

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Zoning Commission



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ZONING COMMISSION FOR THE DISTRICT OF COLUMBIA
ZONING COMMISSION ORDER NO. 11-03A(2)
Z.C Case No. 11-03A
Hoffman-Struever Waterfront, LLC
(Second-Stage Planned Unit Development – Southwest Waterfront)
Parcel 3A, Parcel 3B, District Pier, Pier and Avenue Mews, and Adjacent Spaces
January 14, 2013

Pursuant to notice, the Zoning Commission for the District of Columbia (the “Commission”) held a public hearing on June 28, July 2, July 12, July 23, and July 31, 2012, to consider an application for a second-stage planned unit development (“PUD”) filed by Hoffman-Struever Waterfront, LLC, (the “Applicant”) on behalf of the Vestry of St. Augustine’s Church and the District of Columbia, through the Office of the Deputy Mayor for Planning and Economic Development, the current owners of the property. The project site is generally bounded by the Washington Channel of the Potomac River and Maine Avenue, between 11th Street on the west to 6th Street on the east, all in Southwest Washington. The Commission approved the Stage 1 PUD application for this project by order dated December 16, 2011, in Z.C. Case No. 11-03. This Stage 2 PUD application encompasses the portion of the project site known as Parcels 2, 3, 4, and 11, the Capital Yacht Club, and the public open spaces known as the Wharf, the Transit Pier, the District Pier, the Yacht Club Piazza, the Mews, Jazz Alley, 7th Street Park and Waterfront Park, as well as temporary uses on Parcel 1 (the “Application”). The Commission considered the Application pursuant to Chapters 24 and 30 of the District of Columbia Zoning Regulations, Title 11 of the District of Columbia Municipal Regulations (“DCMR”). The Commission divided the Application into four discreet segments corresponding to the four parcels and adjacent spaces, with each segment considered on a separate hearing date. Upon a motion made by the Applicant, the Commission granted a request to deliberate and vote on each segment separately, and issue separate orders accordingly. The public hearing was conducted in accordance with the provisions of 11 DCMR § 3022. For the reasons stated below, the Commission hereby approves this segment of the Application for the Parcel 3A, Parcel 3B, District Pier, Pier and Avenue Mews, and adjacent spaces (“Parcel 3 PUD”).

FINDINGS OF FACT

The Application, Parties, and Hearings

1. On February 3, 2012, the Applicant filed the Application with the Commission for second-stage review and approval of a PUD for the following land and adjacent riparian areas of the Washington Channel: Lots 804, 805, 806, 822, 823, 824, 825, 826, 827, 828, 831, and 849, and portions of Lots 839 and 850 in Square 473. The Application also included the land owned by the Vestry of St. Augustine's Church at Lots 83 and 814 in Square 473 ("Parcel 11"). The Stage 2 PUD contains approximately 991,113 square feet of land, as well as piers and docks in the riparian area. The property is presently improved with buildings and improvements constructed under the Southwest Urban Renewal Plan for the Southwest Waterfront. The Applicant intends to redevelop the PUD site to implement the city's revitalization plan for a new, mixed-use Southwest Waterfront.

2. By report dated March 30, 2012, the Office of Planning ("OP") recommended that the Application be set down for a hearing. At its public meeting held on April 9, 2012, the Commission voted to schedule a public hearing on the Application. At that same meeting, the Commission determined to divide the project into four segments and consider each segment individually on a separate hearing night, as follows:

<u>Hearing Date</u>	<u>Topic</u>
June 28, 2012	Parcel 2, the Combined Heating & Power Plant, Parcel 1 temporary uses, and the Transit Pier
July 2, 2012	Parcel 3A, Parcel 3B, District Pier and Pier & Avenue Mews
July 12, 2012	Parcel 4A, Parcel 4B, Capital Yacht Club, Yacht Club Plaza, Piazza Mews, Jazz Alley, and 7th Street Park
July 23, 2012	Parcel 11A, Parcel 11B, and Waterfront Park

The Commission also established separate deadlines for requests for party status for each segment of the hearing. The Commission added a final hearing night on July 31, 2012, to review the architectural designs approved in concept by the U.S. Commission of Fine Arts at its July 19, 2012 meeting, and to receive rebuttal testimony and hear closing arguments from the Applicant.

3. On April 12, 2012, the Applicant submitted a pre-hearing statement for the project, along with several architectural drawings, to respond to issues raised by the Commission and OP (Exhibit ["Ex."] 19). The Applicant also filed a supplemental statement on June 12, 2012, with additional drawings and information on Parcel 3A, Parcel 3B, the District Pier, the Pier and Avenue Mews, and related spaces. (Ex. 29, 30A).
4. A description of the proposed development and the notice of the public hearing in this matter were published in the *D.C. Register* on May 11, 2012. The notice of public hearing was mailed to all property owners within 200 feet of the PUD site as well as to Advisory Neighborhood Commission ("ANC") 6D. On July 2 and 31, 2011, the Commission held a hearing to consider Parcel 3 PUD.
5. The parties to the Parcel 3 PUD case were the Applicant, ANC 6D, and the Gangplank Slipholders Association ("GPSA"). The Commission denied party status to Seven Seas Cruising Association and Mr. Gene Solon as not being uniquely affected by the Parcel 3 PUD under the Commission's rules.
6. At the July 2, 2012 hearing, the Applicant presented seven witnesses in support of the Parcel 3 PUD: Shawn Seaman, on behalf of Hoffman-Struever Waterfront LLC; Hilary Bertsch of Perkins Eastman Architects; Robert V. Sloop, Moffatt & Nichol; Austin Flajser of Carr Hospitality; Bahram Kamali, BBG BBGM Architects; Omar Calderon, Perkins Eastman Architects; and Robert Schiesel, Gorove/Slade Associates. Based upon their professional experience and qualifications, Ms. Bertsch and Messrs. Kamali and Calderon were recognized as experts in architecture, Mr. Schiesel as an expert in transportation planning, and Mr. Sloop as an expert in marina design and engineering.
7. Matthew Jesick, Development Review Specialist at the District's OP, and Sam Zimbabwe and Jamie Henson of the District's Department of Transportation ("DDOT") testified in support of the Parcel 3 PUD with certain comments and conditions.
8. On June 19, 2012, ANC 6D submitted its initial resolution to the record in opposition to the Application based on insufficient time to review materials provided by the Applicant. At its meeting on July 30, 2012, which was duly noticed and at which a quorum was present, ANC 6D voted 4 - 3 to support the Application, with conditions.
9. Dan Waldrop of the Capital Yacht Club and Richard Westbrook testified as persons in support of the Parcel 3 PUD. The Commission received letters in support from the following: Congresswoman Eleanor Holmes Norton,

