priority created by North Potomac Yard, and in order to continue to have a viable retail presence in Landbay G, the applicants are requesting that the amount of retail, approved in DSUP#2007-0022, be reduced from approximately 183,000 net square feet to 80,000 net square feet. If this is approved, a subsequent amendment to the development special use permit for Landbay G will be necessary. The 80,000 square feet of retail is what was originally envisioned for Landbay G prior to the DSUP approval for this site. The bulk of the remaining retail is still focused around the major public plaza that is planned for this area, with retail connections provided to Landbay F from Block A of Landbay G. Staff is also recommending potential retail connections to Block F from Main Line Boulevard.

B. Density Increase/Reprogrammed commercial uses in Landbay G

As previously discussed, due to the increased density in Landbay F and the enhanced retail focus area along East Reed Avenue, the applicants are asking to convert approximately 103,000 square feet of approved retail in Landbay G to commercial or residential use. Furthermore, with the reduction in retail planned in Landbay G, the applicants propose replacing the two-story retail building planned for Block F with a building that incorporates this increased office and/or residential use to better use this site. However, to allow for a building size more in keeping with those building sizes proposed on adjoining sites, an additional 32,000 square feet in new density is being requested.

This reprogrammed density, and additional density, is intended to be flexible so that it can be used for either office or residential. It would translate to either 120 additional multi-family dwelling units or 120,000 square feet of commercial uses on Block F of Landbay G (Attachment 2). As with the requested retail reduction, the density increase requires an amendment to the Potomac Yard/Potomac Greens Small Area Plan, as well as a zoning text amendment to adjust the allowable densities permitted in CDD #10. For the reasons discussed above, staff supports this density change.

C. Transfer of Retail and Commercial density from Landbays I and J

The applicant originally requested that the 275,000 square feet of commercial-office density and 25,000 square feet of retail density that was planned for the area along Route 1 in Landbays I and J be shifted to Landbay H. The applicants' goal was to concentrate commercial and office uses closer to the proposed Metrorail Station and to have Landbays I, J, and L maintain an almost exclusively residential character.

Upon hearing comments made by PYDAC, staff has encouraged the applicant to maintain flexibility in that area to allow for more mixed-use development in Landbays I and J. Staff feels it is important to include provisions that could allow for some of the office density to still be used in Landbays I and J in order to promote a mix of uses in CDD#10, rather than rigidly segregating uses. The applicant has agreed to revise the Concept Plan to retain at least 5,000 square feet of retail use in each of landbays I, J, and L; and to allow for the flexibility for commercial-office development to occur on Landbays I & J, as an alternative to where multifamily development is proposed. No additional density is being requested as part of this flexibility; it simply allows for a more fine-grained mix of uses to be pursued.

Also, in order to encourage more neighborhood-serving retail in these areas, particularly along Route 1 where future transit stops for the Route 1 Transitway are anticipated, staff is recommending that the CDD Concept Plan allow for non-residential uses on the ground floor of townhouses or stacked townhouses that will be close to future transit stops along Route 1. Details about the specific uses allowed and exact locations of these uses should be determined at the time of DSUP review.

D. Federal Office Tenants

The applicants have proposed to modify the CDD #10 Concept Plan to include alternate scenarios for Federal office uses, should such a tenant be secured. Specifically, the plan would be modified to allow an alternate layout for Landbay H and partial I (Attachment 2). In this layout the northern block of Landbay H would be occupied by Federal office buildings (with one or more structures as determined through a DSUP). For security reasons, parking would not be located under the buildings, as would normally be required by non-Federal office buildings. Under this scenario, the northern block that is split by Landbay H and partial I is proposed to accommodate the parking. The alternate design of this block would place a multi-level parking garage approximately in the center of the block. The parking garage would include, at a minimum, one level of below grade parking and the remainder of the parking would be provided above grade on multiple levels. If a Federal office tenant is proposed in the future, the City and the applicant will determine how the parking would be screened, by either residential liner units or other active uses so the garage would not be visible.

To allow a Federal office use alternative as part of the Concept Plan, revisions are necessary to conditions that govern the original CDD #10 approval as well as to the associated Design Guidelines for Potomac Yard. Staff concurs with all of the necessary revisions. However, a concern that staff did have with the Federal tenant office block and the block for the

associated parking is how the mid-block, north/south pedestrian connection that has been included in the approved designs for Landbays G, I and J would be accommodated. Every block approved in each Landbay from Howell Avenue to E. Glebe Road has provided a mid-block pedestrian connection. This connection was not included in the original design guidelines, so staff is recommending that the revised design guidelines include this design feature as an item to be considered in the review of future development cases. It is anticipated that, if the Federal tenant option is realized, there would need to be more detailed design discussions as part of the DSUP to see how the north/south connection could be achieved. There are also some general concerns about the massing and design of the Federal office block and the parking garage. Staff is recommending that these concerns be addressed by a combination of conditions and design guidelines, including a condition that the City and applicant jointly create design parameters for Federal tenants prior to or during the DSUP process.

E. Building Heights

The applicants are requesting changes to the building heights for Landbays H, I, and J between Main Line Boulevard and Route 1. Over the years, there have been several changes to the heights in this area as densities and land uses have shifted from the south to the north to be in close proximity to the proposed future Metro Station.

Most recently in 2008, the bulk of the office density in Landbay L shifted to Landbay H. Along with that shift, building heights for Landbay H increased from 55-65 feet to 82 feet between Main Line Boulevard and Route 1 and from 35-55 feet to 110 feet between Main Line Boulevard and Potomac Avenue. During this development application, the building heights in Landbay L and J up to Windsor Avenue remained the same at 90 feet for 5 buildings and 60 feet for the remainder. The building heights in Landbays I and partial J from Windsor Avenue to Landbay H also remained the same at 65 feet for 4 buildings and 55 feet for the remainder.

