

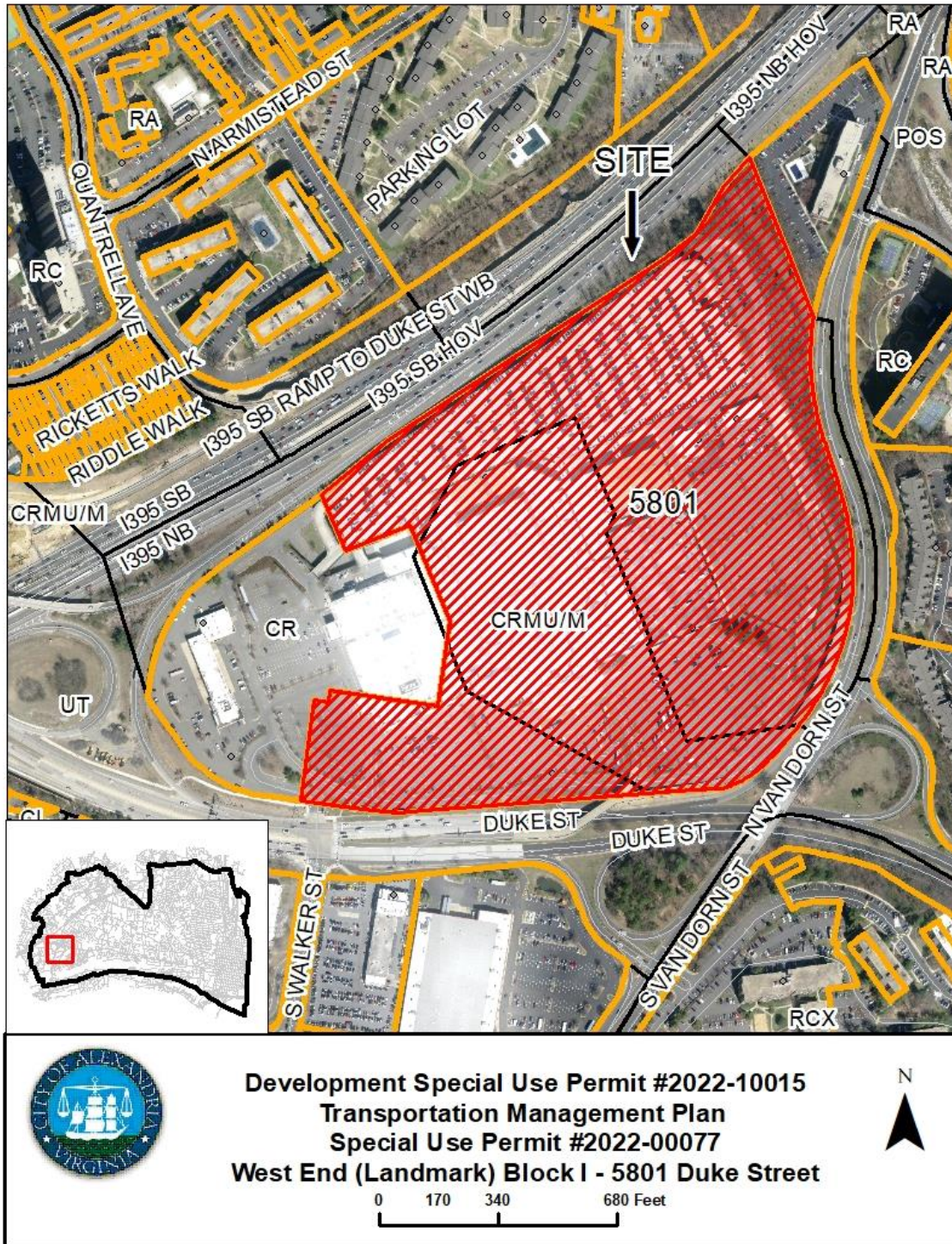
DOCKET ITEM #6
Development Special Use Permit #2022-10015
Transportation Management Plan SUP #2022-00077
The Brightly (West End/Landmark Block I)

Application	General Data	
Project Name: The Brightly, (West End/Landmark Block I)	PC Hearing:	December 6, 2022
	CC Hearing:	December 17, 2022
	If approved, DSUP Expiration:	December 17, 2027
	Plan Acreage:	2.48 acres (107,845 sq. ft.)
Location: 5801 Duke Street	Zone:	CDD #29 / Coordinated Development District #29
	Proposed Use:	Mixed-use: multifamily residential and commercial
	Dwelling Units:	390
	Gross Floor Area:	535,000 sq. ft.
Applicant: Landmark Land Holdings, LLC c/o Foulger-Pratt represented by Kenneth Wire, Attorney	Small Area Plan:	Landmark Van Dorn Corridor Plan
	Historic District:	N/A
	Green Building:	LEED Silver or equivalent plus CDD #29 requirements

Purpose of Application
Consideration of a request to construct a mixed-use building with 390 multifamily residential units and 105,000 sq. ft. of retail space.
Special Use Permits and Modifications Requested:
<ol style="list-style-type: none">1. Development Special Use Permit with site plan and subdivision,2. Coordinated Development District Special Use Permit,3. Special Use Permit to exceed the maximum off-street parking requirement, and4. Special Use Permit for a Tier III Transportation Management Plan.

Staff Recommendation: APPROVAL WITH CONDITIONS
Staff Reviewers: Jared Alves, AICP, Urban Planner III, Jared.Alves@AlexandriaVA.gov Maya Contreras, Principal Planner, Maya.Contreras@AlexandriaVA.gov Robert Kerns, AICP, Division Chief, Robert.Kerns@AlexandriaVA.gov

PROJECT LOCATION MAP



I. SUMMARY

A. Recommendation

Staff recommends **approving** Development Special Use Permit (DSUP) #2022-10015 to construct a new mixed-use building on Block I, subject to Staff recommendations. This project conforms to the City's adopted plans, codes, and policies and provides several benefits for the community, including:

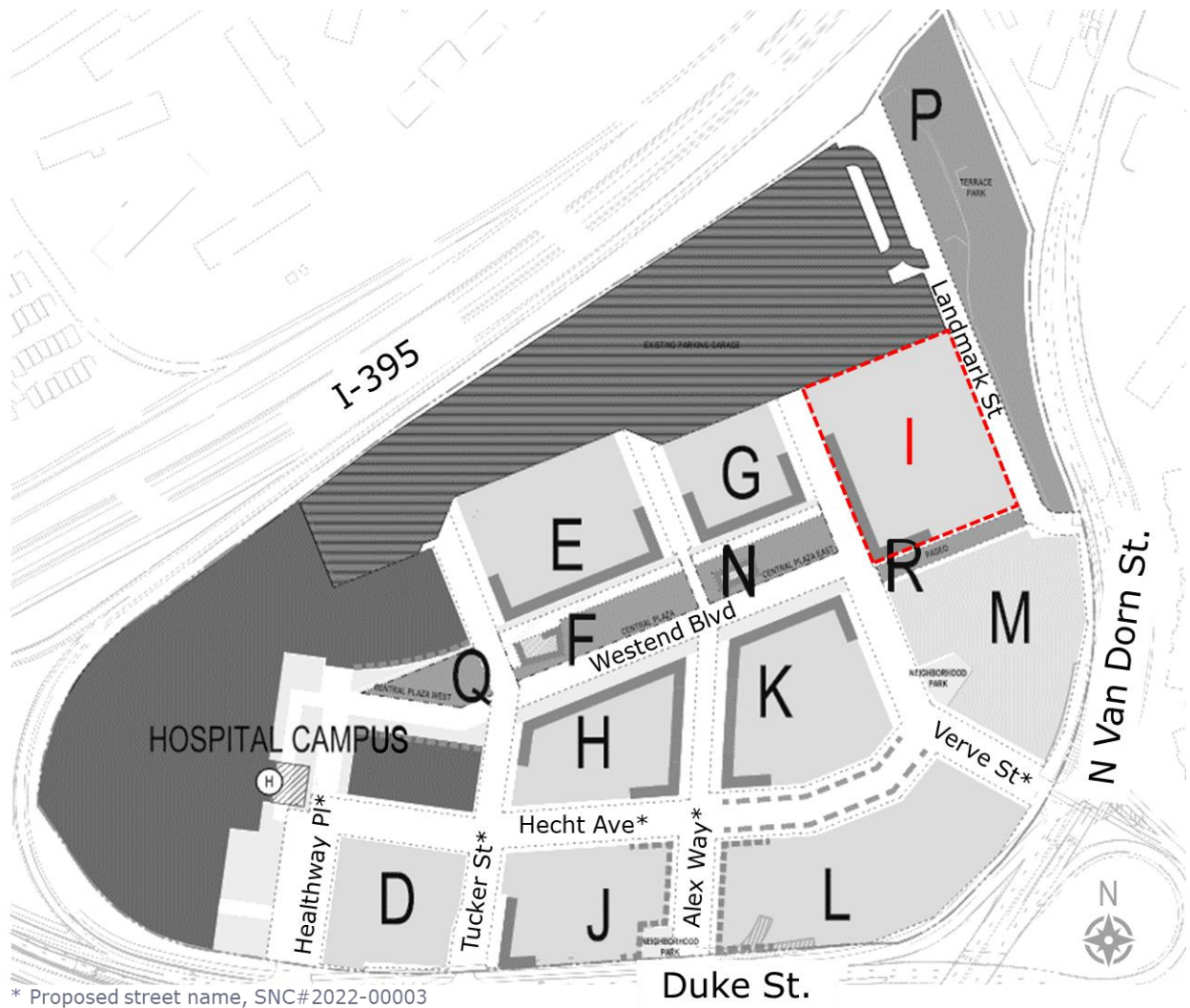
- Ongoing redevelopment of the former Landmark Mall site,
- 390 new rental units including 15 committed affordable units,
- 105,000 sq. ft. of new retail space, and
- 2.32 lbs. of phosphorous removed per year (16% more than required)

B. General Project Description

The applicant, Landmark Land Holdings, LLC, proposes to construct a new mixed-use building called The Brightly with 390 rental units and 105,000 sq. ft. of retail, with the lion's share of the retail reserved for a larger store. Figure 1 shows Block I within the site. Land use applications for this project include a Development Special Use Permit (DSUP) with a site plan and subdivision and modifications, a Coordinated Development District (CDD) Special Use Permit (SUP), a SUP to exceed the maximum off-street parking requirement, and a Tier III Transportation Management Plan SUP. Key issues to consider, as discussed in greater detail in this report, include:

- Compatibility with the approved CDD Concept Plan,
- Transportation,
- Site layout including open space and parking, and
- SUP requests.

Figure 1: Block I Within the West End Site



II. BACKGROUND

A. Site Context

General Information

The 2.5-acre block is in the northeast of the West End (formerly Landmark Mall) site, bounded by the preexisting parking garage to the north, Road 5 (proposed Verve Street) to the west, the Paseo to the south, and Landmark Street (formerly Road 7) to the east. As envisioned by the approved CDD Concept Plan, a mixed-use multifamily building with ground floor retail and the eastern edge of the Central Plaza will be opposite The Brightly across Road 5 (Verve St.). Beyond the Paseo will be a townhouse development. Across Landmark Street (Road 7) will be the Terrace Park.

Site Features

Block I is in the Holmes Run Watershed. Most of the block was covered in impervious material prior to grading working associated with the approved Infrastructure Development Site Plan (DSP#2021-00012) and Stormwater Master Plan (DSP#2021-00017). No portion of the site is located within a floodplain.

Site History

Block I is part of the 51.5-acre West End neighborhood that was formerly the location of Landmark Mall. Originally developed as an outdoor mall in 1965, Landmark was the first mall in the region to feature three anchor department stores. During the late 1980s, when open-air malls fell out of favor, the owners enclosed the center. The retail sector continued to evolve and by 2010, the mall was largely vacant. In May 2022, the applicant began demolishing the former mall and outlying buildings to prepare for the redevelopment of individual blocks. Block I encompasses a portion of the former Macy's parking lot plus two one-story buildings that were most recently a SunTrust bank and Arlington Forest Service Center.

B. Project Evolution/Procedural Background

Replanning for the site began in 2009 with the Landmark/Van Dorn Corridor Plan. After delays due to changes in the site's ownership structure and the real estate market, the project evolved with the Landmark Neighborhood Chapter of the Landmark/Van Dorn Corridor Plan approved in 2019.

In 2020, Foulger-Pratt became the master developer and partnered with the owners (The Howard Hughes Corporation and Seritage Growth Properties), Inova Alexandria Hospital, and the City to redevelop the Landmark site. In July 2021, the City Council approved the CDD Concept Plan and associated applications necessary for the 5.6 million sq. ft. redevelopment. In January 2022, the applicant team rebranded the site as the "West End" to mark the end of the Landmark chapter. In June 2022 the Planning Commission approved the infrastructure plan (DSP#2021-00012) to enable the construction of the roads, pipes, and wires and subdivision (SUB#2022-00003) to create the individual blocks specified in the CDD Concept Plan, including Block I.

III. ZONING

The CDD established the density, setbacks, height, and open space requirements for Block I. To allow flexibility in the redevelopment of the site, several CDD conditions allowed for transfers of density and open space among development blocks provided that the overall redevelopment does not exceed the maximum allowed density and the minimum open space is provided. In addition, the approved Infrastructure Development Site Plan allowed for transfers of tree canopy among development blocks to achieve an urban neighborhood form while still providing the same crown coverage across the site. Table 1 lists these zoning details.

Table 1: Zoning Tabulations

Property Address: 5801 Duke Street		
Total Site Area: 107,845 sq. ft. (2.5 acres)		
Zone: CDD #29 / Coordinated Development District #29		
Current Use: Vacant		
Proposed Use: Mixed-use: Multifamily residential and commercial		
	Permitted/Required	Proposed
FAR¹	4.5	4.5
Setbacks (ft.)		
<i>North (Garage)</i>	N/A	0.0
<i>South (Paseo)</i>	N/A	0.0
<i>East (Road 7)</i>	16.5 (max.)	16.5
<i>West (Road 5)</i>	20.0 (min.)	20.0
Height (ft.)	70.0 (min.) 120.0 (max.)	85.0
Parking (spaces)²		
<i>Commercial Use:</i>	315 (max.)	375
<i>Residential Use:</i>	495 (max.)	483
TOTAL:	810 (max.)	858
Loading spaces:³	5	3
Open Space	25.0% (26,961 SF)	28.3% (30,479 SF)
Tree Canopy⁴	25.0% (29,961 SF)	13.9% (14,975 SF)

¹ Approved CDD floor area may be transferred between blocks per CDD #2020-00007 condition 11 provided that the total floor area does not exceed the overall square footage approved for the CDD Concept Plan area

² SUP requested per §8-100(A)8. Maximum parking requirement listed in the Permitted/Required column.