- Councilmember Tommy Wells of Ward 6, Washington Area Bicyclist Association, Ward 8 Workforce Development Council, Disabled American Veterans, Mandarin Oriental Hotel, Entertainment Cruises, D.C. Dragon Boat Club, Cultural Tourism D.C., Carl Cole, Arena Stage, Anacostia Watershed Society, American River Taxi, D.C. Students Construction Trade Foundation, Deanwood Heights Main Streets, Inc., Capitol Square at the Waterfront, Community Benefits Coordinating Council, and the Riverside Condominium Association.
10. The following persons testified in opposition to the Parcel 3 PUD: Ron McBee, Christopher Snow, Philip Johnson, Gene Solon, Scott Berg, Robert Doty, Quentin Borges Silva, Bernisse Lester, and Michael McDonald. The Commission received letters in opposition to the overall Stage 2 PUD from the following: Seven Seas Cruising Association, Potomac River Yacht Clubs Association, Quentin Borges-Silva, and Kael Anderson.
 11. At its public meeting held on November 14, 2012, the Zoning Commission took proposed action to approve with conditions the Parcel 3 PUD.
 12. The Parcel 3 PUD was referred to the National Capital Planning Commission (“NCPC”) for review of any impacts on the federal interest under the Comprehensive Plan. Through a letter dated December 12, 2012, the NCPC Executive Director stated that at a meeting held December, 2012, NCPC voted to adopt an action through which it commented favorably on the portion of the Phase 1, Second Stage PUD, that included Parcels 2, 3, and 4 in addition to several open spaces; in-water development; and development of The Wharf itself. The comment did not extend to Parcel 11 because the Zoning Commission had not yet taken proposed action. (Ex. 262.)
 13. The Zoning Commission took final action to approve the Parcel 3 PUD on January 14, 2013.
 14. The Southwest Waterfront project is a public-private partnership between the District of Columbia and Hoffman-Struever Waterfront, LLC, which entered into a land disposition agreement (“LDA”) for its development. The District of Columbia, as owner of all the property in the PUD site except for Lots 83 and 814 in Square 473, the Vestry of St. Augustine's Church, the owner of Lots 83 and 814 in Square 473, and Hoffman-Struever Waterfront, LLC the master developer selected by the District to implement the project, submitted their Application for approval of a second-stage PUD to fulfill the revitalization plan envisioned by the District to reactivate the Southwest Waterfront. The project site fronts on the Washington Channel in Southwest Washington and is generally bounded on the

northwest by the Maine Avenue Fish Market and Case Bridge (part of the highways comprising the 14th Street Bridge), Maine Avenue to the northeast, Washington Channel to the southwest, and on the southeast by N Street, S.W. and 6th Street, S.W.

15. Pursuant to the Stage 1 PUD approval, the project will include an aggregate floor area ratio (“FAR”) of 3.19, which includes the private streets in the project area, or approximately 3,165,000 square feet of gross floor area. The density excluding the private streets is approximately 3.87 FAR. Proposed uses will include approximately 1,400 mixed-income and market rate residential units, with 160,000 square feet of the gross residential space set aside for households earning no more than 30% and 60% of the Washington–Arlington–Alexandria, DC–VA–MD–WV Metropolitan Statistical Area median income (“AMI”); approximately 925,000 square feet of office space; a luxury hotel with a total of 278 guest rooms, and two additional hotels with approximately 405 rooms; approximately 300,000 square feet devoted to retail uses; a minimum of 100,000 square feet devoted to cultural activities; and more than 10 acres of parks and open space on the land side. The riparian area will feature four public or public use piers, as well as approximately 80,000 square feet of maritime-related commercial, recreational, and service development.
16. This first Stage 2 PUD proposes the development of six buildings on four different parcels. It will also encompass the creation of new public and open spaces known as The Wharf, the Transit Pier, the District Pier, the Piazza Mews, the Avenue Mews, the Pier Mews, and Jazz Alley (collectively the “Mews”), the Yacht Club Piazza, the 7th Street Park, and Waterfront Park. Parcel 1 will also be improved with a temporary parking lot/event space.

The PUD Project

17. The Parcel 3 PUD that is the subject of this order encompasses Parcel 3A, 3B, the District Pier, the Pier and Alley Mews, and related spaces.

The Applicant and Development Team

18. The master developer and Applicant of the overall PUD project is Hoffman-Struever Waterfront, LLC, doing business as Hoffman-Madison Waterfront, LLC. The Applicant is processing this Application on behalf of the Deputy Mayor's Office for Planning and Economic Development and St. Augustine's Church. The Applicant's team includes the District-based Certified Local, Small, and Disadvantaged Business Enterprises of E.R. Bacon Development, Paramount Development, and Triden Development, as well as District-based CityPartners.

Approved Stage 1 PUD Development Parameters

19. Under the Stage 1 PUD, the Commission approved the parameters for the development of the Southwest Waterfront, as shown on the architectural plans submitted to the record. The PUD order authorizes a landside density of 3.87 FAR, excluding private rights-of-way, with a combined gross floor area of approximately 3,165,000 square feet. Waterside uses may have a maximum potential density of 0.68 FAR, or 114,000 square feet of gross floor area. (*See* Z.C. Order No. 11-03, at p. 33 (Condition Nos. A-1 and A-2).)
20. The Commission authorized a maximum building height of 130 feet on Parcels 1 through 4 and 6 through 9, which were rezoned to the C-3-C Zone District. Construction on Parcel 5, also located in the C-3-C Zone District, may not achieve a height greater than 110 feet. The proposed residential building on Parcel 11, located in the R-5-B Zone District, may not exceed 45 feet in height, or an overall height of 57 feet with an occupied penthouse, as shown on the approved drawings submitted to the record. The height of the church building on Parcel 11 may not exceed 45 feet (or 49 feet to the peak of the sloped roof). The building on Parcel 10, located in the W-1 Zone District, may not exceed 60 feet in height. Finally, the residential building on Pier 4 shall have a maximum height of 45 feet. (*Id.* (Condition No. A-3).)
21. With respect to parking facilities, the Commission authorized the construction of one or more below-grade parking structures on two to three levels that are required to provide spaces for approximately 2,100-2,650 vehicles. The PUD project is also required to provide parking or storage for 1,500-2,200 bicycles and sufficient loading facilities to accommodate the mix of uses on the site. The precise amount of parking and loading is to be determined for each Stage 2 PUD. (*Id.*)
22. Consistent with the phased development endorsed by the Commission, the first Stage 2 PUD filed by the Applicant encompassed Parcels 2, 3, and 4. Additionally, in order to accomplish the development needs of St. Augustine's Church, the Application included Parcel 11, as well as a temporary parking lot/event space on Parcel 1. Parcel 5, which was originally contemplated as part of this first phase of development, was not included with this Application.²

² The Stage 2 PUD application for Parcel 5 was subsequently filed on September 24, 2012, as Z.C. Case No. 11-03B and is presently under consideration by the Commission.