Similar to the office density shift requested and approved in 2008, the applicant is requesting the flexibility to transfer the remaining office density in Landbays I and J to Landbay H. Although, as noted above, staff has encouraged provisions that could allow for some of the office density to still be used in I and J, so as to promote more of a mix of uses in CDD#10, rather than rigidly segregating uses.

In order to accommodate this additional density, the applicant is requesting a Master Plan Amendment to increase building heights in Landbays H, I, and J between Main Line Boulevard and Route 1. The following is requested:

- Increase building height within Landbays H, I, and J between Main Line Boulevard and Route 1 to a 100 foot maximum for commercial in specified locations and to a 75 foot maximum for residential, with appropriate transitions to adjacent uses. (Appendix H, Small Area Plan Map Amendments: Existing and Proposed Height Limits);

Staff agrees with the 100 foot building height for all of Landbay H's Route 1 frontage, but believes that the areas in Landbays I and J between Windsor and the northern boundary of Landbay I should be limited to 75 feet. In fact, the majority of this area is currently being reviewed by staff as a Concept Plan and the development proposed is stacked townhouses – which will easily fit within this height limit. Staff believes that the currently approved height of 90 feet from Windsor Avenue south to the end of Landbay L should be retained. (Appendix H)

In summary, staff does support the requested increase of building height within Landbay H between Main Line Boulevard and Route 1 to a 100-foot maximum for commercial uses with appropriate transitions to adjacent uses. Staff also supports the increase in building height from 65 feet to 75 feet from Windsor Avenue to Landbay H.

As mentioned above, staff and PYDAC have also encouraged the applicant to maintain flexibility in Landbays H, I, and J by allowing for more of a fine-grained, mixed-use development to occur along Route 1, rather than a more homogenous approach. Instead of either an all multifamily development or an all office development on the blocks shown as Office/Multifamily on the Concept Plan, staff is encouraging the applicant to provide more of a true mix of residential, office, and retail on those parcels. This additional flexibility will help to implement PYDAC's desire to allow for more mixed-use development in this part of the Yard.

F. Parking

There are three components related to parking in the proposed amendments:

- permit reduced parking ratios in Landbays G, H, I, and J;
- permit above-grade parking for multi-family residential and office uses; and
- allow interim surface parking in Landbay G, specifically on Blocks A, B, D, E, and/or G.

The first two revisions relate to the parking permitted in the recently adopted CDD#19, or Landbay F. The applicant is proposing to amend the CDD#10 parking provisions to be consistent with those in CDD#19, which have reduced parking ratios based on the proximity to the potential Potomac Yard Metro Station. Additionally, CDD#19 permits above-grade parking for multi-family residential and office uses, so long as there is a minimum of one level of below grade parking and the parking structures are wrapped with active uses and architecturally treated to stimulate the street. The proposed amendments in this application would essentially equal those in CDD#19.

The third request, to allow interim surface parking in Landbay G, is to make temporary use of landbays that are not currently under development instead of leaving them as empty, fenced parcels. This interim parking can also be used for and during construction.

Based on the increased likelihood of a future Metro station, staff supports the decrease in parking ratios. Additionally, staff considers the primarily wrapped, above-grade parking with one level of below-grade parking to be a suitable alternative to entirely below-grade

parking, given the design parameters outlined in the staff recommendations. Similar to other large, phased, developments, staff does not have any objections to allowing interim surface parking.

G. Construction Timing and Monetary Contributions

There are several proposed amendments relating to construction timing and monetary contributions. Staff has worked with the applicant to ensure the development parameters previously agreed upon are completed; however some of these elements have been impacted by the approval of CDD#19, the applicants' construction phasing, and the evolution of the design and development parameters of the overall project itself. The proposed changes include the following:

- **Modify timing of construction of Main Line Boulevard in Landbay G.** The condition requires the construction of Main Line Boulevard to occur in phases with each landbay. Based on the project schedule, the southern landbays and portions of Main Line Boulevard will be constructed prior to Landbay F; essentially creating a gap between the two developments. In order to ensure connectivity within the Yard, staff is recommending the applicant design and construct Main Line Boulevard and associated improvements through Landbay G with the first phase of construction and no later than December 31, 2011.
- **Modify timing of completion and acceptance of Potomac Avenue.** This timing trigger is no longer realistic. The condition requires Potomac Avenue to be completed and accepted by the City prior to the release of the final site plan for any development. Staff and the applicant have worked together to complete the final site plan for Landbays I and J East, which is currently very near being released. However, there is a portion of Potomac Avenue that is yet to be completed. Staff understands the applicants' desire to begin construction in Landbays I and J East and does not find it necessary to delay the construction due to the incomplete portion of Potomac Avenue which is actively being built. Staff is recommending the street be completed and accepted by the City by the first certificate of occupancy of Landbays I and J to allow more time to finish constructing the street.
- **Revise one condition in the DSUP approval of I and J East that required construction on these landbays to begin in the south and progress towards the north.** This condition is unrealistic at this time because the interim soccer fields on I and J would need to be removed to accomplish this requirement. It is essential for these fields to remain open until the new Simpson Fields are accepted by the City, which may take up to one year. This condition is also not necessary now that the location of the proposed Metrorail station will likely **not** be moved further to the south. The condition had attempted to provide flexibility for reconsidering the development on the northern portions of Landbay I if the Metrorail station might possibly be located further to the south.

