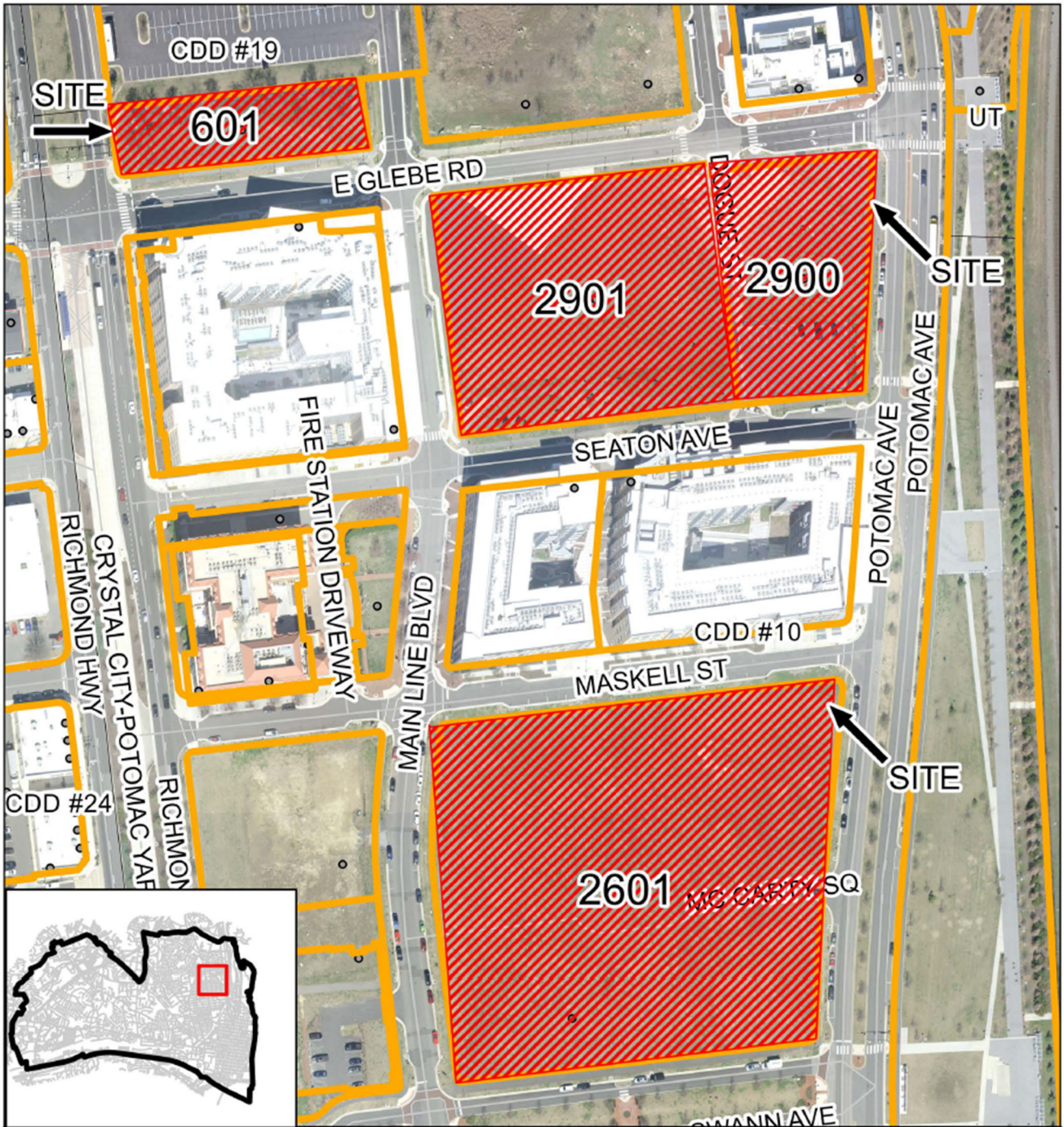


DOCKET ITEM #8
Master Plan Amendment #2025-00003
Zoning Text Amendment #2025-00006
CDD Concept Plan #2025-00002
CDD #10 - Potomac Yard Landbays G & H

Application	General Data	
Project Name: Potomac Yard Landbays G & H	PC Hearing:	November 6, 2025
	CC Hearing:	November 15, 2025
	Landbays G & H Acreage:	33 acres (approx.)
Location: 601 E Glebe Rd, 2601 & 2901 Main Line Blvd, and 2900 Potomac Avenue	Zone:	CDD #10 / Coordinated Development District #10
	Existing Built Floor Area (as of 2025):	Landbay G: 1,332,000 SF Landbay H: 613,000 SF
	Built + Proposed Floor Area:	Landbay G: 1,921,000 SF Landbay H: 907,000 SF
Applicant: MTV Holdco, L.L.C., Represented by M. Catharine Puskar, attorney; City of Alexandria, Department of Planning & Zoning	Small Area Plan:	Potomac Yard/Potomac Greens
	Historic District:	Not applicable
	Green Building:	Compliance with City’s Green Building Policy
Purpose of Application		
The applicant and the City of Alexandria Department of Planning and Zoning request approval a Master Plan Amendment to the Potomac Yard/Potomac Greens Small Area Plan, Zoning Text Amendment to Section 5-602(A) of the Zoning Ordinance, and Coordinated Development District Concept Plan for CDD #10 to allow changes in use and density for Landbays G and H.		
Applications Requested:		
1. Amendment to the Potomac Yard/Potomac Greens Small Area Plan chapter of the Master Plan to set minimums and maximum densities for residential, retail, office, hotel, and continuum of care in CDD#10; 2. Initiation and consideration of a Zoning Text Amendment to Section 5-602(A) of the Zoning Ordinance to increase the maximum amount of allowable residential units, decrease the maximum amount of allowable office space, and establish a mix of uses for the remaining density in CDD#10, and 3. Coordinated Development District (CDD) Concept Design Plan amendment to establish a change in uses and density for Landbay G, Blocks G, B and E, and Landbay H .		
Staff Recommendation: APPROVAL WITH CONDITIONS		
Staff Reviewers: Abigail Harwell, Urban Planner abigail.harwell@alexandriava.gov Melissa Symmes, AICP, Urban Planner meslissa.symmes@alexandriava.gov Dirk Geratz, AICP, Principal Planner dirk.geratz@alexandriava.gov Robert M. Kerns, AICP, Division Chief robert.kerns@alexandriava.gov		



MPA#2025-00003, CDD#2025-00002 & ZTA2025-0006
601 E Glebe Road,
2601 & 2901 Main Line Boulevard, & 2900 Potomac
Avenue



0 75 150 300 Feet

I. SUMMARY

A. Recommendation

Staff recommends **approval** of the proposed amendments to the Potomac Yard Chapter of Master Plan, Zoning Ordinance CDD Zoning, and the Coordinated Development District #10 (CDD #10). The proposal provides a number of benefits, including:

- Alignment of the Master Plan and CDD for Potomac Yard with current market trends to complete the neighborhood as a pedestrian-oriented, mixed-use urban environment;
- Diversification of housing types in Potomac Yard;
- Provision of more retail and open space meeting the intent of Master Plan; and
- All necessary infrastructure and utilities to support the completed development district.

Key issues under consideration and discussed in this report include:

- Compliance of the proposed Master Plan Amendment with the current Small Area Plan;
- Consistency of proposed amendments with the City's Goals;
- Providing flexibility for future development; and
- Transit-oriented development near mass transit corridors.

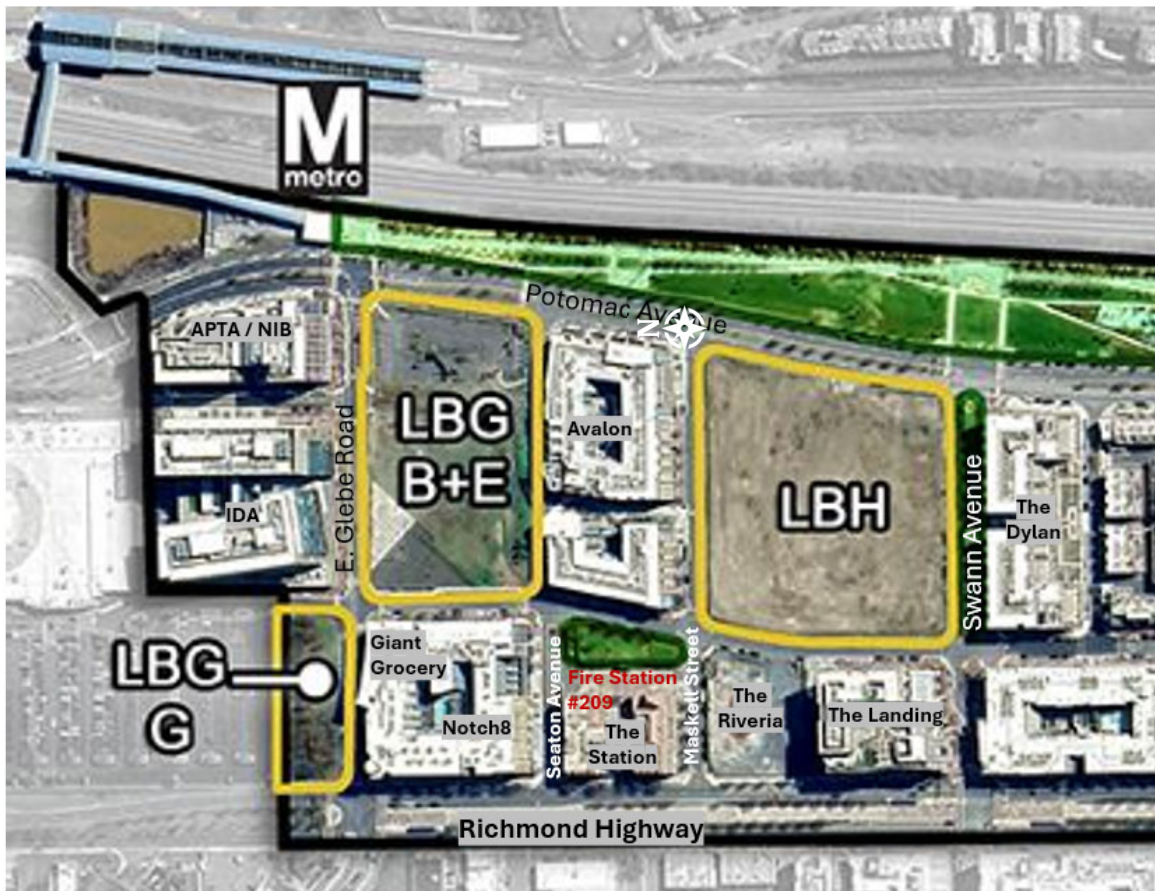
B. Amendments Summary

The applicant, MTV Holdco, L.L.C., and the City of Alexandria Department of Planning & Zoning are requesting approval of a Master Plan amendment to allow the development plans for the last three remaining vacant blocks per the Potomac Yard/Potomac Greens Small Area Plan. The applicant is requesting a CDD Conceptual Design Plan amendment in Landbays G and H in CDD #10 that would allow specified development, while the Department of Planning & Zoning is requesting a Zoning Text Amendment necessary to address changes to the CDD#10 zone language in the Zoning Ordinance (Section 5-602). It should be noted that CDD#10 is for the portion of Potomac Yard that is south of the current Potomac Yard Shopping Center. The Center, as well as the newly created Innovation District that include the new Virginia Tech building is located in CDD #19, which is in a different area of regulation in the Potomac Yard/Potomac Greens than CDD #10.



C. Project Location

The subject Landbays G (LBG) and H (LBH) are located along Route 1/Richmond Highway to the west, Potomac Avenue to the east, on either side of East Glebe Road to the north, and adjacent to Swann Avenue to the south. Landbay G has already been developed with an all-affordable residential building, The Station, above Fire Station #209, three office buildings including the headquarters for APTA, IDA and NIB, a mixed-use building with residential units, Notch8 apartments, which includes the Giant grocery store, and two residential rental buildings, known as the Avalon Potomac Yard apartments.



Landbay H has been developed with a portion of residential buildings, including the Fraiser apartments, two condominium buildings, known as the Dylan Condominiums, and the first of two continuum of care buildings, the Landing, which opened in 2022, and the Riviera, to be completed in Spring 2026. Directly north of the proposed affordable building site (Landbay G, Block G) is a future ACPS designated school site associated with coordinated development district (CDD#19) and is not part of the subject CDD.

The Potomac Yard – VT Metro Station South Pavilion is within a five-minute walk of all three sites, as is a stop of the Bus Rapid Transit (BRT) network at the intersection of E. Glebe Road and Richmond Highway, which connect Alexandria with the Crystal City area of Arlington. The 2.1-mile Potomac Yard Trail is located just east of the subject sites within the existing Potomac Yard Park, with the trail connecting to the Braddock Road Metro Station to the south and to the Four Mile Run Trail to the north.