Overview of the Project Design Intent

23. The Southwest Waterfront PUD has been designed to reunite the city with the water's edge and re-enliven it with a mix of uses and year-round urban vibrancy. The concept is to bring the city's unique urban qualities of buildings with street walls and dynamic public open spaces to this area, while recalling the thriving commercial aspects of the historic working waterfront that once lined the Washington Channel. This working wharf once connected the upland city streets to the maritime edge, and was characterized by an industrial warehouse district with a focus on maritime activities.
24. As described during the approved Stage 1 PUD, the new development will provide a mix of uses to ensure an active waterfront throughout the year, day and night. The development will be pedestrian-oriented, with very limited vehicular access, and then for convenience only. The PUD has been designed as a series of "places," not projects. Each place is the integration of architecture and landscape design to create inviting and memorable public environments. There will be a variety of gathering places to cater to every interest, ranging from actively programmed places to simple promenades and parks for passive enjoyment of the water and its environs.
25. The plan for the waterside has been fully integrated with the land plan. The project will incorporate four new public use piers along the Washington Channel, allowing access into the Channel for the first time. The District Pier, the largest of the piers, is intended to be the primary waterside entrance to the project and the host for the District's waterside events. A host of other tour boats, tall ships, and maritime vessels, such as water taxis, will be added to the existing recreational maritime activities to provide much more activity and many more reasons for the public to use the waterfront and engage in water sports and activities. The waterside development and the new pierhead line will extend to the limit of the federal navigational channel, pursuant to permit number 2011-00766 (SOUTHWEST WATERFRONT REDEVELOPMENT/THE WHARF) issued by the U.S. Army Corps of Engineers. The boundary of the waterside development is co-terminus with the PUD boundary shown on Sheet 2.1 of Volume 0 of the drawings. (Ex. 200A.)

Parcel 3 Proposed Development

26. Parcel 3 is located toward the northwestern portion of the PUD site, across from and southeast of Parcel 2. It has a land area of 53,509 square feet but is part of the larger proposed Lot 1 that will encompass Parcels 1, 2, 3, 4, and 5, as shown on Sheet 1.13 of Volume 0 of the drawings. (Ex. 218.) The overall land area of

Proposed Lot 1 is 489,362 sf. Together with the other proposed buildings in this first Stage 2 PUD, Lot 1 will be developed with a total of 1,463,970 square feet of GFA, which equates to an overall FAR of 2.99 FAR.

27. The new development on Parcel 3 will consist of two parts: a commercial office building with ground floor retail on the north half of the site fronting on Maine Avenue, known as Parcel 3A; and a hotel with accessory retail and service uses located on the south half fronting on the Wharf, known as Parcel 3B. Parcels 3A and 3B are bisected by the Pier Mews which links District Pier and Capital Yacht Club Plaza.

Parcel 3A Development

28. The Parcel 3A portion of the site has a land area of approximately 26,707 square feet. It will be improved with an 11-story commercial office building, rising to a height of 130 feet. Retail uses, consisting of approximately 11,271 square feet of gross floor area (“GFA”), will be located on the ground floor. The office portion will be comprised of approximately 226,609 square feet of GFA. The Parcel 3A building follows the design guidelines established under the Stage 1 PUD, which stipulates massing, scale, and materials for the pedestrian-scale environment, building corners, massing, and skyline elements. The primary orientation of the building is toward Maine Avenue and is intended to project a civic presence that relates to the grand urban tree-lined boulevards found throughout the District with an architecture that is complementary to the adjacent community, as well as to allow for a reading of its use as a commercial office building.
29. Following the guidelines of the Stage 1 PUD, the lowest three floors establish a base, or podium, level that reinforces a pedestrian-oriented environment. As the building turns the corner onto the area known as the District Pier, the brick coloration and use of canopies and signage conform to a common design language that reinforces the retail environment. The building’s pedestrian scale further creates an intimate environment in the adjacent mews streets for use by pedestrians while still allowing for limited vehicular and loading access. Within the building, adjacent to Maine Avenue, is a reconfigured vent shaft assembly for Metro’s Yellow Line tunnel. The louver is set above the pedestrian eye level and will be seamlessly integrated into the architecture of the building to minimize impacts on the pedestrian environment while complying with WMATA’s needs and requirements.
30. A visual rhythm and balance is established by a base of three stories and a middle and top section of seven stories of brick with a greater percentage of inset glazing. The painted aluminum curtain wall expresses the corner of the building as it turns

at Maine Avenue to the District Pier. This element visually reinforces the entrance to the District Pier and relates to Parcel 2's vertical elements. In response to comments from the Commission at the set-down meeting and the U.S. Commission of Fine Arts ("CFA"), the penthouse was scaled down and set back at that corner. The building uses materials and massing that respond the adjacent Parcel 3B (hotel).

Parcel 3B: Intercontinental Hotel with Ground-Floor Retail

31. Parcel 3B, which fronts on the Wharf with a total land area of 26,802 square feet, will be improved with a 12-story luxury hotel with approximately 278 guest rooms or "keys." Developed by the Carr Hospitality Group for Intercontinental Hotels, the new building will be a signature focal point along the Wharf. The building will rise to a height of 130 feet and have approximately 244,269 square feet of GFA, of which 5,074 square feet will be devoted to retail uses on the ground floor level.
32. Designed by BBG-BBGM Architects & Interiors Inc., the proposed hotel takes advantage of its prime location on the waterfront. The southwest face of the building will border the pedestrian-oriented Wharf and offer views over the piers and boats of the Capital Yacht Club, and beyond, extending as far as Hains Point and the distant Potomac River. This exceptional site arrangement offers a venue for the creation of a new public square, or plaza, designed to accommodate public events. This open space results from the widening of the access from Maine Avenue to the Pier and will be known as the District Pier Plaza. It will be designed as the main entrance to the wharf area and be located at the junction of the Wharf and the District Pier at the west corner of the hotel. At the entrance to the plaza, automobile traffic will be diverted through a mews along the northwest side of the hotel. Traffic will enter a second small plaza, known as Yacht Club Piazza, allowing for drop-offs at the hotel entry to the east, or will turn off and enter a public parking garage. The Parcel 4 condominium entry, and the Capital Yacht Club share this eastern plaza.
33. The architectural form of the new hotel takes cues from its site while incorporating the functional and spatial necessities of the hotel. The ground floor includes a spacious reception lobby, a lounge, which connects to an outdoor seating area overlooking the Wharf, a restaurant, retail spaces, staff office areas, as well as a loading dock area. The second floor incorporates a conference center with a ballroom, meeting rooms, and service spaces. The 5,400 square-foot ballroom will be unique to Washington, D.C., and most other ballrooms, in that it will have two glass walls with views out over the water and the District Pier Plaza. The third floor houses the hotel spa and fitness rooms, as well as the hotel