³ Modification requested

⁴ Condition #19 for the approved Infrastructure DSP (DSP#2021-00012) requires 25% sitewide canopy with pooling of canopy allowed among blocks to achieve this requirement

IV. STAFF ANALYSIS

A. Consistency with the Master Plan

The Landmark Mall site is identified as the West End Town Center in the Landmark Van Dorn Corridor Plan, which is the relevant Small Area Plan Chapter of the Alexandria Master Plan. A series of graphics and recommendations guide implementation of the Corridor Plan by illustrating an urban grid of streets, blocks, programmed open spaces, transportation multimodality, and an active core. As part of the CDD Concept Plan approval, the applicant sought Master Plan Amendments to revise certain West End Town Center elements, including the street framework, transit hub location, connectivity to I-395, location of pedestrian and bicycle facilities, location and size of the Central Plaza, active retail locations, maximum building heights, placemaking locations, and to retain the existing parking garage. Within the framework established by the Corridor Plan chapter of the Master Plan, the approved CDD Concept Plan set requirements for Block I regarding density, uses, building heights, parking, open space, and building design.

Throughout the review process, Staff have ensured that the Block I proposal aligns with the CDD Concept Plan and Master Plan requirements.

B. Site & Building Design

Site Design

Although the development of Block I does not entail creating any new streets or curb cuts, Staff worked with the applicant team to ensure that The Brightly developed the primary frontage along Road 5 (Verve St.) facing the Central Plaza, complemented the southern façade facing the future Paseo, and located residential and retail entrances to maximize access and visibility for all users. The design and location of the second-floor open spaces, notably the open courtyard facing to the south and southwest further activates this corner of the site by providing space for residents and their guests to overlook the Central Plaza and the Paseo. Within the bounds of the block established by the CDD Concept Plan and refined by the Infrastructure DSP, this proposal for Block I adheres to the principles of high-quality site design.

Building Architecture

The CDD Concept Plan set requirements for building massing, height, and design. These include requirements to vary the streetwall in heights and setbacks, provide building breaks or recesses for buildings exceeding 200-ft. in length and using high-quality materials (e.g., brick, glass, stone, wood, metal, precast, ceramic panels, or similar materials) for facades facing streets with limited use of fiber cement panels. It also calls for multiple storefronts, clear entrances, large transparent windows, and minimum height and depth of 15-ft. and 30-ft., respectively, for preferred active/retail streets; and functional building entrances, stoops, and windows for facades facing streets.

With the exception of the Landmark Street (Road 7) façade, Staff finds that the Block I proposal satisfies these CDD requirements. As shown in Figure 2, the southwest corner at the intersection of Westend Blvd. (formerly Road 1) and Road 5 (Verve St.) is a prominent location as it is also the eastern end of the Central Plaza. At this spot, the proposal has large transparent windows that wrap the corner to provide an entrance to the future big box retailer. Staff worked with the applicant to shift an egress staircase from the second-floor courtyard back away from the corner to ensure that the glass entryway is prominent to visitors heading north on Road 5 (Verve St.). Above the entrance a large pergola provides shade for the southern extension of the residential courtyard and also offers additional height and definition for the retail entrance. Although the podium level is rectilinear, the residential floors introduce an irregular shape with a prominent bend away from Road 5 (Verve St.) and a western span that does not extend as far south as the eastern side.

Figure 2: Southwest Corner



Staff worked with the applicant to locate the primary residential entrance along Road 5 (Verve St.) with a secondary garage facing entrance. The primary residential entrance plus the entrances to the smaller and larger retail bays activate the ground floor. In addition to glass, brick predominates with the ground floor façade. For the residential portions of the facades that are visible from the Central Plaza and Paseo, the applicant uses high-density fiber cement. Staff reviewed this new material in-person at a high-rise building in DC and sampled the material with the applicant team. This high-density fiber cement is comparable in look and feel to ceramic and is suitable for such prominent facades. In addition, blue and orange colors and phenolic wood accent the high-density fiber cement. Inset into the residential floors are balconies that will provide the private outdoor space that the COVID-19 pandemic demonstrated is highly desirable in multifamily apartments.

Moving to the south is the Paseo-facing façade shown in Figure 3. At grade, the applicant provides built-in benches and green walls to compliment the future open space design. To mitigate the scale of the podium, the applicant has reserved spaces for potential windows that would look into the big box retail floor. Due to the grade change at the site, the retail floor is not at the same level as the Paseo, so Staff have proposed Condition 13.b to continue to coordinate the location and design of these windows during the final site plan process. At the southeastern corner is a tertiary entrance to The Brightly. This entrance provides elevator access to the residential floors and down to Landmark Street (Road 7). This additional entrance increases the permeability of the building and enables easy access to the future Paseo, Terrace Park, and multiuse path on N. Van Dorn Street. While the applicant uses high-density fiber cement for the two southern-extending residential wings, the interior courtyard façade employs a dark brick.

Figure 3: Southern Façade



As shown in Figure 4, the eastern façade faces Landmark Street (Road 7) and the Terrace Park. The design of this façade was challenging due to the grade change, with Landmark Street (Road 7) rising as it reaches the existing parking garage. The future Open Space DSUP accounts for this grade change by providing a bridge from the Paseo to the Terrace Park. For The Brightly, this grade change means that the sales floor of the big box retailer is above the head height of pedestrians for most of the length of Road 7. However, staff worked with the applicant to ensure that the tertiary residential entrance to the Paseo and floors above is large and visible.

This façade is predominantly brick atop a concrete masonry unit base. Balconies overlook the future Terrace Park and activate the residential floors. As discussed later in the Public Art section the applicant is also exploring adding a pair of murals to further distinguish this side of The Brightly. A future sitewide Coordinated Sign Special Use Permit would finalize these murals.

While this façade has many features that Staff support, we have worked with the applicant on Condition 13.c to break the datum line that separates the podium from the residential floors above. Breaking the datum line is necessary to reduce the massing of the nearly 350-ft. long façade and the scale of the podium that rises to a height of 40-ft. in the southeast corner. Exhibit B illustrates how Staff recommends breaking the datum line and achieve the pedestrian scale envisioned by the approved CDD, notably CDD #2020-00007 Condition #64 which specifies variations in height and setbacks along streets and building breaks and recesses for buildings that exceed 200-ft. in length.

Figure 4: Eastern Façade



As shown in Figure 5, the northern edge of The Brightly abuts the existing parking garage. This less visible side still receives design attention with a pair of brick towers on each side and a middle portion that evokes the materials and color palette of the southwestern corner. The ordered pattern with windows of varying sizes also compliments this façade. At grade, the applicant provides garage-facing entries to the big box retailer, residences, and the retail and residential loading docks. Another entry to the residences exists on the second floor of the garage. An entry to the residences from the third level was not possible due to the differing floor heights between the garage and The Brightly. A final architectural design element is an interior courtyard that is not visible from the street but provides residential balconies to overlook the landscaped seating areas.

Figure 5: Northern Façade



C. Compliance with City Policies

Affordable Housing Policy

The applicant provided an Affordable Housing Plan with the CDD Concept Plan and agreed to deliver 45 rental committed affordable units (CAUs) across the development blocks. With Block I, the applicant is providing 15 CAUs, one-third of those required by the CDD and nearly 4% of all Block I rental units. The CAUs will be a mix of studio, one-bedroom, two-bedroom, and three-bedroom units affordable to households earning 60% of the area median income, as shown in Table 2 below. Staff finds that the proposed number and mix of units aligns with the Affordable Housing Plan approved with the CDD. In addition, Staff notes that the applicant team is accelerating the delivery of CAUs, by providing all 45 with the initial development Blocks, E, G, I, and K.

Table 2: Committed Affordable Unit Mix

Type	CAUs	Percent of Total ¹
Studio	2	3.4
One Bedroom	8	3.3
Two Bedroom	4	4.9
Three Bedroom	1	8.3
Total	15	3.8

¹ Percent of all units of that type within the building (market-rate and CAU)

Green Building Policy

The CDD Concept Plan established several sustainability conditions, specifying compliance with the current Green Building Policy at the time of DSUP approval, plus green roofs equal to at least 30 percent of the roof area of the podium level, a 5% reduction in embodied carbon, and restricting multifamily residential buildings to electric only except for limited accessory elements. The applicant has provided a draft LEED scorecard showing that The Brightly will likely meet Silver certification comfortably, with the potential to achieve Gold certification. In addition to site location, including access to transit and mixed uses, The Brightly will follow energy efficient designs and daylighting, sustainable appliances for water use, and high indoor air quality.

Per the CDD conditions, the applicant is providing green roof totaling 11,017 sq. ft. (equaling 33% of the roof area of the podium level), which exceeds the 30% minimum required. In addition, the applicant will achieve an at least 5% reduction in embodied carbon from a baseline of 9,700 MTCO₂e by sourcing concrete with environmental product declarations and increased slag, mineral wool insulation, and hydrofluoroolefin (HFO) free roof insulation. Finally, the applicant has designated rooftop areas as solar ready.

Public Art

CDD #2020-00007 condition 122 required the applicant to submit a consolidated and coordinated public art plan with the first DSUP for the site. In addition, CDD condition 121 specified that each DSUP would need to provide on-site public art or a contribution equivalent to the City's Public Art policy toward public art within the CDD planning area. With this DSUP, the applicant provided a draft plan that showed locations for public art within the Central Plaza and the Paseo. Staff will continue to work with the applicant to refine it, but we found that the draft provided art at the correct scale and a focus on year-round engagement. Block I will be responsible for contributing at least \$75,000 towards the sitewide public art, which would be delivered with the forthcoming Open Space DSUP. Staff will continue to work with the applicant team to refine the consolidated public art plan and achieve the vision of the CDD consistent with the City's Public Art Policy.

Separate from the public art requirement, the applicant is contemplating providing a pair of murals to wrap the façade facing Landmark Street (Road 7). Currently, the Public Art Policy does not count murals as on-site public art since they can be temporary in nature. However, Staff supports enlivening this prominent façade with murals. If the applicant moves forward with the murals, then they will seek approval for them as part of the future sitewide Coordinated Sign Special Use Permit.

D. Special Use Permits

Transportation Management Plan (SUP#2022-00077)

Due to the proposed number of residential units, §11-700 of the Zoning Ordinance requires the applicant to participate in a Transportation Management Plan (TMP) to encourage people to travel in ways other than driving alone. Since the applicant is advancing related DSUPs concurrently, they have proposed a single TMP SUP for Blocks I, K, and E & G (DSUPs 2022-10015, -10016, and -10017, respectively). Staff supports this approach as we encourage TMPs to partner with neighbors to maximize their benefit. The combined number of residential units across the four blocks means that the applicant is applying for a Tier III standalone TMP. To support the TMP, the applicant has agreed to the standard rates, (adjusted annually per the Consumer Price Index [CPI-U]) to contribute to the project's TMP fund. In addition, §11-500 directs Staff to review the SUP request to assess potential negative effects and to ensure the proposal meets three criteria:

1. Will not adversely affect the health of safety of persons residing or working in the neighborhood of the proposed use: The applicant will operate a standalone TMP to coordinate parking management and transportation activities. It will encourage greater trip efficiency and ensure careful monitoring of on-site parking to reduce single-occupancy vehicle trips. A Tier III designation will not affect the health or safety of the neighborhood.

2. Will not be detrimental to the public welfare or injurious to property or improvements in the neighborhood: A TMP will encourage strategic investments to reduce single occupancy vehicle trips and encourage shared transportation options such as bus trips and carpooling. More individuals participating in active and shared forms of transportation helps to reduce vehicular congestion, which benefits the surrounding community by minimizing environmental impacts and increasing home values for properties close to a strong transportation network.

3. Will substantially conform to the master plan of the city: Redeveloping this site to construct multi-family housing with retail, and the requirement to participate in a TMP, conforms with the CDD Concept Plan and Alexandria Master Plan.

Off-Street Parking Requirement

The applicant proposes dedicating 858 spaces within the existing garage to the Block I residential and commercial uses. The maximum off-street parking requirement is 810 spaces, so the applicant is seeking an SUP to provide 48 excess spaces. Staff supports this SUP since CDD #2020-00007 condition 57 anticipated that parking for the initial development blocks, including Block I would likely exceed the maximum allowed off-street parking requirement since these blocks would use the existing parking garage. In addition, in line with the CDD approval, the applicant is not constructing any new off-street parking within Block I and is solely using the existing garage.

As discussed in the Parking/Loading section, the applicant is providing dedicated residential parking spaces that fall within the Zoning Ordinance's allowable range. The retail parking exceeds the Zoning Ordinance requirement for Block I's retail square footage, but this parking will likely also serve guests of residents and individuals who are visiting the open spaces and other businesses within the West End neighborhood. Consequently, Staff do not have any concerns with approving this SUP request to exceed the maximum allowed off-street parking requirement.

E. Stormwater and Wastewater

Stormwater

Stormwater management for the entire West End CDD is designed through a Stormwater Management Master Plan (SWMMP) (DSP#2021-00017) that meets the requirements of the Virginia Stormwater Management Program Regulations and the Chesapeake Bay Act in Accordance with Article XIII of the Zoning Ordinance for control of stormwater quality. When fully implemented, the net effect of the SWMMP will be to manage stormwater quantity and quality better than the existing conditions of an untreated surface parking lot and mall, including reducing overall runoff by approximately 18% and the phosphorous load by 40% from the existing conditions.¹

¹ The infrastructure plan will reduce runoff by approximately 28%. As the blocks are redeveloped, the overall reduction will decrease to approximately 18% at full build-out.

In addition to the three stormwater vaults constructed south of Blocks E & G, south of Block I, and beneath the existing parking garage, Block I will provide seven Level II bioretention areas within the two second floor courtyards. These bioretention areas provide 4,104 cubic feet of storage, which exceeds the 3,552 cubic feet needed to achieve the required levels of phosphorous removal. As a result, the Block I best management practices will remove 2.32 pounds of phosphorous per year, which is 16% more than required.

Wastewater

As part of the Infrastructure Development Site Plan (DSP#2021-00012), the applicant conducted a sanitary sewer adequate outfall analysis per the City's Memo to Industry 06-14 to identify any places where sewer capacity is exceeded and where they would need to complete infrastructure upgrades to accommodate the redevelopment of the site. As part of the Infrastructure Site Plan, the applicant is installing new sanitary sewer lines along Westend Blvd. (Road 1) and Roads 2 (Hecht Ave.), 3 (Healthway Pl.), 5 (Verve St.), and 6 (Tucker St.), which will meet at the Paseo and exit the site through the Terrace Park, run along N Van Dorn Street, and connect to the existing Holmes Run Trunk Sewer.

As determined during the DSP review, the sanitary sewer design is sufficient for the office, residential, institutional, and commercial development planned for the site, including the mixed-use building proposed for Block I. With this DSUP submission, the applicant has updated the table from the infrastructure plan analysis to show the remaining sewer flow and remaining gross floor area.

Wastewater flows from this development will be treated at the AlexRenew wastewater treatment facility. Based on City development forecasts, it is projected that the City will reach its treatment capacity allocation sometime after 2040. As part of the City's sanitary sewer master planning process, alternatives for acquiring additional treatment plant capacity will be studied, which will be funded through sewer tap fee revenues collected citywide.

F. Open Space & Amenity Space

The CDD Concept Plan requires a minimum of 25 percent open space, at- or above-grade, for each development block within the site. As shown in Table 3, the applicant is exceeding this requirement by 3,511 sq. ft. Nearly all of the open space is above grade, provided via two second floor courtyards. Almost two-thirds of the open space is within the open courtyard that faces the Central Plaza and the Paseo, providing eyes and activity on both areas. The enclosed north courtyard provides about one-third of the total open space. An 11-ft. wide hallway connects the two courtyards. The north courtyard provides firepits and seating areas, while the open courtyard offers grills, seating areas, fire pits, a pool, and a signature pergola.