II. PROPOSED AMENDMENTS AND STAFF ANALYSIS

A. *Master Plan Amendment*

The Master Plan Chapter for the Potomac Yard/Potomac Greens Small Area Plan (SAP) provides the high-level framework and development goals for this area. When first created, the SAP provided maximum densities for specific uses and in designated areas in order to control the large-scale development. This included locating most of the non-residential and highest density uses closest to a future Metro Station. As the applicant is requesting development of the last three remaining vacant sites in this portion of Potomac Yard, on sites with direct access to a Metro Station and BRT, staff has reviewed the proposal against the Master Plan's Goals, as well as the CDD Guidelines for Potomac Yard/ Potomac Green

Existing Master Plan and Applicant's Proposed Changes

Using the existing CDD Guidelines as a basis, the applicant is proposing changes to the listed uses and maximum densities allowed. This is to accommodate the intended new development at these three sites (see Section III. C. Future DSUP Requests in this report for more information). Below is a comparison of the **current** maximums listed in the SAP and the applicants' **proposed** maximum square footage (SF) for the existing and proposed uses.

Use	Current	Proposed	Change
Hotel rooms	170 rooms	0 rooms	-170 rooms
Retail Space	120,000 SF	115,000 SF	-5,000 SF
Residential units	2,239 units	2,800 units	+561 units ¹
Office Space	1,747,000 SF	698,000 SF	-1,049,000 SF
Continuum of Care use	325,000 SF	325,00 SF	0
Office / retail / residential / hotel / continuum of care	0 SF	330,000 SF	330,000

Note 1: While the applicant has proposed a total of 640 residential units, there are currently unused residential units which lowers the change to residential unit counts.

With the transfer of densities between uses to accommodate proposed new development, there is an outstanding balance of 330,000 square feet. This remaining unused square footage would be captured in a proposed new multi-use category (office/retail/residential/hotel/continuum of care). The new multi-use category would allow for future development beyond what is currently listed for each use without having to come back for further Master Plan amendments, but also to not eliminate density that was originally planned for this southern portion of Potomac Yards.

Staff Master Plan Analysis

While the proposed changes are consistent with previous density changes approved to the Master Plan, Staff is recommending more general language that will allow for future flexibility to respond to current market opportunities. Given that the majority of CDD #10 has been developed and there is now an existing Metro Station that did not exist when originally planned, staff is recommending broadening the Master Plan's existing Land Use Principles that guide development to 1.) Eliminate prescriptive uses and densities, and 2.) Revise the existing language to list a maximum square footage of density for all the uses in the CDD #10 area of Potomac Yard, and minimum development expectations.

Staff's proposed amendments to the Master Plan language is as follows (new text is **bolded and underlined**, removed text ~~struck through~~):

CDD Guidelines for Potomac Yard / Potomac Greens Land Use Principles
(Page 71 of the Potomac Yard/Potomac Greens Small Area Plan)

- ~~1. The maximum amount of development permitted in this CDD shall be:~~
 - ~~a. 170 hotel rooms,~~
 - ~~b. 120,000 net square feet of retail space,~~
 - ~~c. 2,239 residential units, and~~
 - ~~d. 1,747,346 net square feet of office space~~
 - ~~e. 325,000 net square feet, maximum mount of Continuum of Care Facility space, which may include up to 190 dwelling units.~~
1. The CDD shall be predominantly residential and mixed use, with the highest densities of ~~commercial~~ uses adjacent to the existing Potomac Yard shopping center **and** near the **Metro station** ~~location where a future Metro Station could be located~~. Uses shall be consistent with the concept plan shown on Map ~~4-23~~, **Land Use Concept**.
 - a. **Maximum 6,098,000 net square feet of residential, retail, office, hotel, and/or continuum of care space.**
 - b. **Minimum density to support a walkable, vibrant mixed-use development.**

While staff is recommending the prescriptive densities be removed from the SAP, the maximum density listed is a cumulation of all existing square footage that has been built within CDD #10 as well as all existing unbuilt square footage. By listing an all-inclusive maximum density for the listed uses, a proposed project has the flexibility to development per the Zoning Ordinance and an accompanying CDD Concept plan. The maximum also makes sure that development continues to be within the infrastructure and support systems that were established and built when this area of Potomac Yard first began. All assigned maximum densities per use will still be regulated under the CDD #10 Zoning and even more specifically per the CDD #10 Concept Plan.

With the establishment of development ceiling, staff is also recommending a minimum density “to support a walkable, vibrant mixed-use development.” While actual square footage is not listed (but will be with staff’s recommended Zoning Text amendments in the next section of this report), staff wanted to establish expectations for density. The language aligns with the principle that “the CDD shall... [have] the highest densities of uses adjacent to the existing Potomac Yard shopping center and near the Metro station.” This language also supports the Master Plan’s first goal “to encourage the redevelopment of Potomac Yard and Potomac Greens as a pedestrian oriented urban environment with a mix of uses” (page 56).

In addition to the proposed maximum density and minimum development expectations, and to updated the language to reflect the flexibility of mixed-use development (by removing commercial) near the existing Metro Station (removing reference to future Metro Station), additional edits have been recommended. This also includes an update to the Map being referenced to be the SAP Land Use Concept Map 23 (Attachment #1A).

B. Zoning Text Amendment

In order to enforce the SAP Land Use Principles staff is recommending, the City is requesting a Zoning Ordinance text amendment to Section 5-602(A) to modify the CDD#10 maximum development levels associated for different uses. Breaking down the maximum square footage allowed by the SAP, the zoning text amendment would allow the new development proposed in Landbays G and H, but also make sure that no density is being removed from the overall development of Potomac Yard.

No changes are proposed nor needed to the other sections of the table, nor are the proposed changes impacting the existing development within Potomac Yards (new text is **bolded and underlined**, removed text ~~struck through~~). Please see the proposed changes to Section 5-602 in Attachment #2 (CDD #10 Zoning Table).

(A) The CDD districts, as shown on Table 1, are as follows:

[Under the “Without a CDD Special Use Permit” column for CDD No. 10 / Potomac Yard/Greens, amend the text to read:]

Up to ~~1,747,346~~ **698,000** square feet of office space, except that office square footage may be converted to retail square footage through the special use permit process.

Up to 325,000 square feet of continuum of care use, which may include up to 190 dwelling units.

~~Up to 170 hotel rooms.~~

Up to ~~120,000~~ **115,000** square feet of retail space.²

Up to ~~2,239~~ **2,800** residential units.

Up to 330,000 net square feet of hotel, retail, residential, office and continuum of care space uses within Landbay G³ and/or Landbay H.⁴

Note 2: Office floor area may be converted to ground floor retail use through a special use permit

Note 3: Within Landbay G, the minimum amount of development shall be 1,921,000 square feet

Note 4: Within Landbay H, the minimum amount of development shall be 907,000 square feet

Staff Zoning Text Analysis

Staff is recommending the proposed changes to account for all existing development as well as the applicant’s proposed new development. Additionally, in order to not lose any previously planned density, the changes allow for additional development that would accommodate the applicant’s DSUP requests but also allow for additional density in case there are changes. The additional flexibility will also allow for development modifications without having to amend the Zoning Ordinance in the future.

Although the office density is being reduced to match the currently built office square footage, staff agree with the applicant that the market conditions do not appear to support office focused developments. By converting office square footage to residential development to support the current proposal, this transfer would allow the proposed development of a market-rate residential building with retail as well as an affordable rate residential building on Landbay G, and townhouse development on Landbay H. The proposed increase in overall residential units is supported by the City’s housing goal to “provide a variety of safe, quality housing choices that are affordable and accessible to households of all ages and abilities” (Pg. 90 of the Housing Master Plan), as well as the SAP second goal “to development livable neighborhoods and successful commercial areas” (page 56).

Further, staff is also recommending minimum development densities for Landbays G and H. The existing zoning language provides density maximums to ensure proposals do not exceed the infrastructure support system. When maximum densities were first established, the Metro Station location was a concept that had not been realized. As there is now an active Metro Station, in addition to existing bus routes and BRT, staff are recommending minimum density requirements to ensure these sites are built to as near to their potential as possible, with room for possible higher density. These landbay specific densities would establish minimum levels of expected construction that is appropriate for a transit oriented developed area.

C. CDD Concept Plan Amendments

Existing CDD Concept Plan and Applicant's Proposed Changes

The applicant has requested a CDD Concept Plan amendment that memorializes the changes to the CDD #10 Zoning Text. The CDD Concept Plan breaks down the maximum use densities allowed for each Landbay by specific uses. The CDD Concept plan was last amended in 2020 to accommodate additional continuum of care units at the Silverstone development in Landbay H (Attachment #3). As Landbays G and H contain the last remaining undeveloped areas of Potomac Yard, the two landbays are the only ones where the proposed amendments are impacted. Based on the proposed Master Plan amendments and CDD Zoning Table, the applicant's proposed CDD Concept Plan (Attachment #4) shifts density between the two landbays to accommodate the proposed development. Additionally, they have amended the plan to add that the 330,000 square feet of unused be density with the current development proposals could be added to Landbays G and H for a mix of uses including office, retail, hotel and other similar uses.

Staff CDD Concept Plan Analysis

Staff support the CDD Concept Plan Amendment as requested, which would adjust the densities and uses associated with Landbays G and H to allow the proposed new development. Additionally, so not to lose any existing density that is not being used by the current proposal, added language that the remaining unused square footage could be on either Landbay G or H for any of the existing listed uses allows for greater flexibility. This plan complies with the City's recommended Zoning Text amendment to Section 5-602(A) for CDD#10 which would allow the unused density to be used for a variety of uses. Furthermore, this flexibility aligns with the City's goals for mixed-use development near the transit-oriented corridor.

CDD#10 Conditions

To support the CDD#10 Concept Plan, there are CDD conditions (Attachment #5) that have lived with the development since inception. The vast majority of the conditions were intended to address the infrastructure and support systems that provide the framework for the development. To date, most of the conditions have been satisfied or are no longer applicable. To address future development, staff is recommending two conditions be added.

The first new condition, #3.d., would address future modifications to the CDD Concept Plan, allowing for administrative evaluation and approval of the modifications in conjunction with any new development (DSUP) applications, which will still require community outreach and public hearings before Planning Commission and City Council.

The second new condition, #43, relates to how the three project components will be delivered in a coordinated manner. Coordinated delivery is important for fulfilling the proposed use and densities within the two landbays. Also important is delivering the affordable housing project in Landbay G, Block G, as no affordable housing is being proposed as part of the development of the other two projects. A few highlights of the condition are:

- 43(a): Recording a covenant on Landbay G, Block G to restrict the property to affordable housing;
- 43(c): Last stick of townhouses in Landbay H will not receive Certificate of Occupancy if funding for affordable housing is not obtained; and
- 43(g): If construction of Landbay G, Blocks B and E for the mixed-used development does not commence prior to June 1, 2027, the blocks will be programed as an interim open space.

III. BACKGROUND

A. Potomac Yard History – CDD #10

Development of Potomac Yard is governed by the Potomac Yard/Potomac Greens Small Area Plan (PYPG SAP), along with the Potomac Yard Urban Design Guidelines and the CDD #10 Concept Plan, all of which were first approved in 1999. These documents are separate from the North Potomac Yard Small Area Plan (NPY), which is part of CDD #19 and includes the NPY Innovation District.

The PYPG SAP called for, and has been developed, to provide a mix of office, residential and retail uses across the 295-acre former railyard, which was divided into 14 landbays. The governing documents established development levels and uses for each landbay and set requirements for the design and timing of the open spaces and infrastructure for the entire development. The majority of these neighborhood-wide improvements have been completed in compliance with the approved plans, with amendments to transfer density and change uses between landbays as requested by the private developers. All public parks, streets and infrastructure have been completed, including the monumental opening of the Potomac Yard Metrorail Station in 2023.

Notably, rather than the standard Floor Area Ratio (FAR) that typically limits development, density limitations within the CDD are expressed in the form of maximum number of dwelling units for residential development, rooms for hotel uses, and a maximum amount of square footage for retail and office uses. The limitations in each landbay have also been combined into CDD-wide totals for each kind of land use and are included in the CDD#10 zone language in the Zoning Ordinance (Section 5-602). The CDD Concept Plan was significantly amended in 2010 and, most recently, in 2018 (MPA#2018-0008, CDD#2018-0006, ZTA#2018-0014).