- “back of house” functions. The fourth through 11th floors will house 278 guest rooms. The 12th floor will have two special function meeting rooms and house the Sky Bar, a premier lounge open to the public. The Sky Bar will be accessed by an elevator connected to a ground floor entrance from the District Pier Plaza. The meeting rooms and the Sky Bar will offer exceptional views past the inlet to the Potomac River and the Jefferson Memorial. The rooftop features a pool for hotel guests.
34. The architectural form of the building is intended to reflect the shape of the city block on which it is situated. Each of its four facades faces a street of different function and character: the District Pier Plaza to the west, Yacht Club Piazza to the east, the Pier Mews to the north, and the Wharf to the south. Each elevation is designed to suggest a pedestrian scale reflective of its particular street frontage and function. Nine of the building’s 12 stories are set back from a three-story base, which serves as a pedestal for the entire structure. The hotel guest floors are L-shaped in order to provide a variety of views and to maximize the advantage of corner suites. A large clock tower was originally incorporated into the southwest corner of the building to provide a signature focal point and demarcate the hotel’s prominence along the Waterfront. In response to comments from the Commission and CFA, the clock tower element was removed and the top story articulated instead as an understated yet elegant glass form. The top floor along the Wharf, which houses public function spaces, is set back from the face of the building and incorporates the use of canopy sunshades to lend a sense of lightness and elegance to the structure.
35. The building has been designed to create a modern expression for a waterfront building that plays with the “harborside” aesthetic in various ways. The primary materials are red brick, slate grey metal, and glass. The lower three stories of the building feature a granite base, brick piers, and metal-framed panels of glass. Canopies of various types provide shade during the day and lighting at night to the sidewalk cafés and seating areas. Large two-story window bays occur on the guest room levels (Floors 4-11) on all façades. Setbacks within the masonry walls at every other floor reflect the residential character of the building. This luxury hotel design will provide a significant new hospitality resource to the repertoire of Washington, D.C., hotels, creating a unique urban resort experience for those who visit or stay at this venue.

District Pier

36. District Pier, a prominent organizing access point to the PUD site, consists of both the landside and waterside public space improvements. It will be constructed between Parcels 2 and 3 in the former 9th Street right-of-way and over the two-

- level garage to function as the primary entrance gateway for pedestrians, bicyclists, and motorists. In particular, the District Pier will provide a landmark entry connection for pedestrians that are accessing the site from the L'Enfant Plaza Metro Station or the National Mall by way of Banneker Park and the L'Enfant Promenade. Metal rigging poles, approximately 40 feet in height, will line the pier in a procession to the water, and will also house utility connections and other service lines.
37. Toward Maine Avenue, the District Pier will be organized around an open, glass-covered central plaza designed with a bosque of trees and a water feature to bring the water as close to Maine Avenue as possible. The initial architectural treatment of the glass canopy was scaled back and redesigned to create a more simplified presence, in response to comments from the Commission and CFA. The Maine Avenue end of the District Pier will facilitate convenience vehicular circulation as well as valet and passenger drop-off and provide access by way of the Pier Mews to one of the below-grade parking entrances. Pedestrian access to the below-grade parking garage will be located within this central plaza, which creates a welcoming civic experience for the visitor. This connection to the garage is designed to bring light and air down into the below-grade levels and enhance the entrance experience for motorists and bicyclists that park in the garage.
 38. The District Pier features a generous pedestrian-only zone along the Wharf that is flexible and can function as a civic gathering place, as a venue for outdoor events, displays, shows, festivals, tented events, musical concerts, outdoor festivals, and other public and private gatherings. This distinct urban space will connect Maine Avenue to the water and welcome visitors to the Wharf. The deck of the pier will be clad in Kebony or similar wood.
 39. The District Pier includes two structures: the Pier House Café and the Dockmaster Building. The Pier House café is designed to be as welcoming and transparent as possible, while also shielding from view the back-of-house operations of a restaurant. Those portions of the café walls will be clad in a local carderock. A water element marks each side of the building to reinforce the connection to the water from Maine Avenue to the channel. The pier house has approximately 3,700 square feet of GFA.
 40. The Dockmaster Building is located at the terminus of the District Pier and houses the dockmaster offices, public facilities, and storage. Stairs lead to the upper floor of the two-story building. The building will be clad in wood, matching the pier, with generous amounts of glass with views to the water. This building is designed to support the maritime commercial activities by providing a security checkpoint,

ticketing, passenger staging and a restroom area. Its function would be similar to the combined functions of an airport control tower, a communication center, a security checkpoint and boarding gates. The dockmaster's office will be located in the offshore end of the building outfitted with large windows to allow a clear view of the channel, the marinas and all pier activities. This will allow the dockmaster to assist in the coordination of the response to fire, police and Homeland Security emergencies. The building will also be designed to provide a security checkpoint and screening protocols at a controlled access point from the land to the water as required by the Marine Transportation Security after 2002. The Dockmaster house has approximately 5,285 square feet of GFA.

41. The length of the pier between the two buildings is the maritime gateway to the city. It will be designed to provide permanent and transient berthing for the flagships of countries, tall ships, military vessels, antique and historic ships and other large display vessels. The District Pier is 456 feet long, 55 feet wide at an elevation of eight feet to allow for boarding of vessels with different size freeboards. There's a safety and channel maintenance buffer of 40 feet between the end of the pier and the edge of the federal channel. The District Pier has timber fendering around its entire perimeter.

The Mews

42. The interstitial space between and within building sites on Parcel 3 are designed as mews streets or alleys. These connectors will not only provide primary entrances for access to loading/service areas in the areas closest to Maine Avenue, but are also intended to be very low speed, curbsless pedestrian-dominated environments that support unique retail, restaurants, and entertainment opportunities. These special areas will provide for an intimate and sometimes romantic environment, reminiscent of the compact streets found in the hearts of older historic cities around the world. Retail opportunities will be of varied size and provide unique opportunities for start-ups, incubators, outdoor cafés, and experimental retail, which may also include smaller music and arts venues among other retail and restaurant opportunities.
43. The mews streets are oriented both perpendicular and parallel to the water, providing a small-scale street grid within the site. The perpendicular mews streets increase the site's porosity and provide an enhanced number of viewsheds from Maine Avenue to the water. These smaller visual connections, in concert with the enhanced views provided through the primary public spaces such as the District Pier and 7th Street Park, will provide unprecedented linkages between the Washington Channel and the upland Southwest neighborhood. The mews streets that run parallel to the Washington Channel through Parcels 3 and 4 provide an

additional level of options for pedestrians, cyclists, and motorists to “percolate” through the site. This provides more varied and granular experiences, can provide shelter and protection from the wind and elements, and increases the opportunity for exploration and variety within the project site. The shared space will be carefully delineated with different pavers to distinguish dedicated pedestrian walkways from shared spaces to ensure pedestrian safety.