H. Pedestrian Bridge

A pedestrian bridge connection has been an on-going discussion point throughout the iterations of Potomac Yard. It is ultimately intended to provide a link between the eastern (Potomac Greens and Old Town Greens) and western portions of Potomac Yard, as these two areas are separated by Metro and CSX railroad lines. It was discussed in the original Coordinated Development District (CDD #10) approval, which called for a pedestrian bridge to be constructed after one million square feet of development occurred in Potomac Yard.

In June 2008, SUP#2008-0028 for the pedestrian bridge was brought to hearing, along with SUP#2008-0027 (Rail Park) and SUP2008-0029 (Dog Park). The new requirement called for construction of a pedestrian bridge to the north of Potomac Greens at the area reserved for a future metro station, dedication of the Rail Park to the City, and the design and construction of a 0.91 acre dog park on Monroe Avenue within PYD-owned land and existing right-of-way. In February 2009, CDD Concept Plan #2008-0004 amended the requirement slightly to require either construction of a free-standing pedestrian bridge, or a cash contribution for pedestrian bridge construction integrated into a new Metrorail station.

The construction of the dog park on Monroe Avenue is still moving forward as planned and issues related to the Rail Park (Landbay D) are described below. However, issues related to construction of the pedestrian bridge have changed. The North Potomac Small Area Plan, approved in May 2010, made a strong recommendation to move the location of the proposed Metrorail station further north into Landbay F. The final location of the Metrorail station will be determined after a full Environmental Impact Study is conducted.

Because of all the factors noted above, the applicant is requesting an amendment to allow a cash contribution of \$2 million in lieu of construction of the pedestrian bridge. It is anticipated that the contribution would be used towards the design and construction of the Metrorail station. No free-standing pedestrian bridge will be constructed, as the pedestrian bridge is anticipated to be incorporated as a part of the new station.

Staff supports this change, but notes that the City remains committed to the goal of providing a linkage between the east and west sides of the Potomac Yard development.

I. North Trail

The North Trail within Landbay K was envisioned to extend from Four Mile Run to the northernmost stormwater management pond. Under the approval for development of Landbay K, DSUP#2006-0013, the applicant was to design and construct the trail. However, the potential new construction in Landbay F envisioned by the North Potomac Yard Small Area Plan, has affected the design within some sections of Landbay K. In lieu of the North Trail construction and other Landbay K enhancements, the applicant will dedicate the portion of Landbay K beyond the northern stormwater management pond to the City, as well as provide a monetary contribution of \$300,000. The northern stormwater management pond will still be constructed by the applicant.

J. Landbay D

Landbay D, also known as Rail Park, is located in the strip of land wedged between the Metrorail tracks and the CSX rail lines. This land will ultimately be dedicated to the City. Preliminary soil testing that was done throughout the entire former rail yard indicated contaminated soils, including on Landbay D. The original CDD approval required that the developer cap the land in Landbay D with a minimum of two feet of soil before the dedication.

As required for all parcels being developed in Potomac Yard, Potomac Yard Development shall complete additional soil testing as part of a site specific characterization report, to determine more definitively the condition of the soil in Landbay D prior to capping and dedication to the City. In addition, the City is recommending that the condition of approval concerning the remediation and dedication be reworded to allow as an option a fee of \$102,142 in lieu of the developer completing the remediation. Simply said, the agreement will either require the developer to remediate and dedicate the Rail Park property or pay the fee in lieu of remediation noted above and dedicate.

There is also a question of timing for these actions. Currently, the applicant is required to fulfill obligations related to Landbay D prior to the release of the first Certificate of Occupancy for Landbays I and J. The applicant is anxious to resolve this issue so as to not hold up C of Os for this project, which will probably begin construction this winter. The City is interested in maintaining some flexibility in the timing due to the fact that planning for the new Metrorail station is just beginning.

Staff recommends that the condition for Landbay D be revised to set a clear schedule for the City to make a decision on whether or not the City prefers remediation or the fee in lieu. This schedule would include having the applicant do additional soil testing (which is currently underway), then having the City make a decision within 90 days of the acceptance of the additional test results as to whether remediation or fee-in-lieu is preferable. If the fee-in-lieu is chosen, it would be payable to the City within an additional 90 days. If remediation is chosen, it would be done at the City's discretion and the City would notify PYD, at the latest, prior to commencement of construction on the final phase of Landbays I and J. The work would need to be done prior to the issuance of C of Os for the final phase of any development on Landbays I and J. The language about undertaking the remediation prior to the release of the first C of O will be changed.

K. Intersection of Aqua and Wesmond

Prior to the approval of CDD #19 for Landbay F, the most eastern new street (Aqua Street) parallel to Potomac Avenue in Landbay G curves around the proposed office Block A before intersecting with Potomac Avenue. This design solution was created prior to the approval of Landbay F which shows Aqua Street continuing north through all of North Potomac Yard. To acknowledge this roadway change, the applicants are suggesting that the approved concept plan for Landbay G be modified to show Aqua Street intersecting at a "T" with

future extended Wesmond Drive in the event Wesmond Drive is installed prior construction of Landbay G.