B. Density Transfers and Use Changes

There have been multiple CDD Concept Plan amendments approved by the City Council to address changes in density and uses among the different landbays since the original approval. The most recent change in 2020 was to Landbay H, where the amount of approved office density was reduced from 1.1 million square feet to 750,000 square feet in order to accommodate the new 325,000 square feet of continuum of care uses. This change allowed for development of the existing Landing and the under-

construction Riviera, as previously mentioned. The chart below compares the existing square footage that has been built so far with the current approved maximum amounts allowed for Landbays G and H.

Chart 1: Existing and Maximum allowed uses for Potomac Yard Landbays G&H

Uses	Landbay G		Landbay H	
	Existing	Maximum	Existing	Maximum
Office	688,000 SF	973,000 SF	0	775,000 SF
Retail	79,000 SF	109,000 SF	12,000 SF	12,000 SF
Residential	534 units	624 units*	244 units	244 units
Hotel rooms	0 rooms	170 rooms	N/A	N/A
Continuum of Care	N/A	N/A	325,000 SF**	325,000 SF

* There are currently unbuilt residential units, and the existing unit counts does not include bonus affordable housing units approved per Section 7-700.

** This square footage is for both the existing building and the one under construction for completion in 2026.

As referenced in the table above, there is remaining residential units, and office and retail use square footage in Landbay G, and only office square footage remaining for Landbay H. The significant amount of office square footage remaining in Landbay H was designated for a large General Services Administration Federal building that was anticipated back in 2008.

C. Future DSUP Requests

The applicant, MTV Holdco, L.L.C., has submitted development special use permit (DSUP) requests for the last three vacant sites in Potomac Yard, located in Landbays G and H. The development would see completion of South Potomac Yard . The proposal involves three different uses at three different sites based on what the applicant believes currently meets the real estate market needs while also complying with the intent of the City’s Master Plan for Potomac Yard to be a pedestrian oriented urban environment with a mix of uses.

1. Landbay G, Blocks B and E (2900 & 2901 Main Line Blvd):
Proposed 432-unit residential building with 13,196 SF of ground level commercial space, above-grade parking for 281 spaces and a 20,000 SF Town Green open space.
2. Landbay G, Block G (601 E Glebe Rd):
Proposed 88-unit, committed affordable, residential building with a 44 space at-grade parking facility..
3. Landbay H (2601 Malin Line Blvd):
Proposed 120 townhouses with 11,000 SF of park space area.

D. Community Outreach

The applicant began outreach to various stakeholders in November 2024 and have either hosted or attended community meetings a total of 14 times starting in 2024, as noted in the below chart.

Meetings	Date	Public Attendees
Meetings with various stakeholders	Nov. – Dec. 2024	Not provided
Applicant Community Meeting #1	December 16, 2024	57
Meeting with Del Ray Citizens Associations	January 8, 2025	Not provided
Potomac Yard Design Advisory Committee (PYDAC) Meeting #1	January 15, 2025	2
Potomac Yard Civic Association	January 15, 2025	Not provided
Lynnhaven Civic Association	February 3, 2025	Not provided
Applicant Community Meeting #2	May 7, 2025	20
Applicant Community Meeting #3	June 16, 2025	28
PYDAC Meeting #2	July 16, 2025	2
PYDAC Meeting #3	August 27, 2025	4
Applicant Community Meeting #4	September 24, 2025	16
Potomac Yard Civic Association Meeting	September 29, 2025	Not provided
PYDAC Meeting #4	October 8, 2025	0
Alexandria Housing Affordability Advisory Committee (AHAAC) Meeting – Preview	October 15, 2025	7
Parks and Recreation Commission Meeting	October 16, 2025	0

Attendance was indicated for meetings either hosted by the applicant or held by the City, with the applicant unable to provide attendee counts for meetings where they were invited to speak. The application of the Master Plan and CDD amendments were part of the applicant's presentations for the overall proposed development for the three sites. The applicant noted for the public that the necessary amendment applications were being applied for and would require approval prior to approval for development special use permits, which are currently scheduled to be heard at December 2025 public hearings.

Regarding the amendments, community feedback was mixed. Some residents felt the townhouses were appropriate uses, and the higher density buildings would result in traffic impacts. Others have felt that the townhouse development was not dense enough given the proximity to the Potomac Yard Metrorail Station. Additionally, many had concerns about the project's viability. Those concerned, questioned if funding was actually available for the development that the projects would only be half built. The applicant has responded that there are separate developers invested in each site who are prepared to build as soon as possible. The only exception is the affordable housing project, which will require the application for state and federal funding as they will not be asking the City for any financial contribution to that project. Other concerns were loss of open space, recreational needs and that neighborhood-oriented retail uses be provided.

In addition to the community outreach and presentations at other civic group meetings, the applicant also presented four times before the Potomac Yard Design Advisory Committee (PYDAC) for the proposed building designs. The Committee's recommendation will be forwarded with the Development applications scheduled for public hearings in December 2025. Additionally, the plan review of the affordable building proposal will be heard by AHAAC on November 6, 2025.

IV. CONCLUSION

Staff finds the Master Plan Amendment #2025-00008, initiation and approval of Text Amendment #2025-00006, and approval of the CDD Concept Plan Amendment #2025-00002 in general compliance with all applicable plans, codes and the recommended conditions.

Staff: Abigail Harwell, Urban Planner, Development;
Melissa Symmes, Urban Planner, NPCD;
Dirk H. Geratz, AICP, Principal Planner;
Robert M. Kerns, AICP, Division Chief, Development; and

ATTACHMENTS:

1. Proposed Master Plan Amendment Resolution
2. Proposed Amended CDD Zoning Table (ZTA#2025-006)
3. Approved CDD#10 Concept Plan (CDD2020-0001)
4. Proposed Amended CDD#10 Concept Plan
5. Proposed CDD #10 Conditions

Attachment #1: Master Plan Amendment Resolution

RESOLUTION NO. **MPA 2025-00003**

WHEREAS, under the Provisions of Section 9.05 of the City Charter, the Planning Commission may adopt amendments to the Master Plan of the City of Alexandria and submit to the City Council such revisions in said plans as changing conditions may make necessary; and

WHEREAS, the proposed amendment will amend the **Potomac Yard / Potomac Greens Small Area Plan** chapter of the 1992 Master Plan;

WHEREAS, the Department of Planning and Zoning has analyzed the proposed revisions and presented its recommendations to the Planning Commission; and

WHEREAS, a duly advertised public hearing on the proposed amendment was held on **November 6, 2025** with all public testimony and written comment considered; and

WHEREAS, the Planning Commission finds that:

1. The proposed amendment is necessary and desirable to guide and accomplish the coordinated, adjusted and harmonious development of the **Potomac Yard / Potomac Greens Small Area Plan** section of the City; and
2. The proposed amendment is generally consistent with the overall goals and objectives of the 1992 Master Plan and with the specific goals and objectives set forth in the **Potomac Yard / Potomac Greens Small Area Plan** section of the 1992 Master Plan; and
3. The proposed amendment shows the Planning Commission's long-range recommendations for the general development of the **Potomac Yard / Potomac Greens Small Area Plan**; and
4. Based on the foregoing findings and all other facts and circumstances of which the Planning Commission may properly take notice in making and adopting a master plan for the City of Alexandria, adoption of the amendment to the **Potomac Yard / Potomac Greens Small Area Plan** chapter of 1992 Master Plan will, in accordance with present and probably future needs and resources, best promote the health, safety, morals, order, convenience, prosperity and general welfare of the residents of the City;

NOW, THEREFORE, BE IT RESOLVED by the Planning Commission of the City of Alexandria that:

1. The attached amendments to the **Potomac Yard / Potomac Greens Small Area Plan** are hereby adopted in their entirety amending the Potomac Yard / Potomac Greens Small Area Plan chapter of the 1992 Master Plan of the City of Alexandria, Virginia in accordance with Section 9.05 of the Charter of the City of Alexandria, Virginia, to:
 - Amend the **CDD Guidelines for Potomac Yard / Potomac Greens** Land Use Principles (pg. 71) to;
 - Delete item #1 language shown in strikethrough:

1. ~~The maximum amount of development permitted in this CDD shall be:~~
- a. ~~625 hotel rooms~~
 - b. ~~735,000 120,000 net square feet of retail space²;~~
 - c. ~~2,200 2,239 residential units¹; and~~
 - d. ~~1.9 million 1,932,000 1,747,346 net square feet of office space¹⁺²~~
 - e. ~~325,000 net square feet, maximum amount of Home for the Elderly Continuum of Care Facility space, which may include up to 150 190 dwelling units~~

~~Note 1: Within Landbay G a total of 120,000 square feet of office use may be converted to up to 120 additional residential units.~~

~~Note 2: Office floor area may be converted to ground floor retail use through a special use permit~~

AND

- o Amend item #2 to delete the language shown in strikethrough and add the language shown in underline as follows:
 - 1. The CDD shall be predominantly residential and mixed use, with the highest densities of ~~commercial~~ uses adjacent to the existing Potomac Yard shopping center; and near the existing Metro station location where a future Metro Station could be located. Uses shall be consistent with the concept plan shown on Map 4 23, Land Use Concept.
 - Maximum 6,098,000 net square feet of residential, retail, office, hotel, and continuum of care space.
 - Minimum density to support a walkable, vibrant mixed-use development.
 - 2. This resolution shall be signed by the Chairman of the Planning Commission and attested by its secretary, and a true copy of this resolution forwarded and certified to the City Council.

ADOPTED the ___th day of November, 2025.

Chair, Alexandria Planning Commission

ATTEST:

Paul Stoddard, Secretary

Attached Amendment: Existing CDD Guidelines for Potomac Yard/Potomac Greens Land Use Principles

CDD Guidelines for Potomac Yard/Potomac Greens

Amended 10/18/99, Ord. 4076

Development under the Special Use Permit procedures within the CDD shall be in accord with the following principles:

Land Use

1. The maximum amount of development permitted in this CDD shall be:
 - a. 625 hotel rooms, Amended 3/12/11, Ord. 4710
 - b. ~~225,000~~ 120,000 net square feet of retail space², Amended 11/18/17, Ord. 5094
 - c. ~~2,200~~ 2,239 residential units², and Amended 11/17/18, Ord. 5190
 - d. ~~1.9 million~~ ~~1,032,000~~ 1,747,346 net square feet of office space² Amended 7/7/20, Ord. 5289
 - e. 325,000 net square feet, maximum amount of Home for the Elderly Continuum of Care Facility space, which may include up to 440 190 dwelling units.

~~At Potomac Yard, a total of 120,000 net square feet of office use may be converted to up to 150 additional residential units.~~

Note 2: Office floor area may be converted to ground floor retail use through a special use permit.
2. The CDD shall be predominantly residential and mixed use, with the highest densities of commercial uses adjacent to the existing Potomac Yard shopping center, near the location where a future Metro station could be located. Uses shall be consistent with the concept plan shown on Map 1.
3. The Potomac Greens site shall be developed entirely in residential use, except for a possible Metro station
- ~~4. At least one-third of the residential units shall be townhouses; no more than one-third shall be multi-family units; no more than one-third shall be stacked townhouse units. Amended 12/13/08, Ord. 4571~~
4. The residential buildings within Potomac Yard and each Landbay shall consist of a variety of building types and heights which should include townhouses, stacked-townhouses, and multi-family units.
- ~~5. At least one-third of the area of the CDD excluding streets, Four Mile Run, and the operating rail corridor shall be public open space or common private open space. The City may utilize a portion of this land private land for institutional uses.~~
5. Flexibility for the locations of residential or commercial uses within Landbays H, I and J may be allowed in specified locations, provided that the total number of residential units or the total amount of commercial floor area does not exceed what is permitted in the overall CDD. Amended 3/12/11, Ord. 4710
6. Community facilities owned and operated by the City, and accessory uses, including but not limited to uses such as a fire station, school, library, cultural center, recreation center, or similar uses consistent with the intent of Potomac Yard to create an urban pedestrian-oriented mixed-use community. Each use and building will need to comply with the applicable provisions of the Potomac Yard Urban Design Guidelines. All community facility(ies) and/or uses will require approval of a development special use permit and all other applicable approvals for each building(s) and/or uses. The floor area of each building(s) and/or use will not be deducted from the approved square footage within the approved CDD Concept Plan. Amended 3/2006 MPA2006-0006
(Ordinance unknown)

Attached Amendment: Proposed CDD Guidelines for Potomac Yard/Potomac Greens Land Use Principles