44. The Pier Mews and Avenue Mews streets will be designed to be flexible. They may facilitate vehicular access and loading at some times during the day and at other times be primarily pedestrian in nature, filled with café tables, spill-over retail and entertainment opportunities. Loading bays and vehicular/bicycle parking garage entries are provided off of these mews streets but they have been designed to minimize their potential negative visual and experiential qualities on pedestrians within the mews.

Parking, Loading, and Curbside Management

45. Parking for the office building will be located below grade in the shared parking facility under Parcels 2, 3, and 4. The shared parking garage, which includes electric vehicle charging stations and car-sharing spaces, is described in greater detail in the companion Zoning Commission order for the Parcel 2 PUD. (See Z.C. Order No. 11-03A(1).) The garage provides 1,095 automobile spaces, 712 long-term and 120 short-term spaces for bicycles. One hundred parking spaces will be dedicated for the hotel use on Parcel 3.
46. Loading facilities for the office building and the hotel will be located in each building at the interior of the site and are accessed off of the mews streets. Three 20-foot curbside drop-off and pick-up locations are located in front of the office building along Maine Avenue and another three spaces in front of the hotel. The valet stand along the wharveside of the hotel will provide two additional spaces. A loading and curbside management plan will ensure coordination of trucks and deliveries within the PUD site. (Ex. 196, 246A, 246B.)

Sustainable (LEED) Development

47. The Applicant has developed guidelines to ensure that the vertical development of this Stage 2 PUD has been designed in accordance with LEED-ND Gold objectives, in order to meet individual certification requirements and to comply with the overall larger framework of LEED-ND criteria. (See Z.C. Order No. 11-03, p. 36 (Condition No. B-7).) With the exception of the church portion of the Parcel 11 building, each new building or vertical development component will achieve a LEED-NC (new construction) or LEED-CS (core and shell) Silver

- rating or higher. With the exception of the church portion of the Parcel 11 building, each building has also been designed to meet the LEED stormwater requirements for both quality and quantity in conformance with the certification process sought for each building. LEED score sheets included for each of the buildings demonstrate how the buildings will achieve the sustainable objectives.
48. The LDA between Hoffman-Struever and DMPED requires the project to incorporate sustainable design criteria and pursue LEED 2009 for Neighborhood Development (LEED ND) certification by the Green Building Certification Institute (GBCI) at the Gold-level or higher. LEED certification at the target level requires compliance with and documentation of all prerequisites and between 60 and 79 points.
 49. In keeping with the approved Stage 1 PUD and the LDA, the overall project is designed and developed in its entirety to meet the requirements of the D.C. Green Building Act of 2006 that came into effect March 8, 2007. All individual buildings within the project, with the exception of the church portion of the Parcel 11 building, will pursue LEED certification with the GBCI at the Silver level or higher in compliance with the appropriate individual building certification system, New Construction (NC), Core & Shell (CS) or Commercial Interiors (CI).
 50. Sustainable strategies include creating pedestrian-friendly streets by limiting speeds and the design of the streetscape; creating civic, public use spaces, and basic services that are accessible on foot, and energy efficiency at the macro level.
 51. The project incorporates progressive strategies to address the management and treatment of the large volumes of stormwater generated on site. This is being done through the use of extensive Low Impact Development zones along Maine Avenue and the Wharf, and within the 7th Street Park and Waterfront Park and through the construction of a monumental stormwater reuse cistern. The monumental cistern will collect up to the 3.2-inch storm event from the main parcel/Wharf area as required by the Anacostia Waterfront Development Zone stormwater regulations and will reuse it for on-site uses such as condenser water make-up (primarily through the makeup requirement for the CHP/Cogen plant and/or the individual buildings). This stormwater reuse program treats stormwater as resource instead of a liability, and will help to improve the health of the Potomac River Watershed and the overall Chesapeake Bay. Additionally, all individual buildings within the project, with the exception of the St. Augustine's Church, will meet or exceed the LEED NC & ND stormwater credits as appropriate to the rating system that certification is being sought under. Individual buildings will also perform periodic water quality testing on the generated stormwater runoff from the site.

BID/Project Association; First Source; CBE

52. The Applicant has entered into a Certified Business Enterprise (“CBE”) Agreement, with the D.C. Department of Small and Local Business Development (“DSLBD”) in order to achieve, at a minimum, 35% percent participation by certified business enterprises in the contracted development costs for the design, development, construction, maintenance, and security for the project to be created as a result of the PUD.
53. The Applicant has also executed a First Source Employment Agreement with the Department of Employment Services to achieve the goal of utilizing District residents for at least 51% of the new jobs created by the PUD project. (Ex. 209.) Prior to issuance of a building permit for any construction of the Parcel 3 PUD, the Applicant shall complete the Construction Employment Plan (referred to during the hearing as "page 11") of the First Source Employment Agreement outlining the hiring plan for the project. The Applicant and its contractor, once selected, shall use best efforts to coordinate apprenticeship opportunities with construction trades organizations, the D.C. Students Construction Trade Foundation, which is an affiliate of the Cardozo Trades Academy, and other training and job placement organizations to maximize participation by District residents in the training and apprenticeship opportunities in the PUD.
54. In a separate effort, the Applicant has committed that 20% of the retail space will be set aside for "unique" and/or "local" businesses. As defined under the LDA, a "local" business is a retailer that is either a CBE or a retailer headquartered in the District of Columbia. A "unique" business is a retailer owning or operating fewer than eight retail outlets in the aggregate at the time such retailer enters into a retail lease at the PUD (inclusive of such retail outlet at the PUD). The Applicant will work collaboratively with business and community organizations throughout the District to identify and, where possible, mentor potential small restaurateurs and retailers to help them lease and successfully operate these retail spaces. The Applicant will also have kiosks along the promenades, and in parks and other public spaces, where even smaller local businesses can try out their retail concepts on a low-risk basis; those kiosk operators who are successful may have the opportunity to move indoors, into one of the spaces reserved for unique and local business enterprises, thereby growing their business.

Workforce Intermediary Program

55. Consistent with the Stage 1 PUD approval, the Applicant has committed to contributing \$1 million to the District's Workforce Intermediary Program. At the time of the Stage 1 PUD approval, the Applicant had already paid \$250,000 of

that commitment. The Applicant will fund the remaining \$750,000 as part of this Stage 2 PUD.

Project Benefits and Amenities

56. In its Stage 1 approval of the PUD, the Commission evaluated the public benefits and amenities of the PUD, concluded they were an adequate tradeoff for the zoning flexibility requested, and required the Applicant to identify the benefits and amenities proposed for each Stage 2 application, as well as the overall status of the delivery of the benefits and amenities for other aspects of the PUD. This Stage 2 PUD delivers the appropriate benefits and amenities required by the Stage 1 order for this portion of the overall development.