L. Urban Design Guidelines

A number of text changes are being proposed to various sections of the Potomac Yard Urban Design Guidelines as they relate to the amendments being requested by the applicant. As discussed above, the increased density in Landbay F and the enhanced retail focus area along East Reed Avenue have resulted in the need to make amendments to the design guidelines for most of the landbays in the southern part of the yard. Additionally, some new design guidelines have been created to allow for new uses on certain parcels; to account for a future Federal tenant; and some have been deleted that are no longer applicable or in response to comments from PYDAC. The following are some of the guidelines that have changed. For a complete list of the changes to the design guidelines, see Attachment D:

- Changes made to the block sizes in Landbays G and H to correspond the block sizes approved in the DSUP;
- Changes to the building heights to be consistent with the master plan amendment;
- Revision to the townhouses to allow for a 5 ft maximum between the finished floor elevation and the adjacent sidewalk (consistent with the DSUP for Landbays I&J);
- Changes to accommodate a possible future Federal tenant such as; to allow for a ¼ acre plaza on block versus a ¼ acre park; prohibit median breaks on Potomac Avenue between Swann Ave and Custis Ave; and prohibit access into the parking garage from Bluemont Ave for office uses.
- Delete a number of guidelines as requested by PYDAC such as; color palette of buildings required to be consistent with that of Old Town; window to wall ratio maximum of 50 percent; and to allow for more contemporary styles and materials in the proportion of glass to wall.

V. COMMUNITY

The proposed amendments were presented by the applicant at the June and July 2010 Potomac Yard Design Advisory Committee (PYDAC) meetings. The memos provided to PYDAC, which detailed the proposed amendments, were also sent to the Del Ray Citizens Association, the Del Ray Business Association, the Northeast Citizens Association, the Old Town Greens Townhome Owners Association, and the Potomac Greens Homeowners Association.

Additional information and background was requested by Steve Crime, president of the Potomac Greens Homeowners Association. In a phone call with staff, Mr. Crime expressed a concern that, if a fee-in-lieu was paid in the near future, it increased the potential that a decision to eliminate the pedestrian bridge portion of the project could be made, due of budgetary concerns when the Metrorail station is actually designed.

Based on this concern, staff is recommending Condition 15p in the CDD for the fee-in-lieu payment, stating that this payment is being made to assist with planning and design of a Metrorail station which will include a pedestrian connection between the east and west sides of the Potomac Yard development.

VI. CONCLUSION

Staff recommends **approval** of the Potomac Yard/Potomac Greens Master Plan Amendment, Coordinated Development District (CDD) Conceptual Design Plan, and associated applications subject to compliance with all applicable codes and the following recommended conditions.

Staff: Faroll Hamer, Director of Planning and Zoning;
Gwen Wright, Division Chief, Development;
Dirk Geratz, AICP, Principal Planner;
Gary, Wagner, RLA, Principal Planner;
Maya Contreras, Urban Planner; and
Colleen Rafferty, AICP, LEED AP BD+C, Urban Planner.



APPLICATION

CDD DEVELOPMENT CONCEPT PLAN

CDD # 2010-0001

[must use black ink or type]

PROPERTY LOCATION: Potomac Yard

TAX MAP REFERENCE: See Attached Tax Map Chart **ZONE:** CDD #10

APPLICANT'S NAME: Potomac Yard Development, LLC RP MRP Potomac Yard, LLC
ADDRESS: 10500 Arrowhead Drive c/o MRP Realty
Suite 225 1310 N. Courthouse Road, #1100
Fairfax, VA 22030 Arlington, VA 22201

PROPERTY OWNER NAME: Same as Above

ADDRESS: _____

REQUEST: See Proposed Amendments and Statement of Support

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.

Potomac Yard Development, LLC and RP MRP Potomac Yard, LLC
By: M. Catharine Puskar

Print Name of Applicant or Agent

Walsh, Colucci, Lubeley, Emrich & Walsh, PC
2200 Clarendon Boulevard, 13th Floor
Mailing/Street Address

Arlington, VA
City and State

MCPuskar
Signature

703.528.4700 703.525.3197
Telephone # Fax #

22201 Revised September 22, 2010
Zip Code Date
May 28, 2010

DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: _____ Date and Fee Paid: _____ \$ _____

ACTION - PLANNING COMMISSION: _____ ACTION - CITY COUNCIL: _____

7 203 107

CDD# 2010-0001

TAX MAP CHART
May 28, 2010
Revised September 22, 2010

Land Bay	Tax Map - Block - Lot	Address
D	025.04-01-06	2405 Potomac Avenue
G	025.01-05-01, -03, -06	2801, 2802, and 2900 Main Line Boulevard
H	025.03-03-01, -02 and Partial -03, -04	2300, 2301, 2600, and 2601 Main Line Boulevard
I	Partial 025.01-03-03, -04, Partial 035.02-02-01 and Partial 035.01-12-01	2000, 2001, 2300 and 2301 Main Line Boulevard
J	Partial 035.01-12-01, Partial 035.02-02-01, 035.04-05-01 and 035.03-10-01	1800, 1801, 2000, and 2001 Main Line Boulevard
L	044.03-07-01	1400 Main Line Boulevard

201 108

CDD # 2010-0009

Ownership Attachment

May 28, 2010

Potomac Yard Development, LLC, a Delaware limited liability company
Pulte Homes Corporation and Centex Homes are the sole members of Potomac Yard
Development, LLC. Pulte Homes Corporation and Centex Homes are publicly traded on
the New York Stock Exchange.