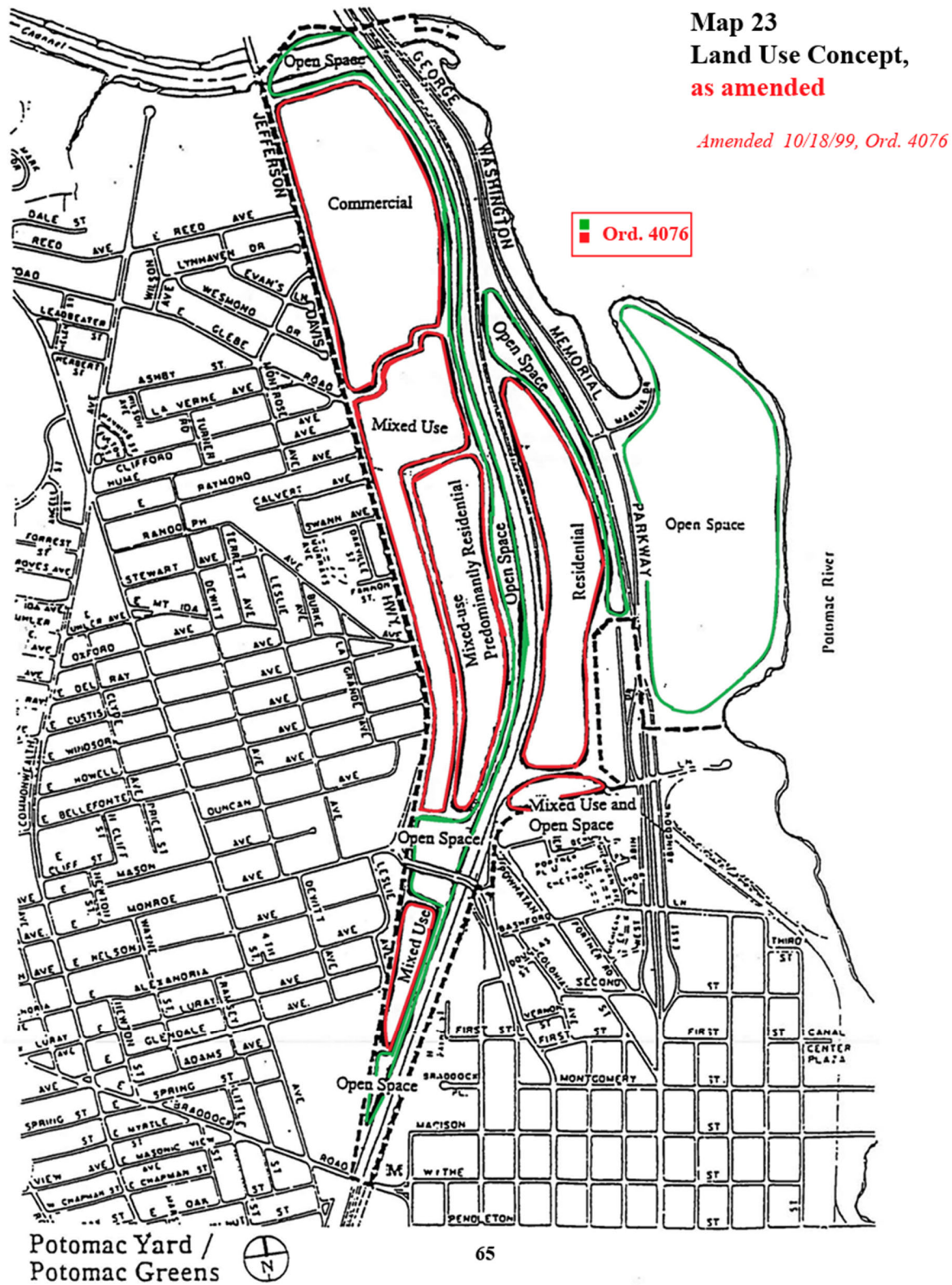
CDD Guidelines for Potomac Yard/Potomac Greens Amended 10/18/99, Ord. 4076

Development under the Special Use Permit procedures within the CDD shall be in accord with the following principles:

Land Use

1. ~~The maximum amount of development permitted in this CDD shall be:~~
~~a. 625 hotel rooms;~~
~~b. 735,000 120,000 net square feet of retail space²;~~
~~c. 2,200 2,230 residential units²; and~~
~~d. 1.9 million 1,932,000 1,747,346 net square feet of office space²;~~
~~e. 325,000 net square feet, maximum amount of Home for the Elderly~~
~~Continuum of Care Facility space, which may include up to 450-100 dwelling~~
~~units.~~
~~Note 1: Within Landbay G a total of 120,000 square feet of office use~~
~~may be converted to up to 120 additional residential units.~~
~~Note 2: Office floor area may be converted to ground floor retail use~~
~~through a special use permit.~~
Amended 3/12/11, Ord. 4710
Amended 11/18/17, Ord. 5094
Amended 11/17/18, Ord. 5190
Amended 7/7/20, Ord. 5289
Amended DATE, Ord. XXXX
2. The CDD shall be predominantly residential and mixed use, with the highest densities of ~~commercial~~ uses adjacent to the existing Potomac Yard shopping center, and near the existing Metro station location where a future Metro station could be located. Uses shall be consistent with the concept plan shown on Map+ 23, Land Use Concept.
 - a. Minimum density to support a walkable, vibrant mixed-use development.
 - b. Maximum 6,098,000 net square feet of residential, retail, office, hotel, and continuum of care space.
Amended DATE, Ord. XXXX
3. The Potomac Greens site shall be developed entirely in residential use, except for a possible Metro station
4. ~~At least one-third of the residential units shall be townhouses; no more than one-third shall be multifamily units; no more than one-third shall be stacked townhouse units.~~ Amended 12/13/08, Ord. 4571
4. The residential buildings within Potomac Yard and each Landbay shall consist of a variety of building types and heights which should include townhouses, stacked-townhouses, and multi-family units.
5. ~~At least one-third of the area of the CDD excluding streets, Four Mile Run, and the operating rail corridor shall be public open space or common private open space. The City may utilize a portion of this land private land for institutional uses.~~
5. Flexibility for the locations of residential or commercial uses within Landbays H, I and J may be allowed in specified locations, provided that the total number of residential units or the total amount of commercial floor area does not exceed what is permitted in the overall CDD. Amended 3/12/11, Ord. 4710
6. Community facilities owned and operated by the City, and accessory uses, including but not limited to uses such as a fire station, school, library, cultural center, recreation center, or similar uses consistent with the intent of Potomac Yard to create an urban pedestrian-oriented mixed-use community. Each use and building will need to comply with the applicable provisions of the Potomac Yard Urban Design Guidelines. All community facility(ies) and/or uses will require approval of a development special use permit and all other applicable approvals for each building(s) and/or uses. The floor area of each building(s) and/or use will not be deducted from the approved square footage within the approved CDD Concept Plan.
Amended 3/2006 MPA2006-0006
(Ordinance unknown)

Attachment #1.A: Potomac Yard/Potomac Greens Map 23, Land Use Concept



Attachment #2: Proposed Amended CDD#10 Zoning Table

CDD #	CDD Name	Without a CDD Special Use Permit	With a CDD Special Use Permit		
			Maximum FAR and/or Development Levels	Maximum Height	Uses
10	Potomac Yard / Potomac Greens	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 Route 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 mainline 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: - 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.	Up to 1,747,346 698,000 square feet of office space, except that office square footage may be converted to retail square footage through the special use permit process. Up to 325,000 square feet of continuum of care use, which may include up to 190 dwelling units. Up to 170 hotel rooms. Up to 120,000 115,000 square feet of retail space. ² Up to 2,239 2,800 residential units. Up to 330,000 net square feet of hotel, retail, residential, office and/or continuum of care space uses within Landbay G³ and/or Landbay H.⁴ Note 2: Office floor area may be converted to ground floor retail use through a special use permit. Note 3: Within Landbay G, the minimum amount of development shall be 1,921,000 square feet. Note 4: Within Landbay H, the minimum amount of development shall be 907,000 square feet.	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) as may be revised.	Predominantly residential, with a mix of land uses to include home for the elderly, office, retail and service, hotel, parks and open spaces, and community facilities.

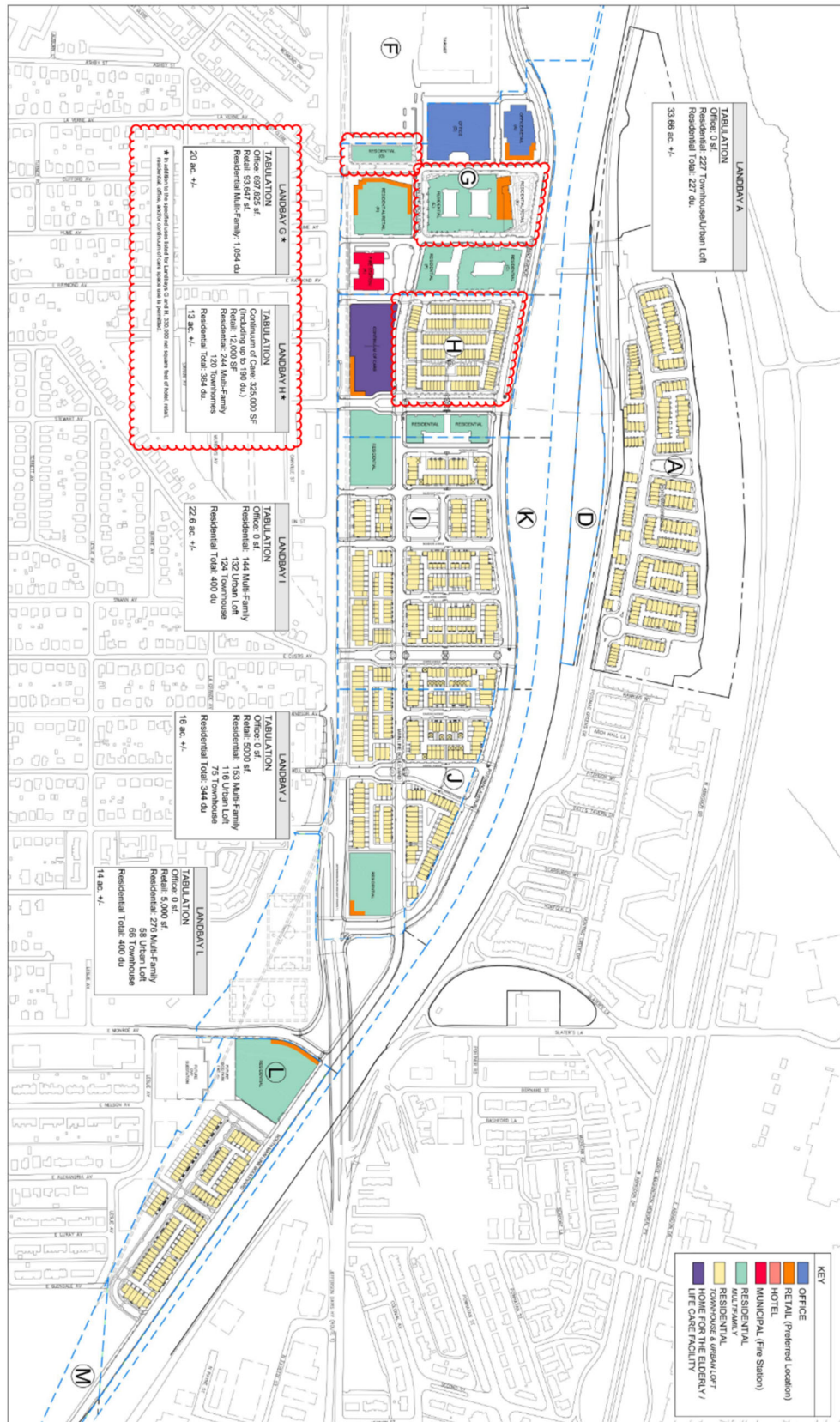
Attachment #4: Proposed Amended CDD#10 Concept Plan

LandDesign
NOTE:
CONCEPT FOR ILLUSTRATIVE PURPOSES ONLY.
SITE PLAN SUBJECT TO CHANGE.

Potomac Yard
Concept Plan



JULY 3, 2025 | LDM2024019



Attachment #5: Proposed CDD#10 Conditions

CDD#2025-00002 CONDITIONS & FINDINGS

(Amending previously approved **CDD#2020-0001**)

Plan Findings

- F-1 The applicant, and/or its successors and assigns* has submitted various documents related to its application for approval of a concept plan for the Potomac Yard/Potomac Greens Coordinated Development District[†], 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.[‡] 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", and as amended September 24, 2010 and August 22, 2012, and October 14, 2017 (hereinafter referred to as the "Proposed Overall Plan Sheet"); and (2) the document entitled "Potomac Yard Urban Design Guidelines," dated March 12, 1999, reissued April 28, 1999 and February 6, 2007, and as amended with addendum dated September 24, 2010 (referred to as the "Proposed Design Guidelines"). (CDD#99-01, F-1) (CDD#2010-01) (PC)
- F-2 Finding obsolete. (CDD#2010-0001):
- F-3 **[FINDING SATISFIED]**: In addition, an alternative to the Concept Plan is also being recommended for approval, although this recommendation, as explained below in paragraph 4, is conditioned upon the occurrence of certain events in the future. This alternative concept plan is referred to as the "Alternative Concept Plan." The Alternative Concept Plan consists of the following (CDD#99-01, F-3):
- a. the Concept Plan Sheet, as modified by staff to reflect the changes which this conditional plan makes to the Concept Plan (this modified sheet is referred to as the "Alternative Concept Plan Sheet" and is attached as Attachment B-1); (CDD#99-01, F-3a)

* Unless the context plainly indicates otherwise, the term "applicant" includes Potomac Yard Development, LLC (PYD) and RP MRP Potomac Yard, LLC (MRP) and any successors, assigns or transferees of the interest in any of the property which makes up the Potomac Yard/Potomac Greens Coordinated Development District #10. Thus, obligations imposed on the applicant by these conditions are also imposed on those to whom the applicant has conveyed or conveys in the future property within Coordinated Development District #10.