In addition to the open spaces, The Brightly has an approximately 5,000 sq. ft. pedestrian-oriented lobby plus pet spa that faces onto Road 5 (Verve St.). On the second floor, The Brightly provides three more indoor amenity rooms. Two connect to the open

courtyard and one is double-height and abuts the parking garage. These three, second-floor rooms provide over 10,000 sq. ft. of additional indoor amenity space.

Table 3: Open Space

	Amount of Land (SF)	Percentage of Site (107,845 SF)
Ground-Level Open Space	1,364	1.3
Above Grade Open Space (Private) ^a	29,115	27.0
Total Required	26,968	25.0
Total Provided	30,479	28.3

Crown Coverage

The approved Infrastructure Development Site Plan (DSP#2021-00012) included a condition to allow the applicant to combine the tree canopy provided by the development blocks, private streets, Central Plaza, and Paseo to meet a minimum of 25 percent crown coverage.² The intent of the condition is to ensure that the site achieves an urban built form while still meeting the overall crown coverage requirement. The condition also acknowledges that the publicly accessible open spaces, including the Paseo adjacent to Block I, will likely provide a significant contribution to the tree canopy requirement. An exhibit provided with this application demonstrated that Block I would need to contribute at least 13,797 sq. ft. (12.8%) of tree canopy toward the pooled crown coverage. The applicant is exceeding this minimum by providing 14,975 sq. ft. (13.9%) of tree canopy.

A. Subdivision

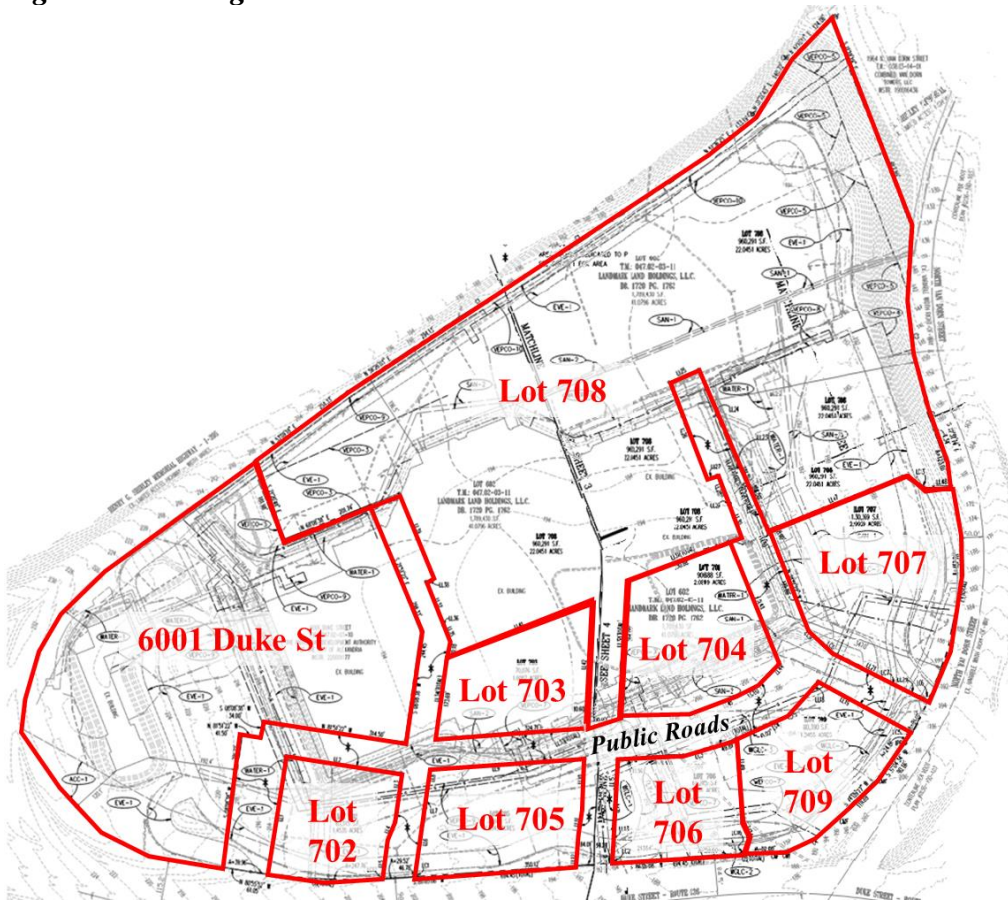
The applicant proposes re-subdividing Lots 704 (Block K), 707 (Block M), and 708 (Blocks E, F, G, I, N, P, S, and private streets) created by SUB#2022-00005, as approved by the Planning Commission in May 2022. Table 4 and Figure 6 show the current lot areas and boundaries before the subdivision.

Table 4: Existing Parcel Sizes

Lot	Area		Current Use
	<i>sq. ft.</i>	<i>ac.</i>	
704 (Block K)	90,688	2.08	Vacant
707 (Block M)	130,369	2.99	Vacant
708 (Blocks E, F, G, I, N, P, S, private streets)	966,847	22.20	Existing garage

² The condition excluded public street trees, the hospital campus, and Terrace Park (since it has ample existing trees) from the pooled crown coverage requirement.

Figure 6: Existing Parcel Dimensions

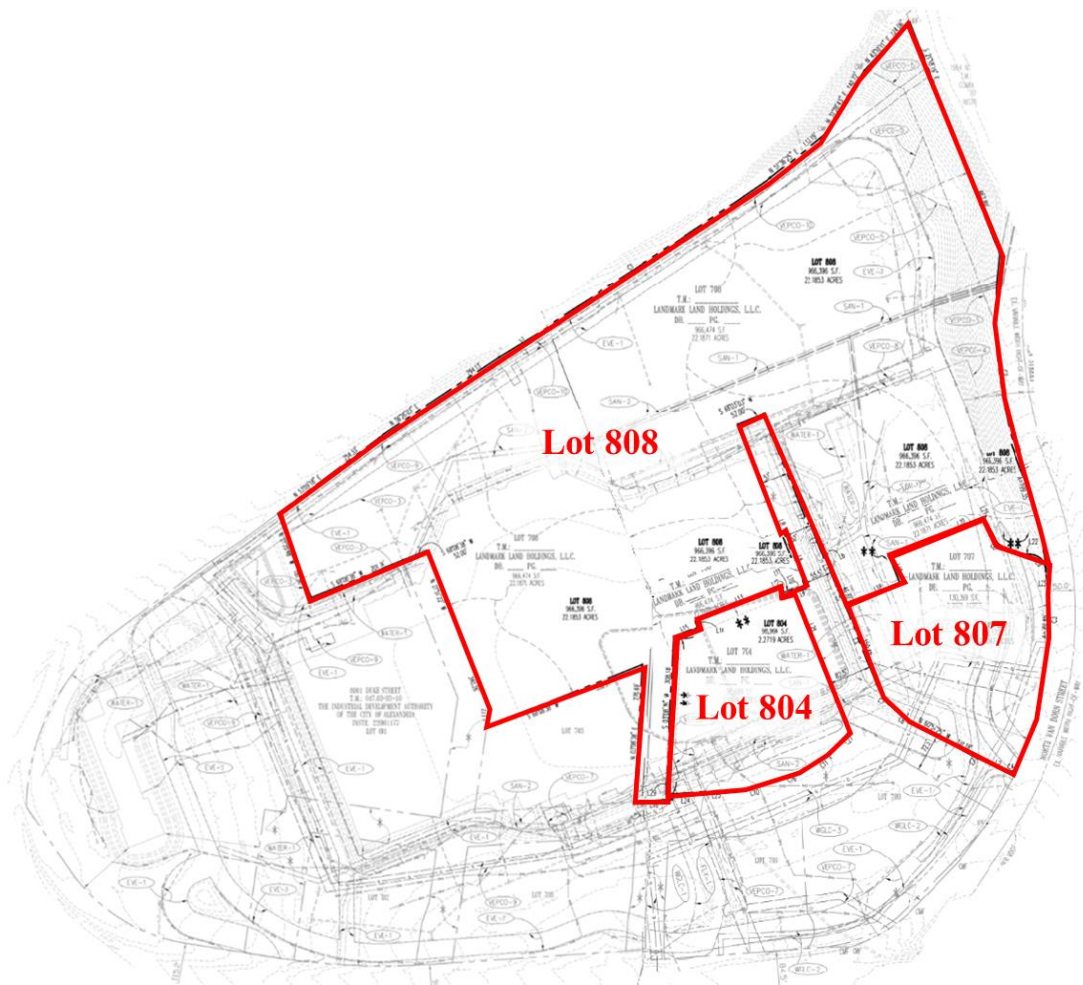


The purpose of the subdivision is to adjust the boundaries of Lot 707 to carve out one of the neighborhood parks identified with the CDD and merge it with the Paseo. Additional details on this neighborhood park will be part of the future Open Space DSUP, but the applicant intends for this area to be a playground. In addition, the subdivision adjusts the lot lines of Block K to encompass underground transformers along Westend Blvd. (Road 1), which the applicant had not designed or located at the time of the previous subdivision. Table 5 and Figure 7 show the proposed lot areas and boundaries after the subdivision.

Table 5: Subdivision with Proposed Parcel Sizes

Lot	Area		Proposed Use
	sq. ft.	ac.	
804 (Block K)	98,964	2.27	Mixed-use
807 (Block M)	122,172	2.80	Residential
808 (Blocks E, G, I, F, N, P, private streets)	966,396	22.19	Existing garage, mixed-use, publicly accessible open space

Figure 7: Subdivision with Proposed Parcels



B. Parking/Loading

Vehicle Parking

The applicant proposes 483 residential parking spaces located within levels two and three of the existing garage, which meets the Zoning Ordinance requirement (per Table 6). The applicant proposes 375 retail parking spaces on the ground floor of the existing garage, which, as noted in the SUP section, exceeds the Zoning Ordinance requirement (per Table 7).

Table 6: Residential Parking Requirement

	Total
Bedrooms ¹	
Minimum	483
Maximum	495
Base Ratio (Per bedroom)	1.00
Voluntary Ratio	
Credits	
Proximity to BRT	-
Walkability Index	-
4 or more bus routes	5%
20% or more studios	-
Total Credits	5%
Adjusted Ratio	0.95
Minimum Parking Requirement ²	459
Maximum Parking Requirement	495
Provided Residential Parking	483
¹ The maximum includes all three bedrooms in three-bedroom units, while the minimum only counts two of the bedrooms in three-bedroom units	
² The minimum can be further reduced by applying the voluntary ratios for affordable housing units	

Table 7: Commercial Parking Requirement

	Total
Commercial sq. ft.	105,000
Minimum requirement (0.25 spaces per 1,000 sq. ft.)	27
Maximum requirement (3.0 spaces per 1,000 sq. ft.)	315
Provided commercial parking	375

Beyond the base Zoning Ordinance parking requirement, CDD #2020-00007 condition 59 required the applicant to provide a Parking Management Plan (PMP) for each block. The intent of the PMP is to demonstrate that the applicant is thoughtfully considering the reuse of spaces within the existing garage. The applicant provided a PMP with this submission, which confirms that they will be unbundling residential parking spaces from rent and using ParkMobile or a similar app to price and control the retail parking. In addition, the PMP provides details on the plans for gates to limit access to residential and office parking spaces and delineates which users in the neighborhood will have access to each space. Staff finds that the PMP is comprehensive and articulates a clear strategy for managing the parking demand associated with Block I.

Bicycle Parking

The applicant proposes 129 indoor bike parking spaces for residents and 26 outdoor bike parking spaces for visitors and employees of the commercial businesses, which exceeds the City's bicycle parking standards, as shown below in Table 8.

Table 8: Bicycle Parking Requirement

Type	Required	Proposed
Residential		
<i>Resident</i>	117	129
<i>Visitor</i>	8	8
Commercial		
<i>Employee</i>	4	4
<i>Visitor</i>	14	14
Total	143	155

Loading

The Zoning Ordinance sets a loading requirement for retail uses of 1 space per 20,000 sq. ft. of the use. With 105,000 sq. ft. of retail, the requirement is 6 spaces. The applicant is providing three loading spaces, with two dedicated to retail and one dedicated to the residential portion of the building. Although these are three fewer spaces than required by the ordinance, Staff supports a modification since The Brightly will only have two retail bays: one for a big box style retailer and a second for a smaller retailer. The makeup of the retail mix and the design of internal loading/unloading corridors means that the two retail loading bays and one residential loading bay will be sufficient for this building.

C. Transportation and Streetscape

The CDD Concept Plan established the street network, transit hub location, bicycle routes, and street cross sections and dimensional requirements within the West End neighborhood. The Infrastructure Development Site Plan refined those cross sections, including specifying the location of streetlights, trees, crosswalks, curb radii, and more. The applicant is constructing the Block I frontages on Road 5 (Verve St.) and Landmark St. (Road 7) per the approved Infrastructure Site Plan. Residents, visitors, and customers to the apartments and businesses in Block I will benefit from the pedestrian, bicycle, transit, and vehicular access provided with the redevelopment of this site, including raised bicycle tracks on Westend Blvd. (Road 1) and Roads 3 (Healthway Pl.) and 5 (Verve St.); the multimodal path on Duke and Van Dorn, new crosswalks and intersections on Duke and Van Dorn, and the centrally located transit hub on Road 2 (Hecht Ave.).

With the Block I DSUP, Staff collaborated with the applicant to locate retail and residential entrances along Road 5 (Verve St.) and Landmark St (Road 7). On the southern edge is the Paseo, which will be designed and constructed with the forthcoming Open Space DSUP. However, Staff have coordinated with the applicant to ensure that the design of The Brightly is complementary to the intended use of the Paseo. To the north is

the existing parking garage. Staff have reviewed the interaction between Block I and the garage, including pedestrian access to and from the garage entrances to the residences and the big box retail store, pedestrian routes to and from parking spaces onto Road 5 (Verve St.), and the coordination of moving and delivery vehicles to the residential and retail loading bays.

D. Traffic

The applicant provided a detailed traffic study with the approved CDD Concept Plan that found no detrimental impact to the surrounding transportation network as a result of the redevelopment. Staff concurred with the finding based on the proposed infrastructure improvements, including the new street grid within the West End neighborhood that will help to disperse traffic. Staff also found that the approved plan balanced walking, biking, transit, and driving needs with appropriate facilities for each mode.

CDD #2020-00007 condition 129 required a transportation memorandum to the approved CDD Multimodal Transportation Study if the DSUP generates 50 vehicle trips or more in either peak hour but does not create more than 10% of the trips proposed in the CDD study. Gorove Slade, the applicant's transportation planning consultant, provided a memorandum with the Block I DSUP that determined that The Brightly will generate over 4,100 fewer trips than estimated with the CDD Concept Plan due to a reclassification of the retail component as a discount superstore instead of a grocer. Staff concurs with the finding of this updated analysis.