Development Incentives and Flexibility

57. *Roof structure setbacks:* Pursuant to § 411 of the Zoning Regulations, all penthouse roof structures are required to be setback one foot from the exterior walls of the building for each foot of vertical height of the penthouse. Here, the Applicant is proposing a less than 1:1 setback. As originally submitted, the Applicant sought a greater degree of relief from the setback requirements but redesigned the penthouses in response to comments from the Commission.
58. *Parking:* The uses on Parcel 3A generate a requirement for 135 parking spaces for vehicles and seven spaces for bicycles. The uses on Parcel 3B generate a requirement for 93 parking spaces for vehicles and another five spaces for bicycles. The Applicant proposes to satisfy these requirements in the shared parking facility.
59. *Loading:* The uses on Parcel 3B generate a requirement for two 30-foot loading berths, one 55-foot loading berth, two 100-square-foot platforms, one 200-square-foot platforms and one delivery space. The Applicant seeks flexibility to eliminate the 55-foot berth and the 200-square-foot platform.
60. No other zoning relief was requested or granted.
61. *Flexibility for Minor Design Details:* Additionally, the Applicant requested minor relief from the architectural details, materials, interior layouts and other similar relief that is typical in PUD applications to allow for adjustments as designs develop into the construction detail phase. The Commission finds that such relief is also appropriate in this instance, as well, as noted in the conditions below.

Office of Planning Report

62. By report dated June 20, 2012, OP recommended approval of the Parcel 3 PUD components, including the office/retail building on Parcel 3A, the hotel building on Parcel 3B, the District Pier and its accessory buildings, and the Pier Mews and Avenue Mews. With respect to Parcel 3A, however, OP continued to express concerns about the appearance of the WMATA air vent and its impact on the pedestrian spaces, and the architectural embellishment at the roof. The Applicant subsequently revised those elements of the building and secured endorsement of the Parcel 3A design from CFA.

DDOT Report

63. DDOT submitted a memorandum, dated June 18, 2012, in support of the PUD, with several recommendations. DDOT concluded that, after an extensive multi-administration review, that any adverse effects of the Phase I development can be mitigated, and that the Applicant had adequately documented the most likely extent of those impacts. DDOT also noted, however, that there are significant needs to be addressed in the local and regional transportation system to handle the pedestrian, transit, and vehicular traffic generated by the development, most of which the Applicant documented and addressed through their statement. DDOT also expressed concerns that that the transportation scenario assessed in the transportation impact statement is not definite, and, in particular, relies on aggressive but achievable non-automobile travel. Therefore, DDOT recommended that an enforceable monitoring program for Transportation Demand Management ("TDM") be implemented to mitigate future impacts, should they arise.
64. In response to the DDOT report, the Applicant submitted a detailed mitigation plan and a separate Loading and Curbside Management Plan, marked as Exhibit 196 in the record. The Commission finds that Applicant has satisfactorily addressed DDOT's concerns, as demonstrated by the supplemental information provided by the Applicant and DDOT on November 28, 2012. (Ex. 246A, 246B.) The Commission further finds that the curbside loading and management plan adequately address the traffic and transportation concerns affecting the Parcel 3 PUD.

ANC Report

65. On June 19, 2012, ANC 6D submitted its initial resolution to the record in opposition to the Application based on insufficient time to review materials provided by the Applicant. The ANC was concerned about issues raised by the

- GPSA; the relation of the project to the North; changes that might occur the project as a result of USACE review and pending legislation affecting the Washington Channel; traffic; and concerns relating to Kastles Stadium, Parcel 11, and the Waterfront Park.
66. On August 21, 2012, ANC 6D submitted a second resolution to the record rescinding its June 19 resolution and supporting the Stage 2 PUD, with conditions. The ANC requested the Commission to review the materials the Applicant submitted to the record in response to the ANC. (Ex. 171-171CC2). The ANC commented on the progress that had been made among GPSA, the Applicant, and the Deputy Mayor's Office for Planning and Economic Development in reaching an agreement on the successful continuation and accommodation of the live-aboard community. The ANC continued to express dissatisfaction with DDOT's analysis of the project because DDOT has not yet concluded its M Street SE/SW Transportation Plan. The ANC was also dissatisfied with DDOT's planning for the Circulator bus for Southwest Waterfront.
 67. The ANC was pleased with the Applicant's First Source Employment and Certified Business Enterprise agreements, but requested assurances that the Applicant would comply with the terms of those agreements and institute the apprenticeship program also required under the LDA and PUD.
 68. The ANC also expressed concerns about other portions of the Stage 2 Application, which are addressed in the separate orders for those segments.
 69. In response, the Commission concurs with the ANC's support for the project. The Commission shares the ANC's desire for the Applicant to abide by the terms of the First Source and CBE agreements and finds that there are adequate enforcement measures to assure compliance.
 70. With respect to the adequacy of DDOT's evaluation of the project in light of the M Street SE/SW Transportation Plan, the Commission finds that the Transportation Study prepared by the Applicant adequately and thoroughly evaluated the project for adverse impacts. The Commission finds that the project will feature progressive TDM measures that will help maintain the roadway network at acceptable levels of service. DDOT's recommendation for additional TDM measures that can be implemented in the future, as warranted, successfully addresses current projects but also adequately protects against unanticipated traffic impacts.

71. The Commission accords great weight to the views of the ANC and finds that the Applicant has responded appropriately to each issue raised.

Other Required Governmental Approvals

72. The CFA reviewed the conceptual plans for the Parcel 3A and 3B PUD pursuant to its authority under the Shipstead-Luce Act. CFA recommended approval of the Parcel 3A PUD pursuant their letter dated June 28, 2012 and Parcel 3B PUD pursuant to their letter dated July 30, 2012. (Ex. 58, 164.)
73. The U.S. Army Corps of Engineers (“USACE”) reviewed the waterside development and issued approval for the proposed work by letter dated July 31, 2012.
74. On July 9, 2012, President Obama signed Public Law 112-143 deauthorizing USACE control over a 200-foot section of the Washington Channel. The effect of the law is to increase the area in the Channel that can be used for public piers and marinas, as envisioned under the Stage 1 PUD.

Gangplank Slipholders Association

75. GPSA testified as a party in opposition to the Parcel 3 PUD. GPSA stated that it was still coordinating with OP and the Applicant regarding protections for the live-aboard community and hoped to report back to the Commission on a subsequent hearing night. Subsequent to the hearing on this matter, the Applicant and GPSA reached an agreement that resolved all outstanding issues. A copy of the agreement was submitted to the record as Exhibit 235C. The issues raised by GPSA have been fully satisfied and are addressed in the companion Zoning Commission order for the Parcel 2 PUD. (See Z.C. Order No. 11-03A(1) (Overall Plan Elements).)