[†] Other documents submitted by the applicant 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.

[‡] 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 the applicant's concept plan application.

- b. the Concept Plan Design Guidelines, as modified by staff to reflect the changes which the conditional plan makes to the Concept Plan (these modified guidelines are referred to as the “Alternative Concept Plan Design Guidelines” and consist of the Concept Plan Design Guidelines less the pages of these guidelines which need to be revised to incorporate changes called for by the conditional plan, plus replacement pages for the removed pages that contain these changes) (the “Replacement Pages” which are attached as Attachment B-2); (CDD#99-01, F-3b) and
- c. the conditions set out below under the heading, “Plan Conditions” (the “Alternative Concept Plan Conditions”).[§] (CDD#99-01, F-3c) **(CDD2025-00002)**

F-4 Finding obsolete. (CDD#99-01, F-4) (CDD#2010-0001)

F-5 Development shall comply with the requirements of Article XIII and all erosion and sediment control laws. Any increase in impervious area may require additional BMPs. (CDD#2010-0001)

Plan Conditions**

The Alternative Concept Plan Trigger

- 1. Condition satisfied. (CDD#99-01, 1) (CDD#2010-0001) (PC)

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 the applicant prior to the Trigger Deadline. (CDD#99-01, 2) (PC)

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

^{**} 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.

3. **CONDITION AMENDED BY STAFF (CDD#2020-0001-2025-00002)**: The applicant 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 (PC):
- 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 except that, through a DSUP, multifamily and office uses within Landbays H, I, and J may be relocated consistent with the CDD Concept Plan dated August 22, 2012; (CDD#99-01, 3a) (CDD#2010-0001)
 - b. No transfer shall cause or result in the transfer of any square footage of retail use 23 from landbay “G” (the “Town Center”); (CDD#99-01, 3b) 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). (CDD#99-01, 3c)
 - d. **In conjunction with any new DSUP application, changes to the CDD Concept plan may be approved administratively by the Director of Planning and Zoning so long as the proposal is consistent with the density and uses allowed by CDD #10 as set forth in Section 5-602 of the Zoning Ordinance. Uses within Landbay G may be reprogrammed through the DSUP process so long as the mix of uses is consistent with the amended CDD Concept Plan dated August 22, 2012, September 24, 2010 (CDD#2008-0001, #Bd) (CDD#2010-0001)**
 - i. ~~Any conversion of uses as noted above shall occur on a one for one net floor area. (CDD#2008-0001, 3Bdi) (CDD#2008-0004, 3Bdi) (CDD#2010-0001)~~
 - ii. ~~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. (CDD#2008-0001, 3Bdii) (CDD#2008-0004, 3Bdii) (CDD#2010-0001)~~
 - iii. ~~Condition deleted. (CDD#2008-0001, 3Bdiii) (CDD#2008-0004, 3Bdiii) (CDD#2010-0001)~~
 - e. The addition of Continuum of Care Facility buildings within a Landbay shall not increase the overall approved density within each Landbay.
 - f. Continuum of Care Facility uses as defined by the Zoning Ordinance are permitted within Landbay H as shown in the CDD Concept Plan dated 2.21.2020. Within Landbay H, density may be transferred/converted from the approved net office square footage for Continuum of Care Facility. (CDD#2018-0006)

3A. Condition satisfied. (CDD#2008-0001, 3A) (CDD#2010-0001) (PC)

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. (CDD#99-01, 4) (CDD#2008-004, 4) (CDD#2010-0001)
- 4A. **[CONDITION NO LONGER APPLICABLE]** The applicant 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) shall achieve LEED certification under the U.S. Green Building Council’s System and incorporate sustainable design elements and innovative technologies into the project unless otherwise approved in a DSUP. The residential buildings 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. The applicant, or its successors, shall also work with the City for reuse of the existing buildings materials as part of the demolition process. (CDD#2008-0001, 4A) (CDD#2010-0001) (PC) **(CDD#2025-00002)**
- 4B. Condition deleted. (CDD#2008-0001, 4B) (CDD#2010-0001)
- 4C. Condition satisfied. (CDD#2008-0001, 4C) (CDD#2010-0001) (PC)
5. **[CONDITION NO LONGER APPLICABLE]** 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. (CDD#99-01, 5) **(CDD#2025-00002)**
- 5A. **[CONDITION NO LONGER APPLICABLE]** In an effort to encourage a mix of uses, non-residential uses shall be considered on the ground floor of individual townhouse units located on or adjacent to E. Custis Avenue and E. Howell Avenue between Route 1 and Main Line Boulevard if a future transit stop is provided at those locations. (CDD#2010-0001) **(CDD#2025-00002)**
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. (CDD#99-01, 6)

Open Space

7. **[CONDITION SATISFIED]** The following open spaces within the CDD shall, upon the completion of their improvements, be dedicated by the applicant to the City. (PC) **(CDD#2025-00002)**:
- 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 the applicant); (CDD#99-01, 7a) (PC)

- 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; (CDD#99-01, 7b)
 - 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; (CDD#99-01, 7c)
 - 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; (CDD#99-01, 7d)
 - e. the southern portion of the applicant 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; (CDD#99-01, 7e) (PC)
 - f. Howell Park, as described in the Concept Plan Design Guidelines and the Alternative Concept Plan Design Guidelines; (CDD#99-01, 7f)
 - 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; (CDD#99-01, 7g) 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. (CDD#99-01, 7h) (PC)
8. 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 the applicant, 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 the applicant to the City for all such non-dedicated open spaces (except the nondedicated 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. (CDD#99-01, 7a-h) (PC)

- 8A. **[CONDITION SATISFIED]** The applicant 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: (CDD#2008- 0004, 8A) (PC) **(CDD#2025-00002)**
- a. The applicant 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, the applicant shall submit the following (PC):
 - 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. (CDD#2008-0004, 8Aai)
 - ii. A Risk Assessment indicating any risks associated with the contamination. (CDD#2008-0004, 8Aaii)
 - 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. (CDD#2008-0004, 8Aaiii)
 - 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. (CDD#2008-0004, 8Aaiv)
 - 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. (CDD#2008-0004, 8Aav)
 - 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 the applicant to the satisfaction of the Director of T&ES. (CDD#2008-0004, 8Ab) (PC)
 - c. Provide an updated ALTA survey, including all existing utilities and easements.

(CDD#2008-0004, 8Ac)

- 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. (CDD#2008-0004, 8Ad)

8B. **[CONDITION SATISFIED]** The applicant shall demolish the bridge “B” deck and related structural supports, to the satisfaction of the Director of T&ES. The applicant shall also demolish a portion of the 27 abutments, if requested by the City and permitted by the applicable state and federal authorities. All work shall be subject to the following (CDD#2008-0004, 8B) (PC) **(CDD#2025-00002)**:

- 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. (CDD#2008-0004, 8Ba)
- b. If necessary, due to the removal of the bridge deck, related structural supports, and any portion of the abutments, the applicant 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. (CDD#2008-0004, 8Bb) (PC)
- 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. (CDD#2008-0004, 8Bc)
- 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. (CDD#2008-0004, 8Bd)
- e. Prior to commencement of demolition, the applicant shall prepare and submit a construction management plan of the demolition for review and approval by the Director of Transportation and Environmental Services. (CDD#2008-0004, 8Be) (PC)
- f. All necessary hauling permits shall be obtained prior to release of the demolition permit by the City of Alexandria. (CDD#2008-0004, 8Bf)

8C. **[CONDITION SATISFIED]** The applicant shall identify and remove/relocate any existing utilities location or associated with Bridge “B”. (CDD#2008-0004, 8C) **(CDD#2025-00002)**

8D. **[CONDITION SATISFIED]** The applicant shall identify the tie-in location for water

and electric service to the Landbay. (CDD#2008-0004, 8D) **(CDD#2025-00002)**

- 8E. **[CONDITION SATISFIED]** 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. (CDD#2008-0004, 8E)) **(CDD#2025-00002)**
- 8F. **[CONDITION SATISFIED]** 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, the applicant shall be responsible for submitting, obtaining, and/or maintaining all federal, state, and local construction permits, dedication plats, and documentation. (CDD#2008- 0004, 8F) (PC) **(CDD#2025-00002)**
- 8G. **[CONDITION SATISFIED]**The applicant 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. (CDD#2008-0004, 8G) (PC) **(CDD#2025-00002)**
- 8H. **[CONDITION SATISFIED]** 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. (CDD#2008- 0004, 8H) **(CDD#2025-00002)**

Grading

9. **[CONDITION SATISFIED]**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. (CDD#99-01, 9)**(CDD2025-00002)**

Parking

10. If the WMATA board awards a contract for the construction of a Metrorail station adjacent to Potomac Yard, reduced parking ratios lower than the Zoning Ordinance requirements shall be permitted through a Development Special Use Permit. (CDD#99- 01, 10) (CDD#2008-0001, 10) (CDD#2010-0001)
11. **[CONDITION NO LONGER APPLICABLE]** A minimum of 15% visitor parking, which may be on- or off-street, shall be provided for all residential uses. (CDD#99-01, 11) **(CDD2025-00002)**
- 11A. **[CONDITION AMENDED]**All parking must be underground, except that above-grade parking structures are permitted in any subsequent development special use permits in the following locations, subject to the criteria in 11B, C and D: Landbay G, Block D; a. Landbay G, Block H, **Block G, Block B and Block E**; b. Landbay H, Block bounded by Route 1, Maskell Street, Main Line Boulevard and Swann Avenue;

c. Landbay H/I, Block bounded by Route 1, Swann Avenue, Main Line Boulevard and Bluemont Avenue; d. Landbay J, Block adjacent to Route 1, Main Line Boulevard and Potomac Avenue; e. Landbay L, Block adjacent to Monroe Avenue and Main Line Boulevard; and f. Landbay H/I, Block bounded by Main Line Boulevard, Swann Avenue, Potomac Avenue and Bluemont Avenue. (CDD#2010-0001) (PC) **(CDD#2025-00002)**

11B. **[CONDITION AMENDED]** With the exception of the above-grade parking structure in Landbay G, Block D, which is already approved, **and Landbay G, Blocks G, B and E**, any exception in any subsequent Development Special Use Permit for above-grade parking structures is permitted, 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) with a minimum depth of 35 feet; and
- 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) with a minimum depth of 35 feet for the entire street and/or park/open space frontage. (CDD#2010-0001) (PC) **(CDD2025-00002)**

11C. **[CONDITION NO LONGER APPLICABLE]** The final design of the federal tenant above-grade parking structure in Landbay H/I shall be determined during the Development Special Use Permit (“DSUP”) process, but shall be generally consistent with the following criteria: a. Active uses shall screen all above-grade parking structure levels along the Potomac Avenue, Bluemont Avenue and Main Line Boulevard frontages; b. Ground floor active uses shall screen the first level of the above-grade parking structure along Swann Avenue frontage. c. An architectural façade consisting of masonry and glazed openings shall screen the upper levels of the above-ground parking structure along Swann Avenue frontage. d. The upper level façade masonry elements shall shield the headlights of cars located within the above-grade parking structure. (CDD#2010-0001) (PC) **(CDD2025-00002)**

11D. Surface parking lots may be permitted on an interim basis on land that has yet to be developed. These parking lots shall be approved as an administrative Special Use Permit and the parking lot shall conform to screening and landscaping standards for parking lots. (CDD#2010-0001) (PC)

11E. Required parking for individual townhomes and other single-family units such as stacked and duplex units shall be from rear alleys. (CDD#2010-0001) (PC)