E. School Impacts

The applicant proposes to construct 390 midrise apartments, including 15 CAUs. The student generation rate for new midrise market rate apartments is 0.04 students per unit and 0.83 students per unit for CAUs, so staff projects 28 students from the new apartments. This project is located in the James K Polk Elementary, Francis C. Hammond Middle School, and Alexandria City High School attendance areas. Per ACPS' 2019-2020 school enrollment data, Francis Hammond and the High School are over capacity and ACPS estimates that James Polk will exceed its capacity in 2024. However, the Minnie Howard Campus of the High School is expected to open in 2024, which is before students from Block I will start enrolling in ACPS.

In addition, Staff will consider the additional students entering ACPS from this development in subsequent ACPS Capital Improvement Plan proposals. The City and ACPS continue to monitor and integrate student generation numbers in forthcoming school enrollment projections and ACPS will continue to coordinate with the City to review, plan, and allocate resources for additional capacity to ensure that all ACPS students have safe and equitable learning environments.

Table 9: Type of Unit (Built within last 30 years) Student Generation Rate

Type of Unit	Old properties (> 30 yrs. old) Per housing unit	New properties (≤ 30 yrs. old) Per housing unit
Single-Family Detached (market rate)	0.3	0.21
Townhouse/Duplex (market rate)	0.2	0.13
Low-Rise Apt./Condo (market rate)	0.3	0.04
Midrise Apt./Condo (market rate)	0.2	0.04
Highrise Apt./Condo (market rate)	0.1	0.04
Public Housing*	0.2	0.65
Other Income-Restricted Housing*	0.7	0.83

V. COMMUNITY

In addition to the 16 community meetings and public hearings conducted throughout 2021 for the CDD, the applicant held two community meetings, presented at the Alexandria Housing Affordability Advisory Committee, and attended one in-person meeting of the Eisenhower West/Landmark Van Dorn Implementation Advisory Group to present on the specific plans for Block I. At these meetings, attendees asked about sustainability features, locations of affordable housing, retail makeup, and the general site redevelopment timeline. The applicant also conducted outreach to 13 civic associations³ prior to the December hearing and maintains a website www.WestEndVA.com to provide ongoing updates on the redevelopment of the Landmark site. Additional information is available on the City's webpage: www.AlexandriaVA.gov/Landmark.

Table 10: Community Meetings

Date	Entity
June 16, 2022	Virtual open community meeting
August 29, 2022	Alexandria Housing Affordability Advisory Committee
September 22, 2022	Eisenhower West/Landmark Van Dorn Implementation Advisory Group meeting
November 16, 2022	Hybrid community meeting

VI. CONCLUSION

Staff recommends approving the Development Special Use Permit and additional Special Use Permits to construct 390 rental apartments and 105,000 sq. ft. of retail subject to

³ Alexandria Federation of Civic Associations, Brookville-Seminary Valley Civic Association, Cameron Station Civic Association, Hillwood Civic Association, Holmes Run Civic Association, Lincoln Hills-Heywood Glen Civic Association, Seminary Hill Association, Seminary Ridge Civic Association, Seminary West Civic Association, Strawberry Hill Civic Association, Wakefield Tarleton Civic Association, West End Business Owners Association, and the West End Coalition.

meeting all applicable codes, ordinances, and the recommended conditions included in this report.

STAFF: Robert Kerns, AICP, Division Chief, Department of Planning and Zoning
Maya Contreras, Principal Planner
Jared Alves, AICP, Urban Planner

VII. GRAPHICS

Exhibit A: Site Plan

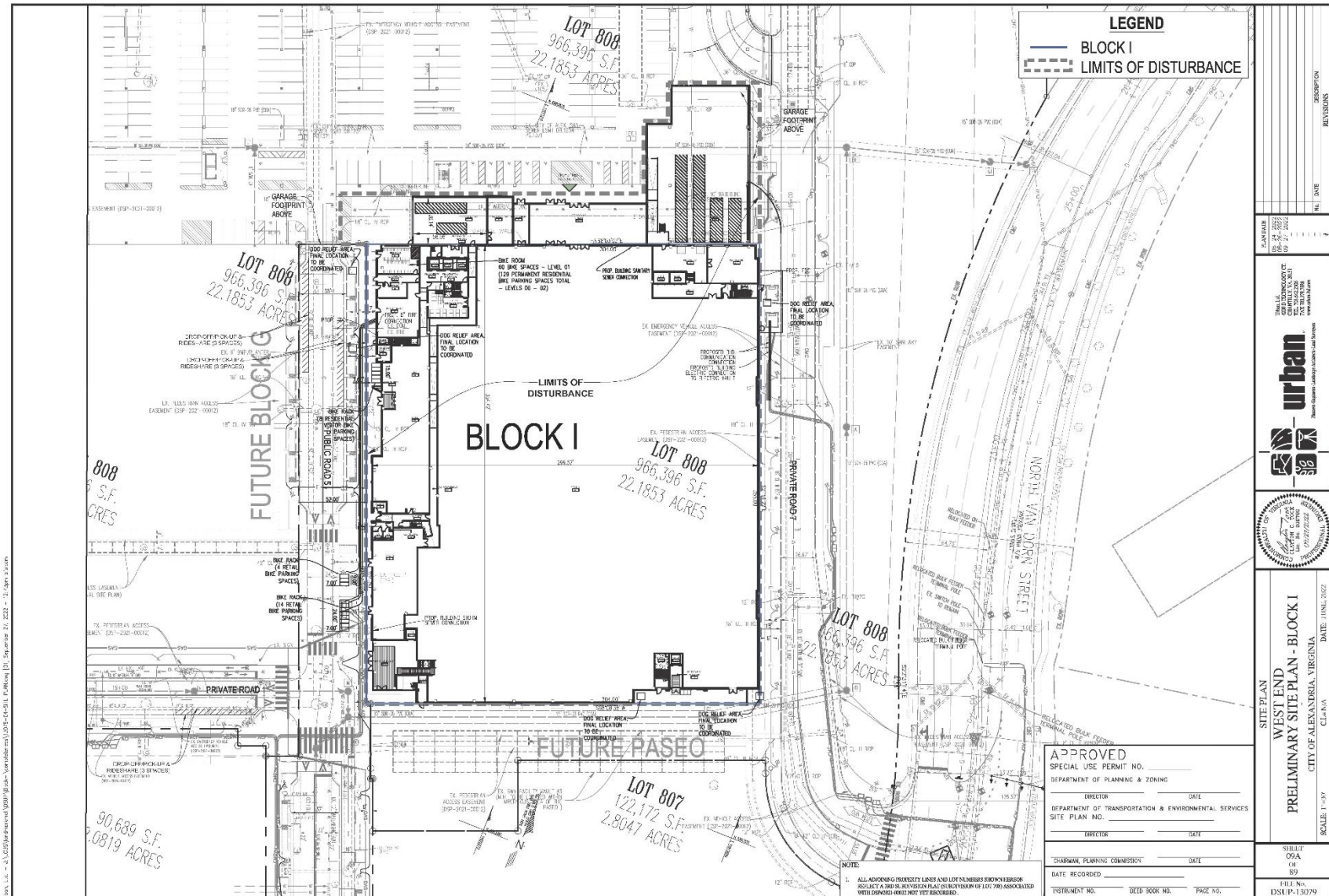


Exhibit B: Landmark St./Road 7 Façade Revisions



VIII. STAFF RECOMMENDATIONS

1. The Final Site Plan shall conform substantially with the preliminary plan dated September 27, 2022, and comply with the following conditions of approval.

I. SITE PLAN

2. Per § 11-418 of the Zoning Ordinance, the development special use permit shall expire and become null and void, unless the applicant commences substantial construction of the project within 50 months after initial approval and the applicant thereafter pursues such construction with due diligence. The applicant shall provide a written status report to Staff 20 months after initial approval to update the City Council on the project status if they have not yet commenced substantial construction. The applicant may petition to extend the validity period after adequate notice and a public hearing. (P&Z)
3. The applicant must obtain approval of the plat(s) prior to or concurrent with Final Site Plan release. (P&Z) (T&ES) (RP&CA) *
 - a. Provide public easements in accordance with DSUP to the satisfaction of the Directors of P&Z and T&ES.
 - b. Emergency Vehicle Easement(s) (EVE) shall not be painted. When an EVE is shared with a pedestrian walkway or consists of grasscrete or a similar surface treatment, the EVE shall be defined in a manner that is compatible with the surrounding ground plane.
 - c. Some of the proposed easements on Sheets 3 and 8A (including along eastern side of Tucker St/Road 6 and on Alex Way/Road 4) that are labeled “DSP #2021-00012” are not yet depicted in the material for that DSP. Ensure that all necessary proposed public easements are present to encompass (proposed features) prior to final site plan approval of this DSUP to the satisfaction of the Director of T&ES.
 - d. To the extent DSP #2021-00012/SUB #2022-00005 creates public easements prior to approval of the final subdivision plat for this DUSP then the subdivision plat for this DSUP (i.e., preliminary version submitted with this DSUP) shall show these easements as existing and reference the corresponding instrument number. For any other necessary public easements not included with DSP #2021-00012, include them on the plat for this individual block DSUP and obtain approval for them prior to Final Site Plan release.
 - e. Change the newly added easement labels “ex. Vehicle access easement” to the typical “Public Access Easement” labels/type on the Final Site Plan (which includes vehicular use).

- f. Use of those easements labeled as “pedestrian easements” shall not exclude those uses and mobility devices allowed in City Code on spaces including but not limited to sidewalks and trails to the extent such uses and mobility devices are in accordance with the intended use of the spaces at the determination of the Directors of P&Z and T&ES.
 - g. Extend the pedestrian easements from back of pedestrian zone to face of building.
 - h. Provide temporary pedestrian easements for future perimeter sidewalks along Central Plaza Blocks F and N adjacent to Tucker St/Road 6, Alex Way/Road 4, and Verve St/Road 5.
- 4. Submit the final plat and deed for the subdivision with the first Final Site Plan for approval prior to Final Site Plan release. (P&Z) (T&ES) *
- a. The annotation for new Lot 804 on the (new) preliminary subdivision plat Sheet 4 of 4 is incorrect, including the western line of 804. This line is annotated as 308.18’ but is drawn as approximately 298’. In addition, L25 and L29 are depicted as two different lines, but they share same bearing (according to the annotation). Instead, it should be shown as a ‘total’ distance and a ‘tie’ distance or something similar to avoid confusion. Correct all instances and ensure that all annotation on final plat is correct.
- 5. Record the plat and submit a copy of the recorded plat, dedications, and deeds prior to approval of a building permit. (P&Z) (T&ES) **
- 6. Show site utilities in accordance with DSP #2021-00012 compatible with other site conditions on the site plan to the satisfaction of the Directors of P&Z and T&ES prior to Final Site Plan release, specifically: (P&Z) (T&ES) *
 - a. Locating above grade service openings and required clearances for items such as transformers, telephone, HVAC units, and cable boxes.
 - b. Minimizing conflicts with plantings, pedestrian areas, and major view sheds.
 - c. Excluding above grade utilities from dedicated open space areas and tree wells.
 - d. Screening all above ground transformers from the public right-of-way.
- 7. Provide a lighting plan for areas not already included in the lighting plan approved as part of DSP 2021-00012 with the Final Site Plan for this DSUP, unless otherwise identified below, to verify that lighting meets City standards. The plan shall be to the satisfaction of the Directors of P&Z and T&ES in consultation with the Chief of Police and Code administration shall include: (P&Z) (T&ES) (Code) *
 - a. The location of all existing and proposed streetlights and site lights, shading back less relevant information.

- b. A lighting schedule that identifies each type and number of all fixtures, mounting height, and strength of fixture in Lumens or Watts.
 - c. A photometric plan with lighting calculations encompassing all existing and proposed streetlights and site light fixtures, including any existing streetlights located on the opposite side(s) of all adjacent streets. Photometric calculations must extend from proposed building face(s) to property line and from property line to the opposite side(s) of all adjacent streets and/or 20 feet beyond the property line on all adjacent properties and rights-of-way.
 - d. Manufacturer's specifications and details for all proposed fixtures including site, landscape, pedestrian, sign(s), and security lighting.
 - e. The numeric summary for various areas (i.e., roadway, walkway/sidewalk, alley, and parking lot, etc.) in the proposed development.
 - f. Full cut-off lighting as applicable to prevent light spill onto adjacent properties. Provide a plan distinguishing between the site with all streetlights and other pertinent off-site lighting and the site without streetlights and off-site lighting to demonstrate how the plan complies with light spill regulations.
 - g. Additional lighting to achieve City standards if existing lighting within the City right-of-way adjacent to the site does not meet the minimum standards.
 - h. All site lights designed to meet City of Alexandria photometric standards shall have photovoltaic switches.
 - i. The location of conduit routing between site lighting fixtures to avoid conflicts with street trees.
 - j. Details indicating proposed light pole and footings relative to the adjacent grade and pavement. All light pole foundations shall be concealed from view or light poles shall be direct bury.
8. Provide a unit numbering plan for each floor of a multi-unit building with the first Final Site Plan. The unit numbers shall comply with a scheme of 100 level numbers on the first floor, 200 level numbers on the second floor, and continue in this scheme for the remaining floors. Indicate the use of each unit (i.e., residential, retail, office). (GIS) *
9. Provide a georeferenced CAD file in **AutoCAD 2018**.dwg format that adheres to the National CAD Standards prior to Final Site Plan release. The file shall have the dimension plan including existing conditions, proposed conditions, and grading elements. (P&Z) (DPI) (GIS) *
10. Pursuant to CDD #2020-00007 Condition 11, the applicant may request administrative approval to adjust the floor area for the various uses depicted on the preliminary site plan provided that any increased floor area does not exceed the maximum floor area for the block without also first submitting and receiving approval from the Director of P&Z for a revision to the CDD #2020-00007 Concept Plan floor area in accordance with the Conditions of CDD #2020-00007. Any changes to the floor area (e.g., to add a mezzanine to a double-height floor)

must be no larger than 35,000 sq. ft., internal to the building only, and not enlarge the building envelope. (P&Z)

11. The total number of residential units may be increased to 440, as long as the higher unit count does not increase the building envelope, the building is materially as shown in this DSUP, and the total number of units sitewide does not exceed 2,500 as specified in CDD #2020-00007. Minor changes to façade fenestration and details will be permissible, including but not limited to, window count and alignment. The unit count must be finalized prior to Final Site Plan Release. (P&Z) *

A. BUILDING

12. Provide a building code analysis with these building code data prior to Final Site Plan release: (1) use group, (2) number of stories, (3) type of construction, (4) total floor area per floor, (5) height of structure, (6) non-separated or separated mixed use, and (7) fire protection system requirements. (P&Z) (Code) *
13. The building design, including the appearance, color, and quality of materials; final detailing; three-dimensional expression; and depth of all plane changes, shall be consistent with the elevations dated September 27, 2022, and the following conditions. Provide this information regarding materials and design to the satisfaction of the Director of P&Z prior to Final Site Plan release: (P&Z) (Code) *
 - a. Samples of actual window glazing, frame, and sash components proposed for each area visible from the public right-of-way of the building in the color and material that will be provided (may reduce sample sizes for ease in handling).
 - i. Window sizes and types.
 - ii. Window frame, sash, and mullion materials.
 - b. To the extent possible, provide windows with views into Retail A from the façade facing the Paseo.
 - c. The façade facing Landmark St./Road 7 is to be in substantial conformance with the design represented in Exhibit B to the satisfaction of the Director of P&Z, with these revisions:
 - i. The material(s) used for the two recessed vertical elements shall contrast with the light gray CMU material on the non-recessed bases.
 - ii. The vertical panels in the middle shall follow the grade of Landmark St./Road 7 and extend at least 24 inches above the balcony floor for the first residential floor.
 - iii. The color of the base adjacent to the parking garage shall be similar to the residential floors above if the base will not have a mural.