RP MRP Potomac Yard, LLC

98% Rockpoint Real Estate Fund II, L.P.
500 Boylston Street, Suite 1880, Boston, MA 02116

Sole General Partner:

Rockpoint Real Estate Fund II GP, LLC .1%
Sole Member: Rockpoint Group, LLC (100%)

Managers: Patrick K. Fox
Keith B. Gelb
Jonathan H. Paul
Gregory J. Hartman
William H. Walton

Limited Partners:

Including primarily Pension Funds, Universities
99.9%
and Schools, Foundations and Trusts 2%
MRP Potomac Yard, LLC (MANAGER)
1133 21st Street, NW, Suite 720, Washington, DC 20036

PROPOSED AMENDMENTS*Revised September 9, 2010*Master Plan Amendment

- Increase building height within Land Bays H, I and J between Mainline Blvd. and Route 1 to a 100' maximum for commercial in specified locations and to a 75' maximum for residential, with appropriate transitions to adjacent uses.
- In Land Bay G, allow up to 88,000 square feet of commercial floor area to be converted to up to 88 residential units and increase the density within Land Bay G to allow either an additional 32,000 square feet of commercial floor area or an additional 32 residential units.
- Allow flexibility for the location of residential or commercial uses in specified locations within Land Bays H, I and J so long as the number of residential units or amount of commercial floor area does not exceed what is permitted in the overall CDD.

Zoning Ordinance Text Amendment

- In Land Bay G, allow up to 88,000 square feet of commercial floor area to be converted to up to 88 residential units and increase the density within Land Bay G to allow either an additional 32,000 square feet of commercial floor area or an additional 32 residential units.

CDD Concept Plan, Condition and Design Guideline Amendment

- Reallocate uses and densities within Potomac Yard.
- Reconfigure retail uses in Land Bay G.
- Increase density in Land Bay G, Block F to accommodate office use or residential units.
- Permit flexibility in retail uses in Land Bays G, H, I, J and L.
- Permit reduced parking ratios in Land Bays G, H, I and J.
- Permit above-grade parking for each multifamily and office building.
- Allow interim surface parking in Land Bay G—Blocks A, B, D, E and/or G.
- Modify timing of the construction of Mainline Boulevard in Land Bay G.
- Permit a monetary contribution in lieu of the construction of the pedestrian bridge.

- Allow for flexibility in building, site design and parking to accommodate GSA tenants in Land Bay H/Partial I.
- Permit a monetary contribution in lieu on the construction of the North Trail and associated enhancements in Land Bay K adjacent to Land Bay F.
- Revise configuration of east/west intersection with Potomac Avenue to construct a "T" intersection within Land Bay G, should Land Bay F install the east-west street prior to Land Bay G construction.
- Revise timing of and permit a monetary contribution in lieu of the requirements for Land Bay D.
- Revise timing of construction of Potomac Avenue.
- Revise Urban Design Guidelines as necessary to reflect the Amendments.

DSUP Amendments

- DSUP #2008-0027: Delete Condition #16 and amend Condition #17 relative to allow option of providing a monetary contribution in lieu of requirements for Land Bay D.
- DSUP #2008-0028: Delete Conditions #1 through #15 regarding the construction of the pedestrian bridge.
- DSUP#2006-0013: Delete and/or revise Conditions to remove the requirement to construct North Trail and other Land Bay K enhancements adjacent to Land Bay F and any references to the construction of the pedestrian bridge.
- DSUP #2006-0018: Delete Condition #81 regarding requirement on construction phasing of townhouses in Land Bay I/J.

City Code (City Application)

- Revise City Code Section 5-6-25.1(c) to extend the timing of sanitary sewer connection fee waiver an additional 7 years.

STATEMENT OF SUPPORT

CDD Concept Plan, Conditions and Urban Design Guidelines Amendment

May 28, 2010

Revised September 22, 2010

The Applicant is proposing this CDD Concept Plan, Conditions and Urban Design Guidelines Amendment to generally respond to the newly approved North Potomac Yard Small Area Plan, which increases the density within Land Bay F from 600,000 square feet to 7,500,000 square feet. It is the Applicant's understanding that, as part of this North Potomac Yard Small Area Plan, the City is evaluating the relocation of the Metrorail station north of the existing reservation into Land Bay F. In consideration of the potential future location of the Potomac Yard Metrorail station to the north of the existing reservation and the potential concentration of density of Land Bay F, the Applicant requests these Amendments.

As originally approved, Land Bays G and H included a concentration of retail along Mainline Boulevard, Glebe Road and strategic locations to connect the Town Center to the proposed Metrorail location at that time. The approved North Potomac Yard Small Area Plan does not extend retail along Mainline Boulevard adjacent to land Bay G and now envisions Reed Avenue as the main retail concentration in Potomac Yard. The reorientation of the retail, in concert with the relocation of the Metrorail station to the north changes the character of Land Bays G and H. In addition, this new concentration of retail in Land Bay F will compete with and hamper the future marketing of the approved retail in Land Bays G and H. The Applicant intends to keep the emphasis of retail along Glebe Road and connect to Land Bay F through Block A. In order to accommodate this, the Applicant is requesting to reallocate the uses and densities within Potomac Yard in general conformance with the Potomac Yard Concept Plan dated May 19, 2010; reconfigure the retail uses in Land Bay G to emphasize the primary retail focus on Glebe Road and retail connections to Land Bay F in Block A; permit flexibility in retail uses in Land Bays G, H, I, J, and L and provide for the construction of the Mainline Boulevard and other associated improvements such as street lights, curbing, etc. to enable the connection within Land Bay G to occur with the first phase of construction but starting no later than December 31, 2011, provided that the Mainline Boulevard connection along the western face of Block D within Land Bay F North Potomac Yard has been constructed by others. Temporary asphalt sidewalks will be provided along the Mainline Boulevard connection within Land Bay G, with permanent sidewalks and streetscape to be constructed concurrently with the buildings on Block D and Block G.

The Applicant is also requesting an amendment to permit design and additional parking flexibility to accommodate GSA tenants in Land Bay H/Partial I. The Applicant believes that with these changes, in conjunction with the new proposed location of the Metrorail station, office use in this location could be very attractive to GSA tenants. The Applicant will work with City Staff to determine appropriate guidelines for this design flexibility.