Phasing and Preliminary Development Plan Processing

12. **[CONDITION SATISFIED]** 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 30 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 the applicant 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, the applicant 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 the applicant 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. (CDD#99-01, 12a) (PC) **(CDD#2025-00002)**
- b. The initial and each subsequent CDD Phasing Plan shall satisfy the following conditions and requirements. (CDD#99-01, 12b) **(CDD#2025-00002)**
 - i. As to landbays, the plan shall provide, for each landbay within the CDD, a general outline of the landbay and the applicant’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. (CDD#99-01, 12bi) (PC)
 - 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 (CDD#99-01, 12bii):
 - 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); (CDD#99-01, 12biiA)
 - B. the sanitary sewer system to be constructed within the CDD, including the Trunk Sewer (as defined below in paragraph 22); (CDD#99-01, 12biiB)
 - C. the stormwater sewer system to be constructed within the CDD; (CDD#99-01, 12biiC) and

D. the utility systems to be constructed within the CDD (e.g., electricity, water, gas, phone/communications and cable). (CDD#99-01, 12biiD)

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). (CDD#99-01, 12biii)

13. **[CONDITION SATISFIED]** 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. (CDD#99-01, 13a) **(CDD#2025-00002)**
- 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. (CDD#99-01, 13b) **(CDD#2025-00002)**
- 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 32 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. (CDD#99-01, 13c) **(CDD#2025-00002)**

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. (CDD#99-01, 14)

Infrastructure and Open Space Improvements -- Commencement or Completion Date/Event

15. **[CONDITION SATISFIED]** 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 the applicant to the City. (CDD#99-01, 15) (PC) **(CDD#2025-00002)**

Streets

- a. **Potomac Avenue (Spine Road)^{††}** ---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 issuance of the first certificate of occupancy in Landbay I or J. 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, approved separately on 10/16/2010)
- b. **Street A** --- Construction shall occur as set forth below:
 - i. If the east/west roadway north of Block D (Wesmond Drive) is constructed by others and dedicated to the city prior to construction of Public Street “A”, the applicant shall redesign and construct Public Street “A” in Landbay G to intersect with Wesmond Drive in a “T” intersection configuration.
 - ii. The applicant shall design and construct Private Street “A” in Landbay G to intersect Potomac Avenue in a “T” intersection configuration. If the east/west roadway north of Block D (Wesmond Drive) is constructed by others and dedicated to the City prior to construction of Private Street “A”, the applicant shall redesign Private Street “A” to form a linear extension of Wesmond Drive extending east to Potomac Avenue. The redesign of Private Street “A” shall be based on the design standards for Wesmond Drive contained within the North Potomac Yard Urban Design Standards. (CDD#2010-0001)
- c. **Main Street and South Main Street (Main Line Boulevard ST#2008-0001)** --
-Construction shall occur in phases with each landbay, and such construction shall be completed by the date or event described in the initial preliminary development plan approval for the landbay (CDD#99-01, 15b)
 - i. The applicant shall design and construct Main Line Boulevard (Main Street) and other associated improvements such as street lights, curbing and temporary asphalt sidewalks within Landbay G to enable the connection between Landbay G and CDD#19 to occur with the first phase of construction but starting no later than December 31, 2011 provided that the Main Line Boulevard (Main Street) connection along the western face of Block D within North Potomac Yard has been constructed by others. (CDD#2010-0001)

^{††} 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 (ii) 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.

- d. **Route 1 Improvements^{¶¶}** ---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. (CDD#99-01, 15c) (CDD#2007-0001, 15c)
- e. **Monroe Avenue bridge removal**---Demolition of the current bridge, construction New Route 1 Connector and of the new connector and realignment of Monroe Avenue realignment^{§§} 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 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 (CDD#99-01, 15d)
- f. **East Glebe Road^{***}**---Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay G (CDD#99-01, 15e)

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

^{§§} 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.

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

- g. **Swann Avenue**---Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay H (CDD#99-01, 15f)
- h. **Custis Avenue**---Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay I (CDD#99-01, 15g)
- i. **Howell Avenue**---Construction shall be completed by the date or event described in the initial preliminary development plan approval for landbay J (CDD#99-01, 15h)

Sewers

- j. **Trunk Sewer**^{†††} to the wastewater---See paragraphs 22 and 23 below treatment plant operated by the Alexandria Sanitation Authority. (CDD#99-01, 15i)
- k. **Collection System**^{†††} ---See paragraph 24 below. (CDD#99-01, 15j)
- l. **Stormwater sewers** ---See paragraph 26 below. (CDD#99-01, 15k)

Stormwater Treatment

- m. Master stormwater quality concept---See paragraph 27 below plan (CDD#99-01, 15l)

Open Space

- n. **Braddock Field**^{§§§} ---A preliminary development plan for the construction of this field shall be submitted to the City within four months of the applicant'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. (CDD#99-01, 15m) (PC)

^{†††} The Trunk Sewer is defined in paragraph 22 below.

^{†††} The Collection System is defined in paragraph 24 below.

^{§§§} 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.

- o. **Monroe Fields (final fields)****** ---In the event the City determines not to assume responsibility for the Plan Cost Difference under paragraph 1 above, a preliminary development plan shall be submitted to the City within three months of such determination, a final development plan shall be submitted to the City within two months of the approval of the preliminary development plan, and construction shall be commenced within three months of the approval of the final development plan and thereafter diligently pursued to completion; in the event the City determines to assume responsibility for the Plan Cost Difference under paragraph 1 above, construction shall commence within three months of completion of construction of the New Route 1 Connector and there-after be diligently pursued to completion. (CDD#99-01, 15n)
- p. **Monroe Fields (interim fields)** --- 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 (CDD#99-01, 15o)
- q. **Pedestrian Bridge across rail tracks** --- The applicant shall make a monetary contribution to be utilized by the City for design, permitting, and other hard and soft costs associated with the construction of a Metrorail station at Potomac Yard that will include a pedestrian connection between the west and east sides of the tracks. The contribution shall be made to the City as follows (CDD#2010-0001):
 - i. \$500,000 within 30 days of final unappealable approval of the amendments to CDD #10. (CDD#2010-0001) (PC)
 - ii. \$500,000 within 30 days of final unappealable approval of a DSUP with preliminary site plan for the remaining townhouse/urban loft parcels in Landbay I & J. (CDD#2010-0001) (PC)
 - iii. \$500,000 within 30 days of final unappealable approval of a DSUP with preliminary site plan for the townhouse/urban loft parcels in Landbay L. (CDD#2010-0001) (PC)
 - iv. Notwithstanding provisions ii and iii above regarding the timing of payments, the \$1 million set for therein shall be paid to the City no later than December 31, 2013. (CDD#2010-0001) (PC)
 - i. \$500,000 within 30 days of the bond being issued for funding of the Metrorail station. If the bond is not issued for a Metrorail station, no additional contribution will be made. (CDD#2010-0001) (CDD#99-01, 15p) (CDD#2007-0001, 15p) (PC)

**** 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.

- r. **Potomac Yard Linear Park^{†††}** --- Construction and/or monetary contributions shall occur as set forth in the Landbay K DSUP. (CDD#99-01, 15q) (CDD#2010-0001)
- s. **Rail Park** --- Construction and/or monetary contributions shall occur as set forth in the Rail Park SUP. (CDD#99-01, 15r) (CDD#2007-0001, 15r) (CDD#2008-0001, 15r) (CDD#2010-0001)
- t. **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 (CDD#99-01, 15s)
- u. **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 (CDD#99-01, 15t)
- v. **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 (CDD#99-01, 15u)
- w. **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 (CDD#99-01, 15v)
- x. **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 (CDD#99-01, 15w)
- y. **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 (CDD#99-01, 15x)

^{†††} 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.

- z. **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. (CDD#2008-0001, 15y)

15A. **[CONDITION NO LONGER APPLICABLE]** 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. (CDD#99-01, 15Aa)
- 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, the applicant 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 the applicant. 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. (CDD#99-01, 15Ab) (PC) **(CDD#2025-00002)**

- 16. **[CONDITION SATISFIED]** A separate preliminary development plan shall be submitted by the applicant for each of the open space areas that are 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. (CDD#99-01, 16) (PC) **(CDD#2025-00002)**
- 17. Condition satisfied. (CDD#2010-0001)

Permitted/Special/Interim Use

18. **[CONDITION NO LONGER APPLICABLE]**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. (CDD#99-01, 18) **(CDD#2025-00002)**
19. **[CONDITION NO LONGER APPLICABLE]**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; (CDD#99-01, 19a)
 - 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; (CDD#99-01, 19b) 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. (CDD#99-01, 19c) **(CDD#2025-00002)**
20. **[CONDITION NO LONGER APPLICABLE]**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. (CDD#99-01, 20) (**CDD#2025-00002**)

Affordable Housing

21. [**CONDITION SATISFIED**] Every preliminary development plan shall meet the requirements of the city-wide affordable housing policy that is in effect at the time the plan is submitted. (CDD#99- 01, 21) (**CDD#2025-00002**)

Sanitary and Storm Sewer

22. Condition satisfied. (CDD#99-01, 22) (PC)
23. Condition satisfied. (CDD#99-01, 23)
24. Condition satisfied. (CDD#99- 01, 24) (PC)
25. Condition satisfied. (CDD#99-01, 25)
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. (CDD#99-01, 26)
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. (CDD#99-01, 27)
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. (CDD#99-01, 28)

Transportation^{§§§§}

29. [**CONDITION SATISFIED**] 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 the applicant must file along with its applications for preliminary development plan approvals. (CDD#99-01, 29) (PC) (**CDD#2025-00002**)

^{§§§§} Most transportation conditions for the CDD have been recommended for inclusion in the Transportation Management Plan Special Use Permit.

30. **[CONDITION SATISFIED]** Unless and until otherwise authorized by the City as an amendment to the operative concept plan, the applicant 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, the applicant 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, the applicant shall submit to WMATA a drawing which shows, and a statement which describes the boundaries of the Metro Site, and conveys the applicant’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. The applicant 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, the applicant 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. (CDD#99-01, 30a) (PC) **(CDD#2025-00002)**
31. **[CONDITION SATISFIED]** In the event funding from sources other than the applicant 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, the applicant 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 the applicant, 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. (CDD#99-01, 30b) (PC) **(CDD#2025-00002)**
32. **[CONDITION SATISFIED]** In the event that funding from sources other than the applicant 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, the applicant 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 the applicant 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. (CDD#99-01, 30A) (PC) **(CDD#2025-00002)**

33. **[CONDITION SATISFIED]** 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. (CDD#99-01, 31) **(CDD#2025-00002)**
34. **[CONDITION SATISFIED]** Any traffic signalization proposed by the applicant 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 the applicant, 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. (CDD#99-01, 32) (PC) **(CDD#2025-00002)**

Miscellaneous

35. 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 the applicant. (CDD#99-01, 33) (PC)
36. **[CONDITION NO LONGER APPLICABLE]** A permanent storage area within the CDD, no smaller than 20 feet by 20 feet, shall be made available by the applicant 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. (CDD#99-01, (PC) **(CDD#2025-00002)**
37. **[CONDITION SATISFIED]** If the Alternative Concept Plan becomes the operative concept plan for the CDD, the applicant 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. (CDD#99-01, 35) (PC) **(CDD#2025-00002)**

38. **[CONDITION AMENDED]**The applicant 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 ~~is~~ documents ~~are~~ **are-is** current at all times. ~~Before the very first preliminary development plan is filed with the City pursuant to this concept plan approval, the applicant 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, the applicant 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. The applicant shall not be able to file any application for preliminary development plan~~ **building permit** approval within the CDD unless a fully updated and current concept plan documents have been previously provided to the City. (CDD#99-01, 36) (PC) **(CDD#2025-00002)**
39. Any inconsistencies in the approved concept plan design guidelines shall be resolved by the Director of P&Z. (CDD#99-01, 37)
40. **[CONDITION AMENDED]**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 **amended** Concept Plan. (CDD#99-01, 38) **(CDD#2025—00002)**
41. The applicant shall coordinate and work cooperatively with the owner of CDD#19 to provide necessary reciprocal construction access for projects along the southern property line of CDD#19 that are adjoining Landbay G, provided the following (CDD#2010- 0001):
- a. The applicant bears no costs of constructing, maintaining, repairing, or replacing any improvements in CDD#19; (CDD#2010-0001)
 - b. The applicant incurs no expense or liability associated with such reciprocal 46 access; (CDD#2010-0001)
 - c. The applicant is not required to pay any sum to the owner of CDD#19 for such reciprocal access; and (CDD#2010-0001)
 - d. In no way, shall such reciprocal construction access materially interfere with the applicant's development, use, or operation of its property. (CDD#2010-0001)
42. **[CONDITION NO LONGER APPLICABLE]**The final design of buildings accommodating federal tenants shall be determined through the DSUP process. Additional criteria for buildings accommodating federal tenants will be developed in conjunction with the DSUP process. At a minimum, in developing security design solutions for the block perimeter, jersey barriers, chain link fences, or other unsightly

barriers shall not be permitted. Security design elements may include architecturally pleasing elements that enhance the streetscape consistent with the National Capital Planning Commission document entitled "Designing and Testing of Perimeter Security Elements." (CDD#2010-0001)(PC)(**CDD2025-00002**)