- d. Where fiber cement façade panels are permitted, they shall not use a wrap-around trim for mounting to the substructure but may use either a batten system to conceal the joints or a rainscreen type installation. If exposed fasteners are proposed, they may be either concealed or if exposed, shall be finished to match the adjacent panels and their location integrated into the overall design.
 - e. The underside of all balconies shall read as a surface and present a visually cohesive appearance. Exposed framing shall not constitute a visually cohesive appearance.
 - f. Coordinate the design, color, and materials of all penthouses, rooftop mechanical areas, and rooftop screening with the overall architecture of the building, as regards massing, materials, and detailing/expression.
 - g. The recessed or projecting depth of brick rustication must be a minimum of one-half an inch.
 - h. Unless otherwise shown in the Preliminary Plan dated September 27, 2022, where plane changes in facades are proposed, they shall generally not be less than two feet.
 - i. Unless otherwise shown in the Preliminary Plan dated September 27, 2022, where dissimilar materials meet, they must typically meet at an interior corner; where that is not possible, such transitions shall occur at a significant plane change or reveal.
14. Provide detailed drawings in realistic colors to permit evaluation of key building elements such as the building base, entrances, entry canopy, stoops, windows, balconies, railings, cornices, and other ornamental elements, and material details including the final detailing, finish, and color of these elements prior to Final Site Plan release. (P&Z) *
- a. The drawings shall be enlarged and coordinated plan-section-elevation studies, typically at $\frac{1}{4}'' = 1'-0''$ scale, with shadows cast at 45 degrees from both left and above to show true depth of recesses and projections.
 - b. Separate design drawings shall be submitted for each primary building typology, different wall, or bay type.
 - c. When warranted by the three-dimensional complexity of the design, the applicant shall provide isometric vignettes of special conditions or building areas to the satisfaction of the Director of P&Z.
 - d. All structures must remain outside of the public right-of-way (e.g., balconies, railings, and canopies), unless permitted under the City of Alexandria Code or an encroachment has been obtained.
15. Provide the items listed below to allow Staff to review the materials, finishes, and architectural details. These materials shall conform substantially to the preliminary plan and the current *Guidelines for Preparation of Mock-Up Panels*, Memo to Industry effective at application submission.
- a. Prior to ordering final building materials, provide a materials board that includes all proposed materials and finishes prior to Final Site Plan

release. The materials board shall remain with P&Z until the issuance of the final Certificate of Occupancy, when Staff will return all samples to the applicant. (P&Z) *, ***

- b. Staff may request more detailed/extensive materials relating to the proposed fenestration, such as samples of the glazing, frame, and sash components, and including whether the windows will be double-or-triple glazed and have simulated divided lights. *
- c. Materials may be modified or substituted if in substantial conformance with the Preliminary Site Plan approval and to the satisfaction of the Director of P&Z. *
- d. Drawings of mock-up panel(s) that depict all proposed materials, finishes, and relationships as part of the Final Site Plan. *
- e. An on-site, mock-up panel using the approved materials, finishes, and relationships shall be constructed for Staff review and approval. Per VCC108.2 concrete or masonry mock-up panels exceeding 6-ft. require a building permit. The panel(s) shall be constructed and approved prior to vertical (above-grade) construction and located so that the panel does not face north. Building materials ordered prior to staff approval of the panel is done at the applicant's risk. **
- f. The mock-up panel shall remain on-site throughout construction until the issuance of the first Certificate of Occupancy. (P&Z) (Code) ***

B. OPEN SPACE/LANDSCAPING

- 16. Comply with the current City of Alexandria Landscape Guidelines at the time of DSUP submission to the satisfaction of the Directors of P&Z and RP&CA. (P&Z) (RP&CA)
- 17. Develop a palette of site furnishings in the public ROW for review and approval by Staff prior to Final Site Plan release. Site furnishings may include benches, bicycle racks, trash bins, recycling receptacles, and other associated features. City standard materials are mandatory in all public right-of-way. (P&Z) (T&ES) *
- 18. Provide material, finishes, and architectural details for all retaining, seat, decorative, and screen walls prior to Final Site Plan release. Indicate methods for grade transitions, handrails, directional changes, and above and below-grade conditions. Coordinate with adjacent site and building conditions. Design and construction of all walls shall be to the satisfaction of the Directors of P&Z, T&ES, and Code. (P&Z) (T&ES) (Code) *
- 19. Provide a Sitewide Canopy Coverage Tabulation table to satisfy the Infrastructure DSP #2021-00012 requirement that uses the template provided with the Verification of Completeness comments dated October 12, 2022. (RP&CA) *
- 20. Outdoor dining on the public right-of-way may be permitted subject to the City's current sidewalk dining regulations and CDD #2020-00007's requirement to provide a minimum eight-foot-wide clear pedestrian zone. The minimum

pedestrian zone may be provided with a combination of public right-of-way and private land subject to a pedestrian access easement. Outdoor dining may be adjacent to the building or the curb. (P&Z) (RP&CA)

C. TREE PROTECTION AND PRESERVATION

21. Provide a Tree and Vegetation Protection Plan per the City of Alexandria's Landscape Guidelines for approval prior to Final Site Plan release and implement the plan for the duration of construction. (P&Z) (RP&CA) *

D. ARCHAEOLOGY

22. Call Alexandria Archaeology immediately at (703) 746-4399 if any buried structural remains (wall foundations, wells, privies, cisterns, etc.) or concentrations of artifacts are discovered during development. Work must cease in the discovery area until a City archaeologist comes to the site and records the finds. (Archaeology) *
23. The applicant shall not allow any metal detection and/or artifact collection to be conducted on the property, unless authorized by Alexandria Archaeology. (Archaeology) *
24. Include the language from the preceding Archaeology conditions on all Final Site Plan sheets involving any ground disturbing activities (incl. basement/foundation plans, demolition, erosion and sediment control, grading, landscaping, utilities, and sheeting and shoring) so that on-site contractors are aware of the requirements. (Archaeology) *

E. PEDESTRIAN/STREETSCAPE

25. To the extent not already installed, provide the pedestrian improvements per the approved Infrastructure Plan (DSP #2021-00012) to the satisfaction of the Directors of P&Z and T&ES. Complete all pedestrian improvements prior to the issuance of the final Certificate of Occupancy. (P&Z) (T&ES) ***

F. PARKING

26. All residential parking shall be unbundled (i.e., the cost to purchase or rent a parking space is separate from the cost to purchase or rent the residential unit). (T&ES)
27. Per CDD #2020-00007 condition 59, provide a final Parking Management Plan that is updated to include each block within the CDD Plan area. The Parking Management Plan shall be updated and approved with each subsequent DSUP submittal within the CDD Plan Area. The Parking Management Plan shall be approved by the Departments of P&Z and T&ES prior to the release of the Final Site Plan and comply with the requirements of the Parking Management Plan Template provided in Memo to Industry 01-19. (P&Z) (T&ES) *

28. The City can request parking utilization and ownership information periodically, up to one time per year, for purposes of confirming the provided parking is consistent with the DSUP requirements, or for analysis to be used for City parking studies. Applicant will provide all available information within 30 days of a request. (T&ES)
29. Any surplus parking spaces within the garage may be made available for the public/off-site. (P&Z) (T&ES)
30. Show all existing and proposed on-street parking controls and restrictions on the Final Site Plan. The Traffic and Parking Board must approve any on-street parking changes desired after the Signature Set approval. (P&Z) (T&ES) *
31. If not installed with the Infrastructure DSP #2021-00012, provide \$7,800 per multi-space parking meter prior to Final Site Plan release to purchase and install one parking meter. The City reserves the right to enforce parking meters on private streets with public access easements. (P&Z) (T&ES) *
32. Valet parking operations may be permitted within designated pick-up, drop-off, or loading spaces subject to §11-513(N) of the Zoning Ordinance and the satisfaction of the Director of T&ES. (T&ES)
33. Provide bicycle parking per current Bicycle Parking Standards. Bicycle parking standards, acceptable rack types for short- and long-term parking, and details for allowable locations are available at: www.alexandriava.gov/bicycleparking.
34. Provide details on the locations and types of bicycle parking on the Final Site Plan. Install bicycle parking no later than the final Certificate of Occupancy. (T&ES) *, ***
35. Provide signage, striping, or other means to prevent parking in emergency vehicle easement(s) prior to Final Site Plan release, to the satisfaction of the Director of T&ES. (T&ES) *
36. Comply with CDD#2020-00007 Conditions 100 and 101 for electric vehicle parking.
37. Update parking counts on the cover sheet to indicate the number of electric vehicle charger and electric vehicle charger ready parking spaces and show the location of these spaces prior to Final Site Plan release. (T&ES) *
38. The applicant may apply for and obtain administrative approval for changes to the existing parking garage subject to the satisfaction of the Directors of P&Z and T&ES. These changes may include but are not limited to the layout of parking, loading, and bus layover spaces; drive aisles; cladding; ramp locations; pedestrian and bicyclist accommodations; electrical vehicle charging infrastructure; stormwater BMPs; landscaping; temporary and permanent recreation facilities; and sustainability features. (P&Z) (T&ES)

G. SUSTAINABILITY

39. The applicant may propose additional strategies to the sustainability conditions outlined below and these additional sustainability strategies may be incorporated administratively to the satisfaction of the Directors of P&Z and T&ES. (P&Z) (T&ES)
40. The project shall comply with the requirements of the current City of Alexandria 2019 Green Building Policy. Diligent pursuit and achievement of this certification shall be monitored through these requirements unless exempted by the certification rating systems and the Green Building Policy:
 - a. Provide evidence of the project's registration with LEED, Green Globes, or Earthcraft (or equivalent) with the submission of the first Final Site Plan and provide a draft checklist from the P&Z website showing how the project plans to achieve the certification and clearly indicate that requirements for the priority performance points are being met as defined by the City of Alexandria's Green Building Policy. *
 - b. Provide an updated copy of the draft certification scorecard/checklist prior building permit release for above-grade construction to show compliance with the Green Building Policy. **
 - c. Provide updated building energy performance analysis and building energy use intensity (EUI) (energy use per sq. ft.) prior to release of the building permits for above-grade construction. **
 - d. Provide a draft commissioning plan and verification, if required by the Green Building Rating System and the building code, from a certified third-party reviewer that includes items "i" through "v" below, prior to receiving building permits for above-grade construction. **
 - i. A narrative describing the activities that will be accomplished during each phase of commissioning, including the personnel intended to accomplish each of the activities.
 - ii. A listing of the specific equipment, appliances, or systems to be tested and a description of the tests to be performed.
 - iii. Functions to be tested including, but not limited to, calibrations and economizer controls.
 - iv. Conditions under which the test will be performed. Testing shall affirm winter and summer design conditions and full outside air conditions.
 - v. Measurable criteria for performance.
 - e. Provide updated documentation for the indoor environmental quality priority performance points as defined by the City of Alexandria's Green Building Policy prior to the release of building permits for above-grade construction. **
 - f. Provide evidence that design phase credits (for the certifying party) have been submitted by the first Certificate of Occupancy. ***

- g. Provide a commission report that has been verified by a certified, third-party reviewer, including issues log, completed pre-function checklists, and any completed functional performance tests prior to maintenance bond release. ****
 - h. Provide evidence showing that the requirements for priority performance points for Energy Use Reduction, Water Efficiency and Indoor Environmental Quality are being met as defined by the City of Alexandria's Green Building Policy for Design Phase credits to the U.S. Green Building Council, Green Globes, or Earthcraft (or equivalent) prior to issuance of the final Certificate of Occupancy. ***
 - i. Provide documentation of applicable green building certification release clearly indicating that the priority performance points requirement for Energy Use Reduction, Water Efficiency, and Indoor Environmental Quality have been achieved as defined by the City of Alexandria's Green Building Policy prior to maintenance bond release. ****
 - j. Failure to achieve the certification level, as required by the City of Alexandria's Green Building Policy, will be evaluated by City Staff to determine whether a good faith, reasonable, and documented effort was made to achieve the certification level to the satisfaction of the Director of P&Z.
41. Post information on the City of Alexandria's Reuse Directory in a public place near trash collection area for residents of multifamily buildings that exceed 100 units and send proof to T&ES staff prior to the issuance of the first Certificate of Occupancy. The directory is available at: <https://www.alexandriava.gov/tes/solidwaste/info/default.aspx?id=19202#NewCityofAlexandriasReuseDirectory> (T&ES) ***
42. The multifamily residential buildings shall comply with CDD #2020-00007 Condition 106 electricity requirements.
43. Demonstrate that the roof(s) are solar ready, with the necessary conduit and available electrical panel area to enable future solar panel installation, on the Final Site Plan. (T&ES) *

II. TRANSPORTATION

A. STREETS/TRAFFIC

44. Repair any of the City's existing public infrastructure directly adjacent to the site that is damaged during construction per the most recent version of the T&ES Design and Construction Standards, or to the satisfaction of Director of T&ES, prior to Performance Bond release. (T&ES) ****
45. Conduct a pre-construction walk/survey of the site prior to any land disturbing activities with T&ES Construction & Inspection Staff and Code Administration

Staff to document existing conditions prior to Final Site Plan release. (T&ES)
(Code) *

46. Mark all private street signs that intersect a public street with a fluorescent green strip to notify the plowing crews, both City and contractor, that they are not to plow those streets, prior to the issuance of the first Certificate of Occupancy. (T&ES) ***
47. Provide full curb to curb restoration for any asphalt patches larger than 20 percent of the total asphalt surface, measured along the length of the road adjacent to the property frontage and/or extending to the centerline of the street prior to Performance Bond release. (T&ES) *****

B. TRANSPORTATION MANAGEMENT PLAN

48. According to Article XI, § 11-700 of the City's Zoning Ordinance, a Transportation Management Plan (TMP) is required to implement strategies to encourage residents and employees to take public transportation, walk, bike, or share a ride instead of driving alone. Below are the basic conditions from which other details originate. (T&ES)
49. Inform tenants/owners of the transportation management plan Special Use Permit and conditions therein as part of leasing and purchasing agreements with language subject to review and approval by the City's Transportation Demand Management Program. (T&ES)
50. Integrate into the District Transportation Management Program when it is organized. All TMP holders in the established district will be part of this District TMP. The objective of this district is to optimize transportation resources to benefit residents and employees through economies of scale. No increase in TMP contributions will be required because of participation in the District TMP. (T&ES)
51. An annual TMP fund shall be created and managed by the TMP Coordinator, and the funds shall be used exclusively for approved transportation activities. The annual base assessment rate for this development shall be determined as set forth in § 11-708 (TMP Assessments Schedule and Adjustments). The base assessment rate will be adjusted on an annual basis on July 1 of each year according to the Consumers Price Index (CPI-U) as reported by the United States Department of Labor, Bureau of Labor Statistics. The base assessment rate in effect at the time of the issuance of the project's first Certificate of Occupancy permit is the applicable rate when TMP reporting begins. The TMP shall operate on the fiscal year, July 1 to June 30. (T&ES)
52. Designate an on-site TMP Coordinator for the entire project prior to the issuance of the first Certificate of Occupancy. Provide the name, location, email, and telephone number of the coordinator to the City's Transportation Demand Management Coordinator, updating this information as needed. This person will

be responsible for implementing and managing all aspects of the TMP and the parking management program for the project. (T&ES) ***