CONCLUSIONS OF LAW

1. Pursuant to the Zoning Regulations, the PUD process is designed to encourage high-quality development that provides public benefits. (11 DCMR § 2400.1.) The overall goal of the PUD process is to permit flexibility of development and other incentives, provided that the PUD project “offers a commendable number or quality of public benefits, and that it protects and advances the public health, safety, welfare, and convenience.” (11 DCMR § 2400.2.)
2. Under the PUD process of the Zoning Regulations, the Commission has the authority to consider this application as a consolidated PUD. The Commission

may impose development conditions, guidelines, and standards which may exceed or be less than the matter-of-right standards identified for height, density, lot occupancy, parking and loading, or for yards and courts. The Commission may also approve uses that are permitted as special exceptions and would otherwise require approval by the Board of Zoning Adjustment.

3. Development of the property included in this application carries out the purposes of Chapter 24 of the Zoning Regulations to encourage the development of well-planned developments, which will offer a project with more attractive and efficient overall planning and design, not achievable under matter-of-right development.
4. The Parcel 3 PUD meets the minimum area requirements of § 2401.1 of the Zoning Regulations.
5. The Parcel 3 PUD, as approved by the Commission, complies with the applicable height, bulk and density standards of the Zoning Regulations. The office, hotel and retail/service uses for this project are appropriate for the PUD Site. The impact of the project on the surrounding area is not unacceptable. Accordingly, the project should be approved.
6. This Stage 2 PUD is substantially in accordance with the elements, guidelines, and conditions of the first-stage approval and thus should be granted. Pursuant to § 2408.6, if the Commission finds the Stage 2 PUD to be in accordance with the intent and purpose of the Zoning Regulations, the PUD process, and the first-stage approval, the Commission shall grant approval to the second-stage application, including any guidelines, conditions, and standards that are necessary to carry out the Commission's decision. As set forth above, the Commission so finds.
7. The application can be approved with conditions to ensure that any potential adverse effects on the surrounding area from the development will be mitigated.
8. The Applicant's request for flexibility from the Zoning Regulations is consistent with the Comprehensive Plan. Moreover, the project benefits and amenities are reasonable trade-offs for the requested development flexibility.
9. Approval of this Parcel 3 PUD is appropriate because the proposed development is consistent with the present character of the area, and is not inconsistent with the Comprehensive Plan. In addition, the proposed development will promote the orderly development of the site in conformity with the entirety of the District of Columbia zone plan as embodied in the Zoning Regulations and Map of the District of Columbia.

10. The Commission is required under § 5 of the Office of Zoning Independence Act of 1990, effective September 20, 1990 (D.C. Law 8-163; D.C. Official Code § 6-623.04 (2001)), to give great weight to OP recommendations. The Commission carefully considered the OP report and, as explained in this decision, finds its recommendation to grant the application is persuasive.
11. The Commission is required under § 13(d) of the Advisory Neighborhood Commissions Act of 1975, effective March 26, 1976 (D.C. Law 1-21; D.C. Official Code § 1-309.10(d)) to give great weight to the issues and concerns raised in the written report of the affected ANC. The Commission has carefully considered the ANC 6D's recommendation for approval and concurs in its recommendation.
12. The application for a PUD is subject to compliance with D.C. Law 2-38, the Human Rights Act of 1977.

DECISION

In consideration of the Findings of Fact and Conclusions of Law contained in this Order, the Zoning Commission for the District of Columbia **ORDERS APPROVAL** of the Application for approval of the Stage 2 PUD for Parcel 3A, Parcel 3B, the District Pier, the Pier Mews, and the Avenue Mews, and adjacent spaces, subject to the guidelines, conditions, and standards set forth below.

For the purposes of these conditions, the term "Applicant" means the person or entity then holding title to the Property. If there is more than one owner, the obligations under this Order shall be joint and several. If a person or entity no longer holds title to the Property, that party shall have no further obligations under this Order; however, that party remains liable for any violation of these conditions that occurred while an Owner.

A. Project Development

1. The Parcel 3 PUD shall be developed substantially in accordance with the Parcel 3 and related plans (Volume II) prepared by Perkins Eastman Architects, dated August 21, 2012, marked as Exhibit 203A in the record, as updated by Exhibit 219; and as modified by the guidelines, conditions, and standards herein.
2. The Parcel 3 PUD shall be subdivided into and included as part of a proposed single lot of record (Proposed Lot 1) containing 489,362 square feet of land area, as shown on Sheet 1.13 of Volume 0 of the drawings dated August 28, 2012, and

marked as Exhibit 218 in the record. The Proposed Lot 1 may accommodate multiple buildings on a single lot of record.

3. Parcel 3A shall be developed with an 11-story commercial office building, rising to a maximum height of 130 feet. The building shall contain approximately 224,609 square feet of gross floor area ("GFA") devoted to office uses and approximately 11,271 square feet of GFA devoted to ground floor retail and service uses.
4. Parcel 3B shall be developed with a 12-story hotel building, rising to a maximum height of 130 feet. The building shall have approximately 278 guest rooms ("278 keys") and a total of 244,269 square feet of GFA, of which approximately 5,074 square feet of GFA shall be devoted to retail/service uses.
5. Parking for the Parcel 3 PUD shall be provided in the below-grade shared garage under Parcels 2, 3 and 4. The shared parking garage, as described in greater detail in the companion Zoning Commission order for the Parcel 2 PUD (Z.C. Order No. 11-03A(1), shall provide 1,095 automobile spaces, 712 long-term and 120 short-term spaces for bicycles, electric vehicle charging stations, and car-sharing spaces. (Sheets 1.15–1.16, Ex. 200A). One hundred of the parking spaces shall be dedicated for the hotel use on Parcel 3.
6. Shared loading facilities for the office building and the hotel shall be provided in each building at the interior of the site, as shown on Sheets 4.7–4.8 of Volume II of the drawings. (Ex. 203A.) The Applicant shall abide by the loading and curbside management plan, as shown on those drawings, and implement and abide by the loading and curbside management plan prepared by the traffic engineer and submitted to the record. (Ex. 196, 246A, 246B.) The Applicant shall have the flexibility to modify the monitoring/reporting requirements in coordination with DDOT.
7. The District Pier, the Dockmaster Building, the Pier House Café, and the Pier and Avenue Mews, shall be developed in accordance with the drawings in Volume II at Sheets 3.9–3.41 (Ex. 203A.)
8. This Stage 2 PUD shall also provide the improvements to Maine Avenue and the Wharf adjacent to Parcel 3A and Parcel 3B, as shown on the drawings at Volume II, Sheets 3.1– 3.8 and Sheets 3.42–3.45. (Ex. 203A.) Signage, street furniture and fixtures, and lighting for the PUD shall be installed consistent with the plans (Ex. 200A, Vol. 0, Sheets 2.5–3.13.)