Phasing Conditions for Landbays G and H

43. **[NEW CONDITION]** The applicant shall comply with the following phasing conditions (CDD2025-00002):
- a. The Owner of Landbay G Block G shall place a covenant on Landbay G Block G, which covenant shall not be released without the consent of the City, to restrict development on the property to affordable housing available to households with an average income of 60% of the Washington DC Metropolitan Area Median Family Income for rental units and 70% - 100% of the Washington DC Metropolitan Area Median Family Income for for-sale units. The covenant shall be recorded within 90 days of DSUP approval.
 - b. The Applicant for Landbay G Block G shall diligently pursue Low Income Housing Tax Credits ("LIHTC") for the 2026 cycle and on an annual basis thereafter until such tax credits are awarded or alternative financing is obtained to fund construction of the affordable housing on Landbay G Block G.
 - c. If LIHTC have not been awarded or alternative funding has not been obtained for the affordable housing on Landbay G Block G by the time the townhouses on Landbay H are at the final Certificate of Occupancy for the last stick of townhouses, then the Applicant for Landbay H, or its designee, shall commit, in the form of a letter of credit or other instrument, \$2,309,472 (2025 Tier 2 Landbay H affordable housing contributions for density with SUP) of Gap Funding (the "Landbay H Gap Funding Commitment") prior to the issuance of a Certificate of Occupancy for any unit in the last stick of townhouses (which stick should contain no less than five units) or January 31, 2028, whichever comes first.
 - d. Within 30 days of written notice to the Applicant for Landbay H, or its designee, the Landbay H Gap Funding Commitment may be drawn down, based on demonstrated financial need by the Applicant for Landbay G Block G, to help fill any funding gap associated with the construction of affordable housing on Landbay G, Block G. To the extent that the Landbay H Gap Funding Commitment exceeds the demonstrated financial need, the excess funds shall be returned to the Applicant for Landbay H, or its designee.
 - e. Once Landbay G Block G has been awarded LIHTC or obtained alternative funding, all affordable housing considerations will be rendered complete for Landbay H, with the exception of any Gap Funding relied upon to secure the LITC or alternative funding, which shall be committed and drawn down in accordance with Condition 43(d) above.

- f. The Applicant for Landbay G Block B/E agrees to make best efforts to get the development of Landbay G Block B/E financed and under construction prior to June 1, 2027. To that end, the Applicant for Landbay G Block B/E shall submit the first final site plan within 90 days of approval of the DSUP and shall be diligently pursued until approved. The Applicant for Landbay G Block B/E shall provide the City with a quarterly updates (March, June, September and December) providing a project status update, including any revisions to the anticipated project schedule.**
- g. If construction has not commenced on Landbay G, Block B/E prior to June 1, 2027, the Applicant shall commence programming of the interim open space on Landbay G, Block B/E until such time as construction commences on the Property.**

Attachment #1: TMP SUP#99-0020 Conditions (for reference only)*

****This existing TMP is not applicable to DSUP2025-00023, DSUP2025-00024, and DSUP2025-00025 as each of these will adhere to current TMP regulations.***

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. 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.



APPLICATION

☒ **Master Plan Amendment MPA#** _____
☐ **Zoning Map Amendment REZ#** _____

PROPERTY LOCATION: 601 E Glebe Road, 2601 & 2901 Main Line Boulevard, and 2900 Potomac Avenue

APPLICANT

Name: MTV Holdco, L.L.C.

Address: _____

PROPERTY OWNER:

Name: 601 E. Glebe Road, L.L.C., PY Landbay H, L.L.C., 2900 Potomac Avenue, L.L.C., and 2901 Main Line Boulevard, L.L.C.

Address: _____

Interest in property:

☐ Owner ☐ Contract Purchaser
☒ Developer ☐ Lessee ☐ Other _____

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

☐ Yes: If yes, provide proof of current City business license.
☐ No: If no, said agent shall obtain a business license prior to filing application.

Not Applicable

THE UNDERSIGNED certifies that the information supplied for this application is complete and accurate, and, pursuant to Section 11-301B of the Zoning Ordinance, hereby grants permission to the City of Alexandria, Virginia, to post placard notice on the property which is the subject of this application.

M. Catharine Puskar, Attorney/Agent

Print Name of Applicant or Agent

Mailing/Street Address

City and State

Zip Code

MC Puskar

Signature

Telephone #

Fax #

7/16/2025

Date

DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: _____

Fee Paid: \$ _____

Legal advertisement: _____

ACTION - PLANNING COMMISSION _____

ACTION - CITY COUNCIL: _____

MPA # _____

REZ # _____

SUBJECT PROPERTY

Provide the following information for each property for which an amendment is being requested. (Attach separate sheets if needed.)

Address Tax Map - Block - Lot	Land Use		Master Plan Designation		Zoning Designation		Frontage (ft.)
	Existing	Proposed	Existing	Proposed	Existing	Proposed	Land Area (acres)
1 601 E. Glebe Rd 025.01-05-11	vacant	CDD #10 Residential Component	Mixed-use	Mixed-use	CDD #10	CDD #10	452.04 .55 acres
2 2601 Main Line Blvd 025.03-03-01	vacant	CDD #10 Residential Component	Mixed-use	Mixed-use	CDD #10	CDD #10	1,660.16 FT 4.3 acres
3 2900 Potomac Ave & 2901 Main Line Blvd 025.01-05-07 & 025.01-05-12	vacant	CDD #10 Residential/ Retail Component	mixed-use & mixed-use predominantly residential	mixed-use & mixed-use predominantly residential	CDD #10	CDD #10	1,545.56 3.12 acres
4 _____	_____	_____	_____	_____	_____	_____	_____

Note: Master Plan Amendment needed to update proposed density by use on page 71.

PROPERTY OWNERSHIP

☐ Individual Owner ☒ Corporation or Partnership Owner

Identify each person or individual with ownership interest. If corporation or partnership owner, identify each person with more than 3% interest in such corporation or partnership.

1. Name: see attached Extent of Interest: _____

Address: _____

2. Name: _____ Extent of Interest: _____

Address: _____

3. Name: _____ Extent of Interest: _____

Address: _____

4. Name: _____ Extent of Interest: _____

Address: _____

MPA # _____
REZ # _____

JUSTIFICATION FOR AMENDMENT

(attach separate sheets if needed)

- 1.** Explain how and why any proposed amendment(s) to the Master Plan are desirable, beneficial to surrounding properties, in character with the applicable Small Area Plan and consistent with City policies:
See attached narrative.
- 2.** Explain how and why the proposed amendment to the Zoning Map(s) is consistent with the proposed amendment to the Master Plan, or, if no amendment to the Master Plan is being requested, how the proposed zoning map amendment is consistent with the existing Master Plan:
See attached narrative.
- 3.** Explain how the property proposed for reclassification will be served adequately by essential public facilities and services such as highways, streets, parking spaces, police and fire, drainage structures, refuse disposal, water and sewers, and schools.
See attached narrative.
- 4.** If this application is for conditional zoning approval pursuant to Section 11-804 of the Zoning Ordinance, identify all proffered conditions that are to be considered part of this application (see Zoning Ordinance Section 11-804 for restrictions on conditional zoning):
Not applicable.



APPLICATION

CDD DEVELOPMENT CONCEPT PLAN

CDD # _____

[must use black ink or type]

PROPERTY LOCATION: 601 E Glebe Road, 2601 & 2901 Main Line Boulevard, and 2900 Potomac Avenue

TAX MAP REFERENCE: 025.01-05-11, 025.03-03-01, 025.01-05-07, and 025.01-05-12 **ZONE:** CDD #10

APPLICANT'S NAME: MTV Holdco, L.L.C.

ADDRESS: _____

PROPERTY OWNER NAME: 601 E. Glebe Road, L.L.C., PY Landbay H, L.L.C., 2900 Potomac Avenue, L.L.C., and 2901 Main Line Boulevard, L.L.C.

ADDRESS: _____

REQUEST: CDD Concept Plan for the four remaining vacant parcels within the CDD#10 zone.

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.

M. Catharine Puskar, Attorney/Agent

Print Name of Applicant or Agent

Mailing/Street Address

McPuskar

Signature

Telephone #

Fax #

Email address

DO NOT WRITE IN THIS SPACE OFFICE USE ONLY

Application Received: _____

Date and Fee Paid: _____ \$ _____

ACTION - PLANNING COMMISSION: _____

ACTION - CITY COUNCIL _____

ALL APPLICANTS MUST COMPLETE THIS FORM.

The applicant is: (check one)

☐ the Owner ☐ Contract Purchaser ☐ Lessee or ☐ Other: master developer 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 three percent.

see attached

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?

☐ **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.

Not applicable

Narrative Description
Master Plan Amendment and Coordinated Development District #10 Concept Plan
Potomac Yard Landbay G Block G, Landbay G Blocks B & E, and Landbay H
601 E Glebe Road, 2601 & 2901 Main Line Boulevard, and 2900 Potomac Avenue, Tax Map
Nos. 025.01-05-11, 025.03-03-01, 025.01-05-07, and 025.01-05-12

MTV Holdco, L.L.C. (the “Applicant”) requests approval of a Master Plan Amendment to the Potomac Yard/Potomac Greens Small Area Plan (the “SAP”), a new Coordinated Development District (CDD) Concept Plan for CDD #10 and a Text Amendment to Section 5-600 of the Zoning Ordinance to reflect the proposed mix of uses on the four remaining vacant parcels within CDD #10, which include Landbay G Block G, Landbay G Blocks B/E, and Landbay H.

Originally adopted in 1992, the Small Area Plan has been amended numerous times to provide updated guidance for the Potomac Yard/Potomac Greens Coordinated Development District (CDD #10) as it has evolved from its original adoption in 1992 to the most recent CDD Concept Plan Amendment in 2020. While the CDD zoning was established in 1992, the CDD Concept Plan for Potomac Yard/Potomac Greens (CDD#99-01) was first approved by City Council on September 8, 1999, which allowed for an Alternative Concept Plan that was approved by amendment on January 25, 2003.

The long-range vision for the anticipated build out of this portion of Potomac Yard was 25 years, as evidenced by Condition #40 of the original CDD. The SAP recommendations and the vision for development anticipated in the CDD #10 Concept Plan have largely been realized, as evidenced by the existing improvements, including:

- Major infrastructure (the realignment and widening of Route 1 to facilitate BRT, removal of the Monroe Avenue bridge and construction of a new Route 1 bridge, complete street grid with sidewalks, lighting and street trees, below grade utilities, bike facilities, a sanitary trunk sewer and pump station, storm water ponds and filters etc, demolition of Bridge deck B over four mile run, dedication of rail park to the City, monetary contributions toward Metro in lieu of a pedestrian bridge, etc)
- Major open spaces including Monroe Avenue Fields, Potomac Greens Park, Potomac Yard Linear Park, a dog park, finger parks, and neighborhood parks and playgrounds.
- Mixed-use development of a variety of building types and heights, including residential (townhouses, stacked-townhouses, and multi-unit buildings), office, retail, continuum of care, and a fire station, with the highest density of commercial uses adjacent to the Potomac Yard Metro station.

The Applicant and its development partners are now prepared to finish the build out of CDD #10. However, as has been done over the past 25 years in response to ever changing economic development conditions and considerations, the Applicant requests amendments to the Master Plan, a text amendment, and a new CDD Concept Plan to permit the development of 88 affordable multi-unit rental dwellings on Landbay G Block G, 431 multi-unit rental dwellings on Landbay G Block B/E and 120 for sale townhouses on Landbay H. The proposed coordinated development of these remaining blocks maintains and fulfills the SAP vision for a mix of

housing types and uses in Potomac Yard and meets the CDD Concept Plan standards in section 5-604 of the Zoning Ordinance that “the proposed development provide adequate recreational amenities and a substantial amount of residential units, including an affordable housing component”. The proposal is also consistent with the concept of concentrating the highest density near metro, as it shifts density from Landbay H to Landbay G Block B/E to maximize residential density to the extent possible, while still retaining enough area for a high-quality, activated “town center” open space framed by 12,000 sf of retail to serve the neighborhood and general public.

The significant level of office density (1.9 million square feet) contemplated in the original CDD Concept Plan was never realized due to a variety of factors. Initially, in addition to the office density anticipated in other Landbays, 292,000 square feet of office density was planned for Landbay L and 473,000 square feet of office density was planned for Landbay J. Marketing efforts for those Landbays quickly revealed that, given the distance from the Braddock Road Metro and the lack of surrounding amenities, development of office density in those Landbays was not viable. With that background, in 2008, the City and owner of Landbay H worked together to transfer the 765,000 sf of office density from Landbays L and J to Landbay H/I to position that property to compete for development of an office campus for a large GSA tenant, which never materialized.