53. The Director of T&ES may require that the funds be paid to the City upon determination that the TMP Coordinator or Association has not made a reasonable effort to use the funds for TMP activities. As so determined, 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 paid to the City for use in transportation support activities which benefit the site. (T&ES)
54. Submit to the Mobility Services Division these detailed attachments: biannual fund reports due in July and January of each fiscal year, modes of transportation survey, and a TMP Coordinator survey both due in July of each fiscal year. (T&ES)
55. As set forth in § 11-711(B) in the Zoning Ordinance, civil penalties shall be assessed for lack of timely compliance with the conditions of this TMP SUP. If after assessment of three civil penalties, any use continues to fail to comply with a condition of its approved TMP, the use may be required to participate in the Citywide TMP Program, may be subject to increased review and reporting requirements, and may be subject to a Staff recommendation for action by the City Council to revoke the TMP SUP pursuant to § 11-205 of the Zoning Ordinance. (T&ES)

C. BUS STOPS AND BUS SHELTERS

56. Show all existing bus stops, bus shelters, and bus stop benches in the vicinity of the site on the Final Site Plan. (T&ES) *

III. PUBLIC WORKS

A. WASTEWATER/SANITARY SEWERS

57. Pay the sewer connection fee prior to Final Site Plan release. (T&ES) *
58. Provide an oil & grease separator connected to the sanitary sewer for the commercial kitchen. Submit two originals of the Oil and Grease separator Maintenance Agreement with the City prior to Final Site Plan release. Execute and record the agreement with the Land Records Division of Alexandria Circuit Court prior to Final Site Plan release. (T&ES) *
59. Discharge from pool(s) shall be connected to the sanitary sewer. (T&ES)

B. UTILITIES

60. If a franchise agreement has not been entered into with the City, locate all private utilities outside of the public right-of-way and public utility easements. (T&ES)

61. Do not locate transformer and switch gears in the public right-of-way. (T&ES)
62. All new fire hydrants on public streets shall be City owned and maintained. All hydrants on private streets shall be owned, inspected, tested, and maintained by the property owner or their representative. Hydrants must be installed and functional prior to issuance of the Certificate of Occupancy. (T&ES) ***

C. INFORMATION TECHNOLOGY

63. All conduit on private property will be owned and maintained by the property owner. Unless otherwise specified, conduit on public right-of-way will be owned and maintained by the City. (ITS) (T&ES)
64. Provide a minimum of two, 2-inch conduits for each building. Terminate each conduit to a 24-inch by 36-inch installed hand hole within the public right-of-way or at a nearby accessible location. (ITS)
 - a. Enable telecommunications providers to install cables in the conduit.
 - b. Submit a digital as built in CAD or GIS that details the fiber conduit installation prior to the issuance of the Certificate of Occupancy. ***

D. SOLID WASTE

65. The point of collection shall be as agreed upon between the owner and the private collector duly licensed, provided that such point shall not be in a public right-of-way and shall not hinder or interfere with parking, traffic, or pedestrians. All trash collectors for the project site are required to take their collected trash to the Alexandria waste-to-energy facility (T&ES)
66. To the extent not installed with DSP #2021-00012, provide \$1,449 per receptacle to the Director of T&ES prior to Final Site Plan release to purchase and install two Victor Stanley Ironsites Series model SD-42 black receptacle with Dome Lid dedicated to trash collection. The receptacle(s) shall be placed in the public right of way to serve open space and park sites. Receptacles shall be generally located along the property frontage and at strategic locations in the vicinity of the site as approved by the Director of T&ES. To the extent that the receptacles cannot be located where accessible for public collection, the applicant may provide a contribution for receptacles to be installed in the vicinity or may agree to private hauling. (T&ES) *
67. To the extent not installed with DSP #2021-00012, provide \$1,685 per receptacle to the Director of T&ES prior to Final Site Plan release to purchase and install two Victor Stanley Ironsites Series Model SD-42 blue receptacle with Dome Lid, approved dome decals, and approved band dedicated to recycling collection. The receptacle(s) shall be placed in the public right of way to serve open space and park sites. Receptacles shall be generally located along the property frontage and at strategic locations in the vicinity of the site as approved by the Director of T&ES. To the extent that the receptacle cannot be located where accessible for

public collection, the applicant may provide a contribution for receptacles to be installed in the vicinity or may agree to private hauling. (T&ES) *

IV. ENVIRONMENTAL

A. STORMWATER MANAGEMENT

68. The City of Alexandria's stormwater management regulations regarding water quality are two-fold: (1) state phosphorus removal requirement and (2) Alexandria Water Quality Volume Default. Complying with the state phosphorus reduction requirement does not relieve the applicant from the Alexandria Water Quality Default requirement. The Alexandria Water Quality Volume Default, as determined by the site's post-development impervious area shall be treated in a Best Management Practice (BMP) facility. Compliance will be determined as shown on the approved Stormwater Master Plan DSP #2021-00017. (T&ES) *
69. The redevelopment phosphorus removal requirement is 40 percent from the predeveloped load (treatment of the first ½ inch of rainfall is required). New impervious must meet the required 0.41 lbs./ac phosphorus loading rate or the 40 percent reduction, whichever is more stringent. The site's entire water quality volume shall be treated. Compliance will be determined as shown on the approved Stormwater Master Plan DSP #2021-00017. (T&ES) *
70. Provide a BMP narrative and complete pre- and post-development drainage maps that include areas outside that contribute surface runoff from beyond project boundaries to include adequate topographic information, locations of existing and proposed storm drainage systems affected by the development, all proposed BMPs and a completed Virginia Runoff Reduction Method (VRMM) worksheet showing project compliance prior to Final Site Plan release. The project must use hydrologic soil group "D" in the spreadsheet unless a soils report from a soil scientist or geotechnical engineer delineates onsite soils otherwise. (T&ES) *
71. Design all stormwater Best Management Practices (BMPs) to comply with the most recent standards and specifications published in the Virginia Stormwater BMP Clearinghouse. Provide complete design details for all BMPs, including site specific plan views, cross sections, planting plans, and complete design calculations for each BMP prior to Final Site Plan release. (T&ES) *
72. Provide a BMP table with a separate listing for each individual BMP that includes the name of the practice, total area treated (acres), pervious area treated (acres), impervious area treated (acres), phosphorous removal efficiency (percentage), phosphorous removal efficiency (percentage), phosphorous removed by the practice (lbs.), and latitude and longitude in decimal degrees, prior to Final Site Plan release. (T&ES) *
73. All BMP's must be accessible for regular maintenance and inspections. The final building design must include access points and maintenance accessibility for the green roof and any other BMPs. Green roof access can be achieved either by a

door on the same level as the green roof, an interior elevator, interior stairway with door through a penthouse, or by an alternating tread device with a rood hatch or trap door not less than 16 square feet in area and with a minimum dimension of 24 inches. Access to any portion of the green roof of other BMP shall not be solely through a private residence. (T&ES)

74. Complete construction inspection checklists and associated photographic documentation for each stormwater BMP and detention facility. Submit all documents required by The City of Alexandria As-Built Stormwater Requirements including as-built plans, CAD data, BMP certifications, and completed construction inspection checklists prior to Performance Bond release. (T&ES) ****
75. Construct and install the stormwater BMPs required for this project under the direct supervision of the design professional or their designated representative. Submit a written certification from the design professional to the Director of T&ES prior to Performance Bond release certifying that the BMPs are:
 - a. Constructed and installed as designed and in accordance with the released Final Site Plan.
 - b. Clean and free of debris, soil, and litter by either having been installed or brought into service after the site was stabilized. (T&ES) ****
76. Install descriptive signage for surface-installed stormwater BMPs (e.g., Bio-Retention Filters, Vegetated Swales) prior to the submission of As-Built Plans to the satisfaction of the Director of T&ES. (T&ES) ****
77. Submit two originals of the stormwater quality BMP Maintenance Agreement, to include the BMP Schedule and Guidelines Addendum as part of the Final Site Plan #2. Executed and record the agreement with the Land Records Division of Alexandria Circuit Court prior to Final Site Plan release. (T&ES) *
78. Submit two originals of the stormwater quality BMP and Stormwater Detention Facilities Maintenance Agreement to include the BMP Schedule and Guidelines Addendum with the Final Site Plan #2. Execute and record the agreement with the Land Records Division of Alexandria Circuit Court prior to Final Site Plan release. (T&ES) *
79. The Applicant shall be responsible for maintaining stormwater Best Management Practices (BMPs) until activation of the homeowner's association (HOA), BID, and/or master association, if applicable, or until sale to a private owner. If so decided and prior to transferring maintenance responsibility for the BMPs to the HOA, master association, BID, and/or owner, the applicant shall:
 - a. Execute a maintenance service contract with a qualified private contractor for a minimum of three years, and transfer the contract to the HOA, master association, and/or owner.

- b. Include a copy of the contract in the BMP Operation and Maintenance Manual.
 - c. Submit a copy of the maintenance contract to T&ES prior to Performance Bond release. (T&ES) *****
- 80. To the extent responsible for maintenance, provide the Homeowner's Association (HOA), and/or master association, or BID with an Owner's Operation and Maintenance Manual for all on site BMPs. The manual shall include at a minimum:
 - a. An explanation of the functions and operations of the BMP(s),
 - b. Drawings and diagrams of the BMP(s) and any supporting utilities,
 - c. Catalog cuts on maintenance requirements including any mechanical or electrical equipment,
 - d. Manufacturer contact names and phone numbers,
 - e. A copy of the executed maintenance service contract, and
 - f. A copy of the maintenance agreement with the City.
- 81. For any BMP's not maintained by the BID, provide an Owner's Operation and Maintenance Manual for all BMPs to the owner. The manual shall include at a minimum:
 - a. An explanation of the functions and operations of the BMP(s),
 - b. Drawings and diagrams of the BMP(s) and any supporting utilities,
 - c. Catalog cuts on maintenance requirements including mechanical or electrical equipment,
 - d. Manufacturer contact names and phone numbers,
 - e. A copy of the executed maintenance service contract, and
 - f. A copy of the maintenance agreement with the City. (T&ES)
- 82. Submit a copy of the Operation and Maintenance Manual to the T&ES Stormwater Management Division prior to Performance Bond release. (T&ES) *****
- 83. Submit a certification by a qualified professional that any existing stormwater management facilities adjacent to the project and associated conveyance systems were not adversely affected by construction operations prior Performance Bond release to the satisfaction of the Director of T&ES. If maintenance of the facilities or systems were required to make this certification, provide a description of the maintenance measures performed. (T&ES) *****

B. WATERSHED, WETLANDS, & RPAs

- 84. Use standard city markers to mark all on-site stormwater curb inlets and public curb inlets within 50 feet of the property line to the satisfaction of the Director of T&ES. (T&ES)

85. For sites that contain marine clays, account for marine clay or highly erodible soils in the construction methodology and erosion and sediment control measures. (T&ES)
86. Provide Environmental Site Assessment Notes that delineate, map, describe, and/or explain these environmental features (if located on site):
 - a. Individual components of the RPA as well as the total geographic extent of the RPA, to include the appropriate buffer, intermittent streams, and associated buffers,
 - b. Highly erodible and highly permeable soils,
 - c. Steep slopes greater than 15 percent in grade,
 - d. Known areas of contamination; springs, seeps, or related features, and
 - e. A listing of all wetlands permits required by law. (T&ES)

C. CONTAMINATED LAND

87. Indicate on the plan whether any soil and groundwater contamination are present. Submit supporting reports for associated environmental investigations or assessments performed to substantiate this determination. (T&ES) *
88. If environmental site assessments or investigations discover the presence of contamination on site beyond that already identified under DSP #2021-00012, the Final Site Plan shall not be released, and no construction activity shall occur until these items have been submitted and approved by the Director of T&ES: (T&ES)
*
 - a. A Site Characterization Report/Extent of Contamination Study detailing the location, applicable contaminants, and the estimated quantity of any contaminated soils and/or groundwater at or in the immediate vicinity of the site.
 - b. A Risk Assessment indicating any risks associated with the contamination.
 - c. A Remediation Plan detailing any contaminated soils and/or groundwater, including plans to remediate utility corridors. Utility corridors in contaminated soil shall be over excavated by two feet and backfilled with “clean” soil. Include description of environmentally sound methods of off-site transport and disposal of contaminated soils and debris (including, but not limited to types of vehicles appropriate for handling specific materials and ensuring vehicle loads are covered).
 - d. A Health and Safety Plan with measures to take during remediation and/or construction activities to minimize the potential risks to workers, the neighborhood, and the environment. Initial Air Monitoring may be required during site activities to demonstrate acceptable levels of volatiles and/or airborne particles. Justify the air monitoring determination in the Health and Safety Plan submitted for review.
 - e. Screen for PCBs as part of the site characterization if any of the past uses are within the identified high risk category sites for potential sources of

residual PCBs, which includes these SICs: 26&27 (Paper and Allied Products), 30 (Rubber and Misc. Plastics), 33 (Primary Metal Industries), 34 (Fabricated Metal Products), 37 (Transportation Equipment), 49 (Electrical, Gas, and Sanitary Services), 5093 (Scrap Metal Recycling), and 1221 and 1222 (Bituminous Coal).