208 112

In addition, the Applicant requests certain modifications that will allow for a reduction in parking and flexibility in parking design. These changes in parking ratios and parking design are consistent with the standards adopted in the North Potomac Yard Small Area Plan and the changes to the parking ratios are requested to provide flexibility with the potential inclusion of a Metrorail station in Potomac Yard. Specifically, the Applicant is requesting to permit reduced parking ratios in Land Bays G, H, I, and J when the WMATA Board issues a Design/Build RFP for the construction of a Metrorail station; permit above grade parking for each multifamily and office building and block, subject to the following: (a) each multifamily or office building and block shall provide a minimum of one level of underground parking, (b) above-grade structured parking may be located within the central portion of the block at grade, provided that a minimum of one level of parking is provided below grade and each level of the entire street and/or park/open space frontage is devoted to active uses (residential, office and/or retail); (c) if above-grade structured parking is provided above the ground floor uses, the parking is required to be screened with active uses (residential, office and/or retail) for the entire street and/or park/open space frontage; and (d) this shall not impact the approved parking in Land Bay G, Block D; and allow interim surface parking to be provided in Land Bay G, Blocks A, B, D, E and /or G.

The original approval required construction of a pedestrian bridge to Potomac Greens, or, if the Metrorail station was built in the previous reservation, a cash contribution to an integrated pedestrian bridge as part of the design of the Metrorail station. As the Metrorail station is now anticipated to be moved into Land Bay F, the Applicant is requesting an amendment to allow a cash contribution in lieu of construction of a pedestrian bridge. The cash contribution will be utilized by the City toward the design, permitting, and other soft and hard costs associated with construction of a Metrorail station at Potomac Yard. The contribution will total \$2 million over a specified time period. Given the potential relocation of the Metrorail station to the north, there will likely be impacts on Land Bay K adjacent to Land Bay F. As such, the Applicant is requesting to delete the requirement to construct the "North Trail" and any other Land Bay K enhancements adjacent to Land Bay F beyond the northern stormwater management pond. In lieu of construction, the Applicant will dedicate the portion of Land Bay K beyond the northern stormwater management pond to the City and make a cash contribution of \$300,000 in lieu of construction of the "North Trail" and other Land Bay K enhancements. The contribution shall be made prior to issuance of a building permit for the 100th residential unit associated with DSUP 2006-0018 (Land Bay I/J East).

Lastly, the Applicant is requesting to modify the timing of and permit a monetary contribution in lieu of the requirements for Land Bay D. The Applicant agrees to complete the necessary testing and, at the City's discretion, either complete the requirements to cap Land Bay D or provide a monetary contribution in lieu of completing those requirements. If the City elects for a contribution to be made in lieu of remediation, the contribution shall be made and dedication and acceptance of Land Bay D shall occur within 90 days of PYD's receipt in writing that the City will accept Land Bay D "as is."

~~209~~ 113

If the City elects for PYD to do the remediation, the remediation, dedication and acceptance shall be completed prior to release of last Certificate of Occupancy for Land Bay I/J.

In conjunction with these requests, the Applicant has submitted under separate cover a Master Plan Amendment and Zoning Ordinance Text Amendment and associated DSUP amendments. Additional detail is provided in those applications.

~~210~~ 114



APPLICATION

DEVELOPMENT SPECIAL USE PERMIT with SITE PLAN

DSUP# 2010-0012
DSUP# 2010-0091
SUP# 2010-0033
SUP# 2010-0058

DSP # _____ **Project Name:** _____

PROPERTY LOCATION: Potomac Yard – Land Bays D, I, J, K and L

TAX MAP REFERENCE: See Attached Tax Map and Address Chart **ZONE:** CDD #10

APPLICANT:

Name: Potomac Yard Development, LLC

Address: 10500 Arrowhead Drive, Suite 225, Fairfax, VA 22030

PROPERTY OWNER:

Name: Same as Applicant

Address: _____

SUMMARY OF PROPOSAL See Proposed Amendments and Statement of Support

MODIFICATIONS REQUESTED N/A

SUPs REQUESTED N/A

[] **THE UNDERSIGNED** hereby applies for Development Site Plan with Special Use Permit approval in accordance with the provisions of Section 11-400 of the 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** also attests that all of the information herein provided and specifically including all surveys, drawings, etc., required of the applicant are true, correct and accurate to the best of his/her knowledge and belief.

Potomac Yard Development, LLC
By: M. Catharine Puskar
Print Name of Applicant or Agent
Walsh, Colucci, Lubeley, Emrich & Walsh, PC
2200 Clarendon Boulevard, 13th Floor
Mailing/Street Address
Arlington, VA 22201

M C Puskar
Signature
703.528.4700 703.525.3197
Telephone # Fax #
cpuskar@arl.thelandlawyers.com
Email address Revised September 22, 2010
May 28, 2010
Date

City and State _____ Zip Code _____

DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: _____ Received Plans for Completeness: _____
Fee Paid and Date: _____ Received Plans for Preliminary: _____

ACTION - PLANNING COMMISSION: _____
ACTION - CITY COUNCIL: _____

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DSUP#2010-0012
DSUP#2010-0021
SUP#2010-0033
SUP#2010-0058

Development SUP # _____

ALL APPLICANTS MUST COMPLETE THIS FORM.

Supplemental forms are required for child care facilities, restaurants, automobile oriented uses and freestanding signs requiring special use permit approval.