Over the past 15 years (with the exception of the few years it was used for a construction staging area for the new Potomac Yard Metro), Landbay H has been available and marketed for office development without success. The viability of office in Landbay H was further compromised by the 2010 approval of the North Potomac Yard CDD (CDD #19), which planned for significant office density immediately adjacent to the new Metro station where it is most marketable and, most recently, by COVID-19, which not only had a severe impact on the overall economy in terms of construction costs, labor costs and interest rates, but also in the demand for office density given the increase in teleworking which started as a necessity and continues today as a convenience and cost savings measure. Furthermore, with the delivery of the new Virginia Tech Innovation Campus, recent marketing efforts have shown that new office users want to be in proximity not only to the Metro, but to this new academic hub.

It is important to note that the stated densities for Potomac Yard are specifically listed in the Master Plan, Zoning Ordinance, and original Concept Plan as “Maximum Development Levels,” not minimums. That being said, the Applicant understands the desire to maximize value and housing in Potomac Yard, given the City’s obligation to pay off bonds for the new Metro Station and given the City’s commitment to its regional partners in the Metropolitan Washington Council of Governments to help address the regional housing crisis. Both of these factors have been taken into account when developing the plan for the last undeveloped parcels in this portion of Potomac Yard.

The comprehensive proposal includes 639 housing units that provide a desirable diversity of housing choice (for sale, market rate rental and affordable rental) to supplement the existing mix of uses in Potomac Yard and attract a variety of customers in search of housing near metro. In addition, in response to staff and community input, the Applicant has included additional open space to serve the townhomes in Block H, incorporated quality, programmable “town center”

open space in Landbay G Block B/E to supplement the large regional Potomac Yard Park, and added 12,000 sf of retail adjacent to the “town center” open space to serve the neighborhood and general public. Note that the viability of the original “town center” level of retail was compromised with the approval of North Potomac Yard CDD #19 in 2010, which envisions 900,000 sf of retail, thereby shifting the true Town Center of Potomac Yard to the north. While the original amount of retail and associated amount of open space is no longer realistic in Landbay G, given the changing landscape within Potomac Yard and North Potomac Yard over time, the 12,000 sf of retail and the adjacent programmable open space have been strategically located along Potomac Avenue across from the Potomac Yard Park and the southern entrance to the Potomac Yard Metro to ensure visibility and convenient access for neighboring residents, office workers, metro riders, park users and those passing by.

The transfer of density and value associated with Block H and Block B/E enables the Applicant to contribute the land in Landbay G Block G to an affordable housing developer, who in turn, will be able to finance the affordable housing project without requiring the typical necessary City investment of approximately \$11 million from the City Housing Opportunities Fund (based on other comparable projects in the City over the past few years). In addition, barring any unforeseen issues, with the diversity of housing types and the proposed construction type, the three remaining blocks will be well-positioned to move forward to final site plan and construction, as each development block has been designed to be economically viable in today’s environment and will serve a different type of customer, thereby eliminating competing absorption risk. The sooner the housing gets built, the sooner more people will have homes in Alexandria and the sooner the additional value will inure to the City in both the form of increased real estate tax payments to the general fund and increased special tax district payments to pay off the bonds for the new Metro station.

The proposed SAP and CDD #10 Concept Plan amendments will facilitate development of the existing vacant parcels, which will generate significant tax revenue for the City, increase Metro ridership, provide additional open space and retail options, and provide public programmable open space for the neighborhood. It is time to complete the vision of Potomac Yard CDD #10 and set our sights on development of North Potomac Yard CDD #19.

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 three 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 MTV Holdco, L.L.C.		see attached
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 601 E Glebe Road, 2601 & 2901 Main Line Boulevard, and 2900 Potomac Avenue (address), unless the entity is a corporation or partnership, in which case identify each owner of more than three 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
¹ 601 E. Glebe Road, L.L.C.		see attached
² 2901 Main Line Boulevard, L.L.C.		see attached
³ 2900 Potomac Avenue, L.L.C.		see attached

3. Business or Financial Relationships. Each person or entity indicated above in sections 1 and 2, with an ownership interest in the applicant or in the subject property are require 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. **All fields must be filled out completely. Do not leave blank. (If there are no relationships please indicated each person or entity and "None" in the corresponding fields).**

For a list of current council, commission and board members, as well as the definition of business and financial relationship, [click here](#).

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 MTV Holdco, L.L.C.	None	None
² 601 E. Glebe Road, L.L.C.	None	None
³ 2901 Main Line Boulevard, L.L.C.	None	None

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.

7/7/2025 Taylor Lawch *Taylor Lawch*

 Date Printed Name Signature

OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

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Name	Address	Percent of Ownership
1.		
2.		
3.		

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Name	Address	Percent of Ownership
1. PY Landbay H, L.L.C.		see attached
2.		
3.		

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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. 2900 Potomac Avenue, L.L.C.	None	None
2. PY Landbay H, L.L.C.	None	None
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.

7/7/2025

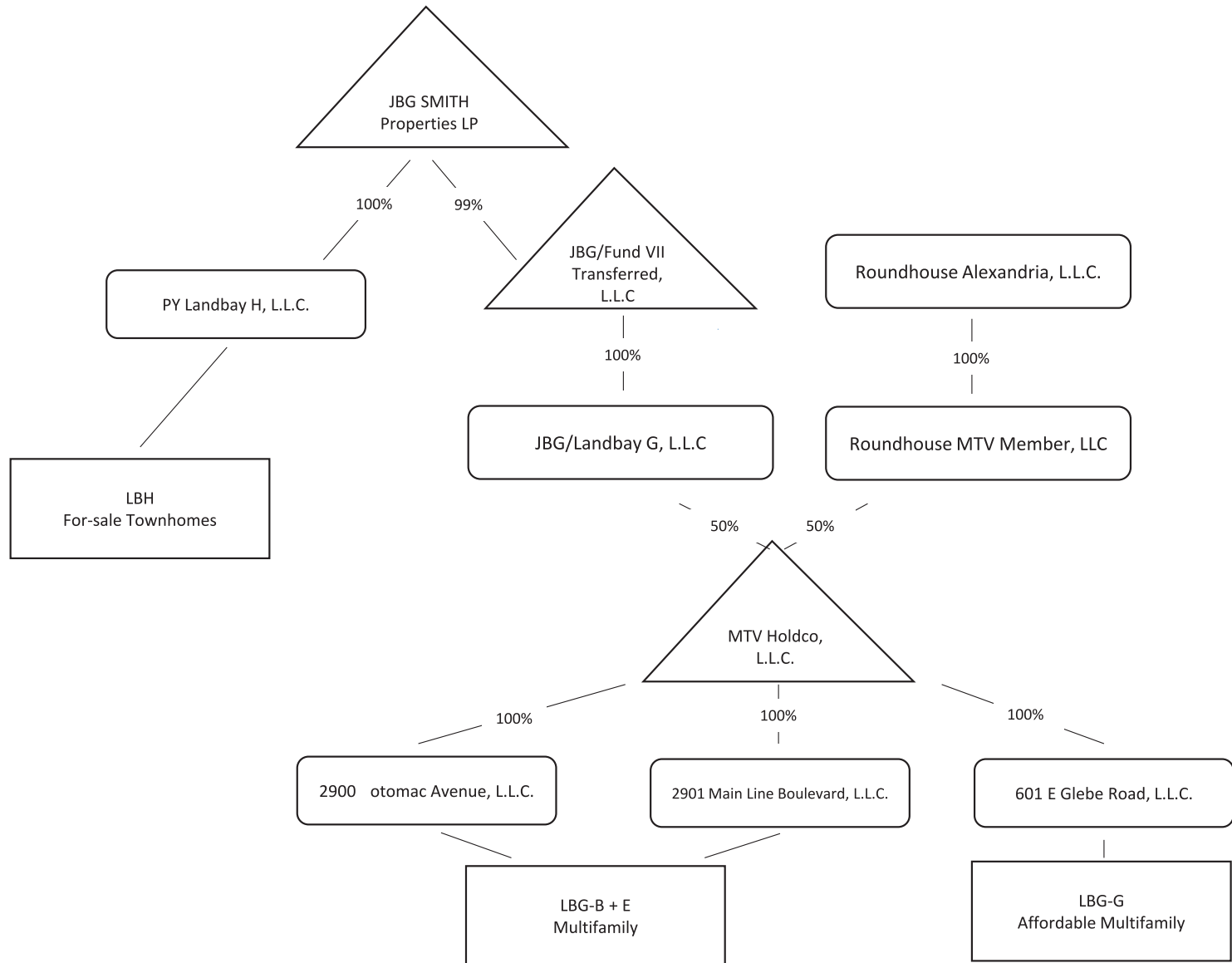
Taylor Lawch

Date

Printed Name

Taylor Lawch

Signature



MTV Holdco, L.L.C.

Paul Stoddard
301 King Street
City Hall, Room 2100
Alexandria, Virginia 22314

Re: Authorization to File a CDD Amendment Application and a Master Plan
Amendment Application
601 E Glebe Road, 2601 & 2901 Main Line Boulevard, and 2900 Potomac
Avenue, Alexandria, VA 22301 and 22305, Tax Map Nos. 025.01-05-11, 025.03-
03-01, 025.01-05-07, and 025.01-05-12 (the "Property")

Dear Mr. Stoddard:

MTV Holdco, L.L.C. hereby authorizes Walsh, Colucci, Lubeley & Walsh, P.C. to act as
agent on its behalf for the filing and representation of a CDD Amendment Application and a Master
Plan Amendment Application for the Property.

Very truly yours,

MTV Holdco, L.L.C.

By: Taylor Lawler

Its: Director

Date: 7/1/2025

601 E. Glebe Road, L.L.C.

Paul Stoddard
301 King Street
City Hall, Room 2100
Alexandria, Virginia 22314

Re: Consent to File a CDD Amendment Application and a Master Plan Amendment
Application
601 E Glebe Road, Alexandria, VA 22301, Tax Map No. 025.01-05-11 (the
“Property”)

Dear Mr. Stoddard:

601 E. Glebe Road, L.L.C., the owner of the above-referenced Property, hereby consent to the filing of a CDD Amendment Application and a Master Plan Amendment Application for the Property by MTV Holdco, L.L.C.

Very truly yours,

601 E. Glebe Road, L.L.C.

By: Taylor Lawch

Its: Director

Date: 7/1/2025

PY Landbay H, L.L.C.



Paul Stoddard
301 King Street
City Hall, Room 2100
Alexandria, Virginia 22314

Re: Consent to File a CDD Amendment Application and a Master Plan Amendment Application
2601 Main Line Boulevard, Alexandria, VA 22301, Tax Map No. 025.03-03-01
(the "Property")

Dear Mr. Stoddard:

PY Landbay H, L.L.C., the owner of the above-referenced Property, hereby consent to the filing of a CDD Amendment Application and a Master Plan Amendment Application for the Property by MTV Holdco, L.L.C.

Very truly yours,

PY Landbay H, L.L.C.

By: Taylor Lawler

Its: Director

Date: 7/1/2025

2900 Potomac Avenue, L.L.C.



Paul Stoddard
301 King Street
City Hall, Room 2100
Alexandria, Virginia 22314

Re: Consent to File a CDD Amendment Application and a Master Plan Amendment Application
2900 Potomac Avenue, Alexandria, VA 22301, Tax Map No. 025.01-05-12 (the "Property")

Dear Mr. Stoddard:

2900 Potomac Avenue, L.L.C., the owner of the above-referenced Property, hereby consent to the filing of a CDD Amendment Application and a Master Plan Amendment Application for the Property by MTV Holdco, L.L.C.

Very truly yours,

2900 Potomac Avenue, L.L.C.

By: Taylor Lawch

Its: Director

Date: 7/1/2025

2901 Main Line Boulevard, L.L.C.

Paul Stoddard
301 King Street
City Hall, Room 2100
Alexandria, Virginia 22314

Re: Consent to File a CDD Amendment Application and a Master Plan Amendment
Application
2901 Main Line Boulevard, Alexandria, VA 22301, Tax Map No. 025.01-05-07
(the "Property")

Dear Mr. Stoddard:

2901 Main Line Boulevard, L.L.C., the owner of the above-referenced Property, hereby
consent to the filing of a CDD Amendment Application and a Master Plan Amendment
Application for the Property by MTV Holdco, L.L.C.

Very truly yours,

2901 Main Line Boulevard, L.L.C.

By: Taylor Lawch

Its: Director

Date: 7/1/2025