89. Should any unanticipated contamination, underground storage tanks, drums or containers be encountered at the site during construction, the applicant must notify T&ES, Office of Environmental Quality immediately. Should unanticipated conditions warrant, stop construction within the affected area until the appropriate environmental reports identified in “a” through “e” above are submitted and approved at the discretion of the Director of T&ES. This shall be included as a note on the Final Site Plan. (T&ES) (Code) *
90. If warranted by a Site Characterization report, design and install a vapor barrier and ventilation system for buildings and parking areas to prevent the migration or accumulation of methane or other gases or conduct a study and provide a report signed by a professional engineer showing that such measures are not required to the satisfaction of Directors of T&ES and Code Administration. The vapor barrier and ventilation system must include a passive ventilation system that can be converted to an active ventilation system if warranted. (T&ES) (Code)

D. SOILS

91. Provide a geotechnical report, including recommendations from a geotechnical professional for proposed cut slopes and embankments prior to Final Site plan release. (T&ES) *

E. NOISE

92. Submit a noise study identifying the noise levels that residents will be exposed to initially and 10 years into the future per the Noise Guidance Book used by the Department of Housing and Urban Development prior to the Final Site Plan release. (T&ES) *
93. If the noise study identified noise impacted areas, conduct a building shell analysis identifying ways to minimize noise and vibration exposure to future residents. Submit the building shell analysis and the noise commitment letter for review and approval prior to Final Site Plan release. (P&Z) (T&ES) *
94. If necessary, to comply with the City noise ordinance, equip all roof top HVAC and other mechanical equipment with noise reducing devices (e.g., silencers, acoustic plenums, louvers, or enclosures). Show the noise reducing specifications and locations prior to Final Site Plan release and install them prior to the issuance of the Certificate of Occupancy. (T&ES) (Code) *, ***
95. Supply deliveries, loading, and unloading activities shall comply with the noise ordinance as appropriate. (T&ES)

96. No vehicles, including construction vehicles, associated with this project shall be permitted to idle for more than 10 minutes when parked, including vehicles in the loading dock. Post at least two no idling for greater than 10 minutes signs in the loading dock area in plain view prior to the issuance of the Certificate of Occupancy. (T&ES) ***
97. Demonstrate that sound-proofing materials will prevent live entertainment from disturbing residents prior to Final Site Plan release. (P&Z) (T&ES) (Code) *

F. AIR POLLUTION

98. Per CDD #2020-00007 condition 106, fire pits or fireplaces installed in amenity spaces may be gas burning if they are designed to support low cost and available conversion to electricity in the future. (T&ES) ***
99. Kitchen equipment shall not be cleaned outside, nor shall any cooking residue be washed into any street, alley, or storm sewer. (T&ES)
100. Control odors and any other air pollution sources resulting from operations at the site and prevent them from leaving the property or becoming a nuisance to neighboring properties, as determined by the Director of T&ES. (T&ES)
101. Provide an electrical plug and related equipment within loading docks that will have refrigerator vehicle deliveries to limit emissions and noise from idling. Show the plug location prior to Final Site Plan release and install prior to the issuance of the Certificate of Occupancy. (T&ES) *, ***

G. CONSTRUCTION MANAGEMENT

102. Submit a construction phasing plan to the satisfaction of the Director of T&ES, for review, approval, and partial release of Erosion and Sediment Control for the Final Site Plan. All the requirements of Zoning Ordinance Article XIII (Environmental Management) for quality improvement, quantity control, and the development of Storm Water Pollution Prevention Plan must be complied with prior to the partial Final Site Plan release. (T&ES) *
103. Submit a separate construction management plan to the Directors of P&Z, T&ES, and Code Administration prior to Final Site Plan release. The plan shall satisfy these requirements: (P&Z) (T&ES) (Code)
 - a. No streetlights shall be removed without authorization from the City of Alexandria,
 - b. If streetlights are to be removed from the public right-of-way, then temporary lights shall be provided until the installation and commissioning of new lights, *
 - c. Include an analysis as to whether temporary street or site lighting is needed for safety during the construction on the site and how it is to be installed, *

- d. Provide a detailed sequence of demolition and construction of improvements in the public right of way along with an overall proposed schedule for demolition and construction, *
 - e. Include an overall proposed schedule for construction, *
 - f. Include a plan for temporary pedestrian circulation, *
 - g. Include the location and size of proposed construction trailers, if any, *
 - h. Include a preliminary Maintenance of Traffic Plan as part of the construction management plan for informational purposes only, to include proposed controls for traffic movement, lane closures, construction entrances and storage of materials, and *
 - i. Post copies of the plan in the construction trailer and give to each subcontractor before they start work. ***
104. Provide off-street parking for all construction workers without charge and ensure that all workers use this parking. For workers who use Metro, DASH, or another form of mass transit, subsidize a minimum of 50 percent of the fees. Complying with this condition shall be a component of the construction management plan, which shall be submitted prior to Final Site Plan release and approved by the Departments of P&Z and T&ES prior to commencing any construction activities. This plan shall:
- a. Establish and provide verifiable details and/or agreements on the location of the parking to be provided at various stages of construction, how many spaces will be provided, how many construction workers will be assigned to the work site, and mechanisms which will be used to encourage the use of mass transit, *
 - b. Post information on transit schedules and routes, *
 - c. The community liaison must manage parking actively for all construction workers and ensure compliance with the off-street parking requirement, and
 - d. If the off-street construction workers parking plan is found to be violated during construction, a correction notice will be issued to the applicant. If the violation is not corrected within five days, a "stop work order" will be issued, with construction halted until the violation has been corrected. (P&Z) (T&ES) *
105. Include a chapter on maintaining pedestrian access within the Construction Management Plan. If the West End site opens to pedestrians prior to receiving the Certificate of Occupancy for this DSUP, then sidewalks adjacent to the site shall remain open during construction. If sidewalks must be closed, pedestrian access shall be maintained adjacent to the site per Memo to Industry #04-18 throughout the construction of the project. (T&ES) **
106. Include a chapter on maintaining bicycle access within the Construction Management Plan. If the West End site opens to pedestrians prior to receiving the Certificate of Occupancy for this DSUP, then bicycle facilities adjacent to the site shall remain open during construction. If a bicycle facility must be closed, bicycle

access shall be maintained adjacent to the site per Memo to Industry #04-18 throughout the construction of the project. (T&ES) **

107. Include a chapter on the waste control program in the Construction Management Plan. This program shall control wastes such as discarded building materials, concrete truck washout, chemicals, litter or trash, trash generated by construction workers or mobile food vendor businesses serving them, and all sanitary waste at the construction site and prevent offsite migration that may cause adverse impacts to neighboring properties or to the environment to the satisfaction of Directors of T&ES and Code Administration. Dispose of all wastes offsite per all applicable federal, state, and local laws. If program is implemented in coordination with green building certification, include documentation as appropriate per the City's Green Building Policy and conditions therein. (T&ES) (Code)
108. Obtain additional City approvals for any structural elements that extend into the public right-of-way, including but not limited to footings, foundations, and tiebacks, from the Director of T&ES as a part of the Sheeting and Shoring permit. (T&ES) **
109. Identify a Certified Land Disturber (CLD) in a letter to the Division Chief of Infrastructure Right of Way prior to any land disturbing activities and include the name on the Phase I Erosion and Sediment Control sheets prior to Final Site Plan release. If the CLD changes during the project, that change must be noted in a letter to the Division Chief. (T&ES) *
110. Conduct an in-person or virtual meeting to review the location of construction worker parking, plan for temporary pedestrian and vehicular circulation, and hours and overall schedule for construction prior to commencing excavation of the site. Notice all adjoining property owners, civic associations, and the Departments of P&Z and T&ES at least 14 calendar days before the meeting. Hold the meeting before any permits are issued. This meeting can be combined with the DSUP pre-construction meetings for E/G, Eye, and K. (P&Z) (T&ES) **
111. To the extent the City establishes a quarterly community meeting for the purpose of providing updates on the status of construction projects in the West End, the applicant shall participate in such meetings or provide written updates to City staff while the project is under substantial construction. Such updates may be provided in coordination with meetings hosted by the City. (P&Z)
112. Hold an in-person or virtual pre-installation/construction meeting to review the scope of landscaping installation procedures and processes with the P&Z project planner prior to starting work. (P&Z) (Code)
113. Identify a community liaison throughout the duration of construction. Provide their name and telephone number, including an emergency contact number, to residents, property managers, and business owners whose property abuts the site, to the satisfaction of the Directors of P&Z and T&ES. Install a temporary

informational sign prior to Final Site Plan release with the community liaison's name and contact information. Display the sign until construction finishes. (P&Z) (T&ES) *, ***

114. Temporary construction and/or on-site sales trailer(s) are permitted and subject to the approval of the Directors of P&Z and Code Administration. Remove the trailer(s) prior to the issuance of the final Certificate of Occupancy. (P&Z) (Code) ***
115. Submit a stamped electronic copy of a wall check survey completed by a licensed, certified public land surveyor or professional engineer when below-grade construction reaches proposed finished grade. Ensure the wall check shows: (P&Z) **
 - a. Key dimensions of the building as shown on the approved Final Site Plan,
 - b. Key dimensions from future face of finished wall above to the property line and any adjacent structures on the property,
 - c. Extent of any below-grade structures,
 - d. Foundation wall in place, and
 - e. Future face of finished wall above.
116. Submit an as-built development site plan survey, pursuant to the requirements outlined in the initial as-built submission for occupancy portion of the as-built development site plan survey checklist to the T&ES Site Plan Coordinator prior to applying for a Certificate of Occupancy permit. The as-built development site plan survey shall be prepared and sealed by a registered architect, engineer, or surveyor. Include a note stating that the height was calculated based on all applicable provisions of the Zoning Ordinance. (P&Z) (T&ES) ***
117. If outstanding performance, completion, or other bonds for the benefit of the City are in effect for the property at such time as it may be conveyed or sold to a party other than the applicant, a substitute bond and associated documents must be provided by that party or, in the alternative, an assignment or other documentation from the bonding company indicating that the existing bond remains in effect despite the change in ownership may be provided. The bond(s) shall be maintained until such time that all requirements are met, and the bond(s) released by the City. (T&ES) ****

V. CONTRIBUTIONS

118. The applicant shall comply with CDD #2020-00007 contribution condition 93. In the event that the phase one buildings (DSUPs 2022-10015, -10016, and -10017) are constructed concurrently, then the \$3,000,000 in 2021 dollars, as adjusted by CPI-U, required by the CDD contribution condition can be assessed proportionally among the phase one buildings at the time of first certificate of occupancy. If the phase one buildings are not constructed concurrently, then the

first building and subsequent buildings shall be responsible for the contribution per CDD condition 93. (P&Z) ***

VI. HOUSING

119. Provide 2 efficiency, 8 one-bedroom, 4 two-bedroom, and 1 three-bedroom affordable set-aside rental units, or a mix of units to the satisfaction of the Director of Housing. (Housing)
120. If the residential units are ownership and not rental, then the applicant will provide 15 affordable homeowner units in the first condominium building to be delivered. CDD #2020-00007 and the Affordable Housing Plan, dated May 3, 2021, stipulate additional conditions for any homeownership units and a new Affordable Housing Plan would be required that outlines the specifics of the units (e.g., size, sales price, etc.). (Housing)
121. Rents for set-aside units shall not exceed the maximum amounts allowed under the Federal Low Income Housing Tax Credit (LIHTC) program for households with incomes at 60 percent of the Washington D.C. Metropolitan Area Median Family Income (including utility allowances and any parking charges) for a 40-year period from the date of initial occupancy of each affordable unit. Recertify the incomes of resident households annually.
122. If at the time of lease up or lease renewal, the differential between the market rent and set-aside rent (as adjusted for utility allowances) for a comparable unit is less than 15 percent of the market rent, then the set-aside rent shall be reduced to maintain a differential of 15 percent for the term of the new lease or lease renewal.
123. Total non-refundable fees, excluding application and pet fees, shall not exceed 15 percent of gross affordable rent.
124. Residents of the set-aside units may be charged a monthly parking fee of up to \$50 (in 2022 dollars) adjusted by CPI-U or the standard fee whichever is lower for their first parking space. Any additional parking spaces shall be subject to standard fees.
125. Once an income-eligible household moves into a set-aside unit, that unit shall count as an affordable unit until the household's income increases to more than 140 percent of the then-current income limit. Provide one additional one-year lease term at the affordable rent but notify the household that at the end of one year the household shall not be eligible to continue at the affordable rent. Afterwards, the over-income household may move to a comparable market rate unit. If a comparable unit within the building does not exist (e.g., a three-bedroom unit), then the over-income tenant must vacate the unit for an income-eligible household.

126. Do not deny households receiving Housing Choice Voucher assistance admission based on receiving such assistance. A household is income qualified if the amount of rent it can pay based on income, together with the voucher payment, is sufficient to cover the applicable rent.
127. Provide residents of set-aside units with access to all amenities offered within the entire building.
128. Set-aside units shall be comparable in size and floor plan and have the same finishes as similar units in the development. Clustering of set-aside units shall be avoided.
129. Notify the Landlord-Tenant Relations Division Chief at the Office of Housing in writing 90 days prior to leasing. Provide the City with marketing information 45 days prior to leasing, which shall include the affordable rents, fees, property amenities, and contact information for applications. The City shall notify interested parties of the availability of set-aside units. The applicant shall not accept applications for set-aside units until 45 days after providing written notification to the Office of Housing or until the Office of Housing advises the applicant that the information has been distributed and posted, whichever occurs first.
130. List all set-aside units at Virginia Housing's website: www.VirginiaHousingSearch.com.
131. Provide the City with the records and information necessary for annual compliance monitoring with the Housing conditions for the 40-year affordability period.

VII. PUBLIC ART

132. Comply with the CDD #2020-00007 conditions 121, 122, and 123 for public art. (P&Z) (RP&CA) *

VIII. USES AND SIGNS

A. RETAIL/COMMERCIAL

133. Provide these conditions for the retail/commercial areas, to the satisfaction of the Director of P&Z: (P&Z)
 - a. Maintain operable entrances along Verve Street/Road 5. Include this requirement in each tenant's lease.
 - b. All ground floor windows shall remain transparent, except as otherwise allowed by the City of Alexandria Zoning Ordinance. This is not intended

to prevent retailers from displaying their goods in display cases that are oriented towards the street frontage.

- c. Placing or constructing items that block visibility through windows of the interior commercial space from the street and the sidewalk, including but not limited to walls, storage cabinets, carts, shelving, boxes, coat racks, storage bins, and closets, shall be prohibited.
- d. Window film may be permitted in certain locations for individual retailers to balance the needs of street activation and privacy, subject to these requirements:
 - i. Film would not be permitted on windows fronting Westend Blvd. or the Central Plaza,
 - ii. In locations other than “i”, film cannot cover more than 50 percent of a window without approval of the Director of P&Z.
 - iii. Unless the Director of P&Z determines that the window location or film design presents unique circumstances, covering the entire window with film would not be permitted, and
 - iv. The applicant shall work with City staff during the Final Site Plan process to identify secondary streets where window film may be appropriate. *

- 134. The design of individual retail bays may vary to express the unique characteristics of each tenant subject to the approval of the Director of P&Z and these requirements: (P&Z) ***
 - a. Subject to the satisfaction of the Director of P&Z, limited decorative and temporary finishes (e.g., plywood) may be permissible on retail bays. Unpainted plywood would not be permissible.
 - b. Permanent facades must be installed on all retail bays within 36 months of the receipt of the final Certificate of Occupancy.
- 135. In coordination with the Retail A mechanical design, direct the mechanical louvers along Landmark St./Road 7 away from pedestrians to the extent possible to the satisfaction of the Director of P&Z. (P&Z) *
- 136. The Director of P&Z shall review administrative Special Use Permits after one year of operation, and shall docket the matter for the Planning Commission and City Council if (1) violations of the permit conditions occurred and were not corrected immediately, constitute repeat violations, or create a direct and immediate adverse zoning effect on the surrounding community; (2) the Director has received a request from any person to docket the permit for review due to a complaint that may be a violation of the permit conditions and the Director has reasonably determined that such violation occurred; or (3) the Director has determined that problems with the operation of the use exist and that new or revised conditions are needed. (P&Z)
- 137. Encourage employees who drive to use off-street parking. (T&ES)

- 138. Encourage employees to use public transportation. Contact Go Alex at goalex@alexandriava.gov for information on establishing an employee transportation benefits program. (T&ES)
- 139. Provide information about alternative forms of transportation to access the site, including but not limited to printed and electronic business promotional material. Contact Go Alex at goalex@alexandriava.gov for more information. (T&ES)
- 140. Provide information about nearby garages on the business's website to encourage patrons to park off-street. (T&ES)
- 141. Day care uses must not occupy more than one-half of the total retail square footage of each building. Daycares may not face onto publicly accessible open space (i.e., Paseo and Central Plaza), although daycares may have entrances that open onto publicly accessible open space. (P&Z)