1. The applicant is: (check one)

the Owner Contract Purchaser Lessee or Other: _____ of the subject property.

State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership in which case identify each owner of more than ten percent.
See Ownership Attachment

If property owner or applicant is being represented by an authorized agent, such as an attorney, realtor, or other person for which there is some form of compensation, does this agent or the business in which the agent is employed have a business license to operate in the City of Alexandria, Virginia?

N/A

- Yes.** Provide proof of current City business license.
- No.** The agent shall obtain a business license prior to filing application, if required by the City Code.

116

DSup# 0010-0012
 Dsup# 0010-0021
 Sup# 0010-0033
 Sup# 0010-0058

OWNERSHIP AND DISCLOSURE STATEMENT
 Use additional sheets if necessary

1. Applicant. State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. See Ownership Attachment		
2.		
3.		

2. Property. State the name, address and percent of ownership of any person or entity owning an interest in the property located at _____ (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. Same as Above		
2.		
3.		

3. Business or Financial Relationships. Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. N/A		
2.		
3.		

NOTE: Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

Revised September 22, 2010
 May 28, 2010

 Date

 Printed Name

M. Catharine Puskar

 Signature

213117

Alexandria City Council

William Eulle, Mayor
Kerry Donely, Vice Mayor
Frank Fannon IV
Alicia Hughes
Rob Krupicka
Redella "Del" Pepper
Paul Smedberg

Planning Commission

John Komoroske, Chair
H. Stewart Dunn, Vice Chair
Donna Fossum
J. Lawrence Robinson
Mary Lyman
Jesse Jennings
Eric Wagner

Board of Zoning Appeals

Harold Curry, Chair
Mark Allen, Vice Chair
Geoffrey Goodale
David Lantzy
Jennifer Lewis
Eric Zander
John Keegan

**Board of Architectural Review
Old and Historic District**

Thomas Hulfish, Chair
Oscar Fitzgerald, Vice Chair
Arthur Keleher
Wayne Neale
Peter Smeallie
James Spencer
John Von Senden

**Board of Architectural Review
Parker-Gray District**

William Conkey, Chair
Deborah Rankin, Vice Chair
Christina Kelley
H. Richard Lloyd, III
Robert Duffy
Douglas Meick
Philip Moffat

Updated 5/1/2010

Definition of business and financial relationship.

Section 11-305 of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.

DSUP # 2010-0012
 DSUP # 2010-0031
 SUP # 2010-0033
 SUP # 2010-0058

Development SUP # _____

2. Narrative description. The applicant shall describe below the nature of the request **in detail** so that the Planning Commission and City Council can understand the nature of the operation and the use, including such items as the nature of the activity, the number and type of patrons, the number of employees, the hours, how parking is to be provided for employees and patrons, and whether the use will generate any noise. If not appropriate to the request, delete pages 6-9. (*Attach additional sheets if necessary.*)

See Attached Proposed Amendments and Statement of Support

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3. How many patrons, clients, pupils and other such users do you expect?

Specify time period (i.e., day, hour, or shift).

N/A

4. How many employees, staff and other personnel do you expect?

Specify time period (i.e., day, hour, or shift).

N/A

5. Describe the proposed hours and days of operation of the proposed use:

Day	Hours	Day	Hours
N/A			

6. Describe any potential noise emanating from the proposed use:

A. Describe the noise levels anticipated from all mechanical equipment and patrons.

N/A

B. How will the noise from patrons be controlled?

N/A

7. Describe any potential odors emanating from the proposed use and plans to control them:

N/A

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8. Provide information regarding trash and litter generated by the use:

A. What type of trash and garbage will be generated by the use?

N/A

B. How much trash and garbage will be generated by the use?

N/A

C. How often will trash be collected?

N/A

D. How will you prevent littering on the property, streets and nearby properties?

N/A

9. Will any hazardous materials, as defined by the state or federal government, be handled, stored, or generated on the property?

N/A

Yes. No.

If yes, provide the name, monthly quantity, and specific disposal method below:

10. Will any organic compounds (for example: paint, ink, lacquer thinner, or cleaning or degreasing solvent) be handled, stored, or generated on the property?

N/A

Yes. No.

If yes, provide the name, monthly quantity, and specific disposal method below:

1 2# 121

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11. What methods are proposed to ensure the safety of residents, employees and patrons?

N/A

ALCOHOL SALES

12. Will the proposed use include the sale of beer, wine or mixed drinks?

N/A

Yes. No.

If yes, describe alcohol sales below, including if the ABC license will include on-premises and/or off-premises sales. Existing uses must describe their existing alcohol sales and/or service and identify any proposed changes in that aspect of the operation.

PARKING AND ACCESS REQUIREMENTS

13. Provide information regarding the availability of off-street parking:

A. How many parking spaces are required for the proposed use pursuant to section 8-200 (A) of the zoning ordinance?

N/A

B. How many parking spaces of each type are provided for the proposed use: N/A

- _____ Standard spaces
- _____ Compact spaces
- _____ Handicapped accessible spaces
- _____ Other

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C. Where is required parking located? (check one) on-site off-site

If the required parking will be located off-site, where will it be located?
N/A

Pursuant to section 8-200 (C) of the zoning ordinance, commercial and industrial uses may provide off-site parking within 500 feet of the proposed use, provided that the off-site parking is located on land zoned for commercial or industrial uses. All other uses must provide parking on-site, except that off-street parking may be provided within 300 feet of the use with a special use permit.

D. If a reduction in the required parking is requested, pursuant to section 8-100 (A) (4) or (5) of the zoning ordinance, complete the **Parking Reduction Supplemental Application**.