9. The Applicant shall have flexibility with the design of the PUD in the following areas:
 - a. From the roof structure setback requirements, consistent with the roof plans submitted as part of the drawings;
 - b. From the parking and loading requirements, with alternative compliance through the shared parking facility and loading and curbside management plan detailed in Z.C. Order No. 11-03A(1);
 - c. To vary the location and design of all interior components, including partitions, structural slabs, doors, hallways, columns, stairways, and mechanical rooms, provided that the variations do not change the exterior configuration of the buildings;
 - d. To vary the garage layout, the number, location, and arrangement of the vehicle and bicycle parking spaces, provided that the total number of vehicle spaces is not reduced by more than five percent of the 1,095 spaces shown on the drawings;
 - e. To vary the final selection of the exterior materials within the color ranges and material types as proposed, based on availability at the time of construction, without reducing the quality of the materials; and to make minor refinements to exterior details and dimensions, including curtainwall mullions and spandrels, window frames, glass types, belt courses, sills, bases, cornices, railings and trim, or any other changes to comply with the District of Columbia Building Code, the recommendations of the U.S. Commission of Fine Arts, or that are otherwise necessary to obtain a final building permit;
 - f. To vary the final design of retail frontages, including locations of doors, design of show windows and size of retail units, to accommodate the needs of specific retail tenants;
 - g. To vary the location and size of signs on the buildings, as long as they conform to the sign guidelines for the PUD; and
 - h. To vary the selection of plantings in the landscape plan depending on seasonal availability within a range and quality as proposed in the plans.

B. Public Benefits

1. The Parcel 3 Buildings shall be designed to satisfy a LEED-NC (new construction) or LEED-CS (core and shell) Silver rating or higher, consistent with the score sheets submitted as Sheet 1.52 of the Volume I of the drawings. (Ex. 201A.) The Applicant shall put forth its best efforts to design the Parcel 3 Project so that it may satisfy such LEED-NC (new construction) or LEED-CS (core and shell) Silver rating or higher but the Applicant shall not be required to obtain the certification from the United States Green Building Council.

2. Prior to issuance of the first certificate of occupancy for the Application, the Applicant shall establish the Project Association for the PUD that will be responsible for maintenance and improvements of the private roadways, alleys, bicycle paths, promenade, sidewalks, piers, parks, and signage within the PUD boundaries. Additionally, the Project Association will be responsible for programming and staging events within the PUD. The Project Association will fund maintenance and programming elements of the project's common elements through a Common Area Maintenance (“CAM”) assessment charge to each development component within the PUD. The Applicant shall create, manage and operate the Project Association during the "developer control period," which begins on the effective date of the Declaration of Covenants between the District of Columbia and the Applicant and ends five years after issuance or deemed issuance of the last certificate of completion for all portions of the PUD site and unit certificates of completion for each residential condominium unit.
3. During construction of the project, the Applicant shall abide by the terms of the executed First Source Employment Agreement with the Department of Employment Services (Ex. 209) to achieve the goal of utilizing District residents for at least 51% of the new jobs created by the PUD project.
4. Prior to issuance of a building permit for any construction of Parcel 3, the District Pier, or related spaces, the Applicant shall complete the Construction Employment Plan of the First Source Employment Agreement outlining the hiring plan for the project. The Applicant and its contractor, once selected, shall use best efforts to coordinate apprenticeship opportunities with construction trades organizations, the D.C. Students Construction Trade Foundation, which is an affiliate of the Cardozo Trades Academy and other training and job placement organizations to maximize participation by District residents in the training and apprenticeship opportunities in the PUD.
5. During the life of the project, the Applicant shall abide by the executed CBE Agreement with the Department of Small and Local Business Development (Ex. No. 4-J in Z.C. Case No. 11-03) to achieve, at a minimum, 35% participation by certified business enterprises in the contracted development costs for the design, development, construction, maintenance, and security for the project to be created as a result of the PUD. The Applicant shall comply with the LDA requirement to set aside 20% of the retail space for “unique” and/or “local” businesses, as defined in this Order.
6. At such time as requested by the District, the Applicant shall pay to the District \$750,000 in support of the District's Workforce Intermediary Program.

C. Miscellaneous

1. No building permit shall be issued for the PUD until the Applicant has recorded a covenant in the land records of the District of Columbia, between the Applicant and the District of Columbia, that is satisfactory to the Office of the Attorney General and the Zoning Division, Department of Consumer and Regulatory Affairs (“DCRA”). Such covenant shall bind the Applicant and all successors in title to construct and use the property in accordance with this order, or amendment thereof by the Commission. The Applicant shall file a certified copy of the covenant with the records of the Office of Zoning.
2. The PUD shall be valid for a period of two years from the effective date of Z.C. Order No. 11-03A(2). Within such time, an application must be filed for a building permit for the construction of the project as specified in 11 DCMR § 2409.1; the filing of the building permit application will vest the Order. Construction of the project must commence within three years of the effective date of Z.C. Order No. 11-03A(2).
3. The Applicant is required to comply fully with the provisions of the Human Rights Act of 1977, D.C. Law 2-38, as amended, and this order is conditioned upon full compliance with those provisions. In accordance with the D.C. Human Rights Act of 1977, as amended, D.C. Official Code § 2-1401.01 et seq., (“Act”) the District of Columbia does not discriminate on the basis of actual or perceived: race, color, religion, national origin, sex, age, marital status, personal appearance, sexual orientation, gender identity or expression, familial status, family responsibilities, matriculation, political affiliation, genetic information, disability, source of income, or place of residence or business. Sexual harassment is a form of sex discrimination that is also prohibited by the Act. In addition, harassment based on any of the above protected categories is also prohibited by the Act. Discrimination in violation of the Act will not be tolerated. Violators will be subject to disciplinary action.

On November 14, 2012, upon the motion of Chairman Hood, as seconded by Vice Chairman Cohen, the Zoning Commission **APPROVED** the Application at its public meeting by a vote of **4-0-1** (Anthony J. Hood, Marcie I. Cohen, Peter G. May, and Michael G. Turnbull to approve; Robert E. Miller, not having participated, not voting).

On January 14, 2013, upon the motion of Vice Chairman Cohen, as seconded by Chairman Hood, the Zoning Commission **ADOPTED** this Order its public meeting by a vote of **4-0-1** (Anthony J. Hood, Marcie I. Cohen, Peter G. May, and Michael G. Turnbull to adopt; Robert E. Miller, not having participated, not voting).

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In accordance with the provisions of 11 DCMR § 3028, this Order shall become final and effective upon publication in the *D.C. Register*; that is on February 15, 2013.



ANTHONY J. HOOD
CHAIRMAN
ZONING COMMISSION



SARA A. BARDIN
DIRECTOR
OFFICE OF ZONING