14. Provide information regarding loading and unloading facilities for the use:

A. How many loading spaces are required for the use, per section 8-200 (B) of the zoning ordinance? N/A

B. How many loading spaces are available for the use? N/A

C. Where are off-street loading facilities located? N/A

D. During what hours of the day do you expect loading/unloading operations to occur?
N/A

E. How frequently are loading/unloading operations expected to occur, per day or per week, as appropriate?
N/A

15. Is street access to the subject property adequate or are any street improvements, such as a new turning lane, necessary to minimize impacts on traffic flow? N/A

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Ownership Attachment

May 28, 2010

Potomac Yard Development, LLC, a Delaware limited liability company
Pulte Homes Corporation and Centex Homes are the sole members of Potomac Yard
Development, LLC. Pulte Homes Corporation and Centex Homes are publicly traded on
the New York Stock Exchange.

RP MRP Potomac Yard, LLC

98% Rockpoint Real Estate Fund II, L.P.
500 Boylston Street, Suite 1880, Boston, MA 02116

Sole General Partner:

Rockpoint Real Estate Fund II GP, LLC .1%
Sole Member: Rockpoint Group, LLC (100%)
Managers: Patrick K. Fox
Keith B. Gelb
Jonathan H. Paul
Gregory J. Hartman
William H. Walton

Limited Partners:

Including primarily Pension Funds, Universities
99.9%
and Schools, Foundations and Trusts 2%
MRP Potomac Yard, LLC (MANAGER)
1133 21st Street, NW, Suite 720, Washington, DC 20036

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TAX MAP CHART
 May 28, 2010
 Revised September 22, 2010

Land Bay	Tax Map - Block - Lot	Address
D	025.04-01-06	2405 Potomac Avenue
G	025.01-05-01, -03, -06	2801, 2802, and 2900 Main Line Boulevard
H	025.03-03-01, -02 and Partial -03, -04	2300, 2301, 2600, and 2601 Main Line Boulevard
I	Partial 025.01-03-03, -04, Partial 035.02-02-01 and Partial 035.01-12-01	2000, 2001, 2300 and 2301 Main Line Boulevard
J	Partial 035.01-12-01, Partial 035.02-02-01, 035.04-05-01 and 035.03-10-01	1800, 1801, 2000, and 2001 Main Line Boulevard
L	044.03-07-01	1400 Main Line Boulevard

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DSUP #2010-0012
DSUP #2010-0021
Sup #2010-0033
Sup #2010-0058

STATEMENT OF SUPPORT

DSUP Amendments

May 28, 2010

Revised September 22, 2010

The Applicant is proposing amendments to several DSUP approvals for Potomac Yard in order to generally respond to the newly approved North Potomac Yard Small Area Plan, which increases the density within Land Bay F from 600,000 square feet to 7,500,000 square feet. It is the Applicant's understanding that, as part of this North Potomac Yard Small Area Plan, the City is evaluating the relocation of the Metrorail station north of the existing reservation into Land Bay F. In consideration of the potential future location of the Potomac Yard Metrorail station to the north of the existing reservation and the potential concentration of density of Land Bay F, the Applicant requests these Amendments.

As part of the proposed improvements associated with the relocation of the Metro rail Station, a new pedestrian bridge and other improvements are planned in Land Bay F to connect to Potomac Greens and continue the trail system that is currently approved in Land Bay K. As a pedestrian bridge will be likely be incorporated into the new Metrorail station design, construction of the bridge in the approved location would be duplicative. Therefore, the Applicant requests that Condition #1 through #15 of DSUP #2008-0028 be deleted regarding construction of the pedestrian bridge. The applicable conditions to this request are indicated on the attachment. Pursuant to the associated CDD amendments, the Applicant will provide a contribution in lieu of construction of the pedestrian bridge.

In addition, the Applicant is proposing to delete Condition #16 and amend Condition #17 of DSUP #2008-0027 to allow for the option of providing a monetary contribution in lieu of requirements for Land Bay D. The Applicant agrees to complete the necessary testing and, at the City's discretion, either complete the requirements to cap Land Bay D or provide a monetary contribution in lieu of completing those requirements. If the City elects for a contribution to be made in lieu of remediation, the contribution shall be made and dedication and acceptance of Land Bay D shall occur within 90 days of PYD's receipt in writing that the City will accept Land Bay D "as is." If the City elects for PYD to do the remediation, the remediation, dedication and acceptance shall be completed prior to release of last Certificate of Occupancy for Land Bay I/J

Due to the relocation of the Metrorail station to the north, there will likely be impacts to Land Bay K. As such, the Applicant is requesting the modify or delete conditions of the Land Bay K approval (DSUP #2006-0013) relating to construction of the North Trail and other Land Bay K enhancements adjacent to Land Bay F. The conditions that are being requested for modification or deletion are identified on the attachment. Consistent with the associated CDD amendments, the Applicant will provide a contribution in lieu of construction of these improvements.

Lastly, the Applicant is requesting to delete Condition #81 of DSUP #2006-0018 regarding the requirements on construction phasing of the townhouses in Land Bay I/J.

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DSUP # 2010-0031

SUP # 2010-0033

SUP # 2010-0058

The current condition requires construction to occur from south to north. In order to allow the necessary flexibility in construction and to allow the soccer fields in the area to remain operational through the Spring 2011 season, the Applicant is proposing to delete this requirement regarding construction phasing.

In conjunction with these requests, the Applicant has submitted under separate cover a Master Plan Amendment, Zoning Ordinance Text Amendment and an amendment to the CDD Concept Plan, conditions and Urban Design Guidelines. Additional detail is provided in those applications.

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