B. SIGNAGE

- 142. Comply with the CDD #2020-00007 condition 120 for the coordinated sign plan. (P&Z)

IX. SUBDIVISIONS

- 143. The final subdivision plat shall comply with the requirements of § 11-1709 of the Zoning Ordinance. (P&Z) *
- 144. Depict the location of all easements and reservations, including those required in this approval, on the Final Subdivision Plat. Do not construct any permanent building or retaining wall over any existing private and/or public utility easements. (T&ES) *
- 145. Provide a georeferenced CAD file in **AutoCAD 2018**.dwg format that adheres to the National CAD Standards with the Signature Set submission. The file shall include the subdivision plat including existing and new parcels and neighboring parcels. Identify legal lot numbers for each lot and document the square footages. Show adjacent lots and their Tax Map numbers on the subdivision plat. (GIS) *

CITY DEPARTMENT CODE COMMENTS

Legend: C - Code Requirement R - Recommendation S - Suggestion F - Finding

A. Planning and Zoning (P&Z)

- C - 1 Submit as-built documents for all landscape and irrigation installations with the as-built plan and request for Performance Bond release. Refer to City of Alexandria Landscape Guidelines. (P&Z) (T&ES) *****

- C - 2 The landscape elements of this development are subject to Performance and Maintenance bonds, based on criteria established by the City and available through T&ES. Performance and Maintenance Bond release are subject to inspections by City Staff per City Code requirements. A final inspection for landscaping must occur three years after completion. (P&Z) (T&ES) ****
- C - 3 Any parking requirement may be adjusted within five percent of the requirement if the Director of P&Z determines that the physical requirements of the building prevent complying with the specific number of required parking spaces per § 8-200(A)(2)(c)(i) of the Zoning Ordinance. (P&Z) (T&ES)

B. Code Administration (Building Code)

- F - 1. The review by Code Administration is a preliminary review only. Once the applicant has filed for a building permit, code requirements will be based upon the building permit plans. A preconstruction conference is recommended for large projects. Contact the Code Administration Office, Plan Review Supervisor at (703) 746-4200 with any questions.
- C - 1 New construction or alterations to existing structures must comply with the current Uniform Statewide Building Code (USBC) in effect when applying for building permit(s).
- C - 2 Facilities shall be accessible for persons with disabilities per the current Virginia Uniform Statewide Building Code in effect when applying for building permit(s).
- C - 3 Submit a soils report with the building permit application for all new and existing building structures. **
- C - 4 Submit an abatement plan from a licensed Pest Control Company to prevent rodents from spreading from the construction site to the surrounding community and sewers to the Department of Code Administration prior to receiving a demolition or land disturbance permit. Code Administration Staff will conduct a pre-demolition site survey to verify that the abatement plan is consistent with the field installation. ***
- C - 5 Submit a wall location plat prepared by a land surveyor to the Department of Code Administration prior to any building framing inspection. **

C. Archaeology

- F - 1. According to an 1865 map, a small farmstead was located in the center of the property, belonging to the Fitzhugh family, and it may have dated back to the early nineteenth century. By 1878 the Edwin Fitzhugh family occupied the farm and by 1894 a C. Ashby owned the property which consisted of 131.5 acres. Although a farmstead once occupied the property, due to the level of development of the subject property, the likelihood that intact archaeological remains are present is low.
- F - 2. If this project is a federal undertaking or involves the use of any federal funding, the applicant shall comply with federal preservation laws, in particular Section 106 of the

National Historic Preservation Act of 1966. The applicant will coordinate with the Virginia Department of Historic Resources and the federal agency involved in the project, as well as with Alexandria Archaeology.

- C - 1 All archaeological preservation measures shall comply with § 11-411 of the Zoning Ordinance.

D. Transportation & Environmental Services (T&ES)

- F - 1. Prepare the Final Site Plan per the Memorandum to Industry 02-09 dated December 3, 2009, Design Guidelines for Site Plan Preparation, which is available at: <http://alexandriava.gov/uploadedFiles/tes/info/Memo%20to%20Industry%20No.%2002-09%20December%203,%202009.pdf> (T&ES) *
- F - 2. Show and label the sanitary and storm sewer and water line in plan and profile in the first Final Site Plan, cross referencing sheets if plan and profile cannot be on the same sheet. Provide existing and proposed grade elevations plus the rim and invert elevations of all the existing and proposed sanitary and storm sewer at manholes, and water line piping at gate wells on the respective profiles. Use distinctive stationing for various sanitary and storm sewers (if applicable or required by the plan), and water line in plan and use the corresponding stationing in respective profiles. (T&ES) *
- F - 3. Provide a dimension plan with all proposed features, the final property lines, and associated property line annotation. When possible, show all annotation pertaining to the final property line configuration on the site layout sheet (also referred to as the site plan sheet). (T&ES) *
- F - 4. Construct all storm sewers to the City of Alexandria standards and specifications. The minimum diameter for storm sewers is 18-inches in the public right-of-way and the minimum size storm sewer catch basin lead is 15-inches. Acceptable pipe materials are Reinforced Concrete Pipe (RCP) ASTM C-76 Class IV. Alternatively, the Director of T&ES may approve AWWA C-151 (ANSI A21.51) Class 52. For roof drainage system, Polyvinyl Chloride (PVC) ASTM D-3034-77 SDR 26 and ASTM 1785-76 Schedule 40 pipes are acceptable. The minimum and maximum velocities are 2.0 fps and 15 fps, respectively. The storm sewers immediately upstream of the first manhole in the public right-of-way shall be owned and maintained privately (i.e., all storm drains not shown within an easement or in a public right-of-way shall be owned and maintained privately). (T&ES) *, ****
- F - 5. Construct all sanitary sewers to the City of Alexandria standards and specifications. The minimum diameter of sanitary sewers is 10-inches in the public right-of-way and sanitary lateral 6-inches for all commercial and institutional developments; however, a 4-inch sanitary lateral is acceptable for single family residences. Acceptable pipe materials are Polyvinyl Chloride (PVC) ASTM D-3034-77 SDR 26, ASTM 1785-76 Schedule 40, Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52, or reinforced concrete pipe ASTM C-76 Class IV (For 12-inches or larger diameters); Class III may be acceptable on private properties. Minimum and maximum velocities are 2.5 fps and 10

- fps, respectively. Laterals shall be connected to the sanitary sewer through a manufactured “Y” or “T” or approved sewer saddle. Where the laterals are being connected to existing Terracotta pipes, replace the section of main and provide manufactured “Y” or “T”, or else install a manhole. (T&ES) *, ****
- F - 6. Provide a horizontal separation of 10-feet (edge to edge) between a storm or sanitary sewer and a water line. However, if this horizontal separation cannot be achieved, then install the sewer and water main in separate trenches and set the bottom of the water main at least 18-inches above of the top of the sewer. If both the horizontal and vertical separations cannot be achieved, then use Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 for the sewer pipe material and pressure test it in place without leakage prior to install. (T&ES) *, ****
- F - 7. Provide at least 18-inches of vertical separation for sanitary sewer and 12-inches for storm sewer when a water main over crosses or under crosses a sanitary/storm sewer. However, if this cannot be achieved, then construct both the water main and the sanitary/storm sewer using Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 with joints that are equivalent to water main standards for a distance of 10-feet on each side of the point of crossing. Center a section of water main pipe at the point of crossing and pressure test the pipes in place without leakage prior to installation. Provide adequate structural support for sewers crossing over the water main (i.e., concrete pier support and/or concrete encasement) to prevent damage to the water main. Encase in concrete sanitary sewers under creeks and storm sewer pipe crossings with less than 6-inch clearance. (T&ES) *, ****
- F - 8. No water main pipe shall pass through or touch any part of sanitary/storm sewer manhole. Place manholes at least 10-feet horizontally from the water main whenever possible. When local conditions prohibit this horizontal separation, ensure that the manhole is watertight and tested in place. (T&ES) *, ****
- F - 9. Maintain at least 12-inches of separation or clearance from water main, sanitary, or storm sewers when crossing underground telephone, cable TV, gas, and electrical duct banks. If this separation cannot be achieved, then use Ductile Iron Pipe (DIP) AWWA C-151 (ANSI A21.51) Class 52 material for the sewer pipe for a distance of 10-feet on each side of the point of crossing and pressure test it in place without leakage prior to installation. Provide adequate structural support for sanitary/storm sewers and water main crossing over the utilities (i.e., pier support and/or concrete encasement) to prevent damage to the utilities. (T&ES) *, ****
- F - 10. Design any rip rap per the requirements of Virginia Erosion and Sediment Control Handbook, Latest Edition. (T&ES) *, ****
- F - 11. Provide the dimensions of parking spaces, aisle widths, etc. within the parking garage on the Final Site Plan. Exclude column widths from the dimensions. (T&ES) *, ****
- F - 12. Show the drainage divide areas on the grading plan or on a sheet that includes topography and structures where each sub-area drains. (T&ES) *

- F - 13. Provide proposed elevations (contours and spot shots) in sufficient details on grading plan to clearly show the drainage patterns. (T&ES) *
- F - 14. Show all existing and proposed public and private utilities and easements on the Final Site Plan with a narrative. (T&ES) *
- F - 15. Provide a Maintenance of Traffic Plan with the Construction Management Plan prior to Final Site Plan release that replicates the existing vehicular, pedestrian, and bicycle routes as closely as practical. Maintain pedestrian and bike access adjacent to the site per Memo to Industry #04-18. (T&ES) *
- F - 16. Include these notes on all Maintenance of Traffic Plan Sheets (MOT): (T&ES)
 - a. Include the statement: “FOR INFORMATION ONLY” on all MOT Sheets. *
 - b. No sidewalks can remain closed for the duration of the project. Temporary sidewalk closures are subject to separate approval from T&ES at the time of permit application.
 - c. Contractor shall apply for all necessary permits for uses of the City right-of-way and shall submit MOT Plans with the T&ES Application for final approval at that time.
- F - 17. Add complete streets tabulation to the cover sheet with the Final Site Plan submission. (T&ES) *
- F - 18. Parking for the residential and commercial uses shall match the Zoning Ordinance requirements in effect at approval by the City Council and/or Planning Commission. (P&Z) (T&ES) *
- F - 19. Maintain a separation of 150 feet between the beginning of street corner radius and any driveway apron radius on arterial and collector roadways, with a minimum of 100 feet permitted, subject to the approval of the Director of T&ES. (T&ES) *
- F - 20. Maintain a minimum separation of 30 feet on residential streets between the beginning of the street corner radius and any driveway apron radius. (T&ES) *
- C - 1 Complete a drainage study and adequate outfall analysis for the total drainage area to the receiving sewer that serves the site, per Article XI of the Zoning Ordinance. If the existing storm system is inadequate, design and build on-site or off-site improvements to discharge to an adequate outfall, even if post development stormwater flow from the site is less than pre-development flow. Demonstrate that a non-erosive stormwater outfall is present to the satisfaction of the Director of T&ES. (T&ES) *
- C - 2 Comply with the stormwater quality requirements and provide channel and flood protection per the Article XIII of the Zoning Ordinance. Meet the peak flow requirements of the Zoning Ordinance if the development proposes combined uncontrolled and controlled stormwater outfall. If the project site is within the Holmes Run watershed or a known flooding area, provide an additional 10 percent storage of the pre-development flows in the watershed to meet detention requirements. (T&ES) *

- C - 3 Design stormwater facilities that require analysis of pressure hydraulic systems, including but not limited to the design of flow control structures and stormwater flow conveyance systems according to Article XIII of the Zoning Ordinance, § 13-114(F), as signed and sealed by a professional engineer registered in Virginia. Include the adequate outfall, inlet, and hydraulic grade line analyses to the satisfaction of the Director of T&ES. Provide the references and/or sources used to complete these analyses. (T&ES) *
- C - 4 Provide additional improvements to adjust lighting levels if the site does not comply with § 13-1-3 of the City Code, to the satisfaction of the Director of T&ES to comply with the Code. (T&ES) *
- C - 5 The location of customer utility services and installing transmission, distribution, and main lines in the public rights-of-way by any public service company shall be governed by franchise agreement with the City per Title 5, Ch. 3, § 5-3-2 and § 5-3-3, respectively. The transformers, switch gears, and boxes shall be outside of the public right-of-way. (T&ES)
- a. All new customer utility services, extensions of existing customer utility services, and existing overhead customer utility services supplied by any existing overhead facilities must be installed underground below the surface of the ground unless exempted by City Code § 5-3-2, to the satisfaction of the Director of T&ES. *, ****
 - b. Install all new installation or relocation of poles, towers, wires, lines, cables, conduits, pipes, mains, and appurtenances used or intended to transmit or distribute any service (electric current, telephone, telegraph, cable television, traffic control, fire alarm, police communication, gas, water, steam, or petroleum) whether or not on streets, alleys, or other public places of the City must be installed underground or below the surface of bridges and elevated highways unless exempted by City Code § 5-3-3, to the satisfaction of the Director of T&ES. *, ****
- C - 6 Discharge flow from downspouts, foundation drains, and sump pumps to the storm sewer per the requirements of Memorandum to Industry 05-14. Pipe discharges from downspouts and sump pump to the storm sewer outfall, where applicable after treating for water quality per Article XIII of the Zoning Ordinance. (T&ES) *, ****
- C - 7 Provide a total turning radius of 25-feet and show turning movements of standard vehicles in the parking lot per the latest AASHTO vehicular guidance per the requirements of Title 4, Ch. 2, Article B, § 4-2-21, Appendix A, § A 106(6), Figure A 106.1 Minimum Standards for Emergency Vehicle Access to the satisfaction of the Directors of T&ES, Office of Building, and Fire Code Administration. (T&ES) *
- C - 8 Provide storage space for both trash and recycling materials containers as outlined in the City's "Solid Waste and Recyclable Materials Storage Space Guidelines" to the satisfaction of the Director of Transportation & Environmental Services. Show the turning movements of the collection trucks, minimizing the need to reverse to perform trash or recycling collection. The City's storage space guidelines are at: <https://www.alexandriava.gov/ResourceRecovery> or by contacting the City's Resource

Recovery Division at (703) 746-4410 or commercialrecycling@alexandriava.gov. (T&ES) *

- C - 9 Include a note on the Final Site Plan that mandates delivering all solid waste, as defined by the City Charter and Code of the City of Alexandria, to the Covanta Energy Waste Facility located at 5301 Eisenhower Avenue. Stipulate in any future lease or property sales agreement that all tenants and/or property owners shall also comply with this requirement. (T&ES) *
- C - 10 Submit a Recycling Implementation Plan to the Solid Waste Division, as outlined in Article H of Title 5 prior to Final Site Plan release. The form is available at: <https://www.alexandriava.gov/ResourceRecovery> or contact the Resource Recovery Division at (703) 746-4410 or CommercialRecycling@alexandriava.gov. (T&ES) *
- C - 11 Satisfy the City's Minimum Standards for Private Streets and Alleys prior to Final Site Plan Release. (T&ES) *
- C - 12 Post the bond for the public improvements before Final Site Plan release. (T&ES) *
- C - 13 Provide plans and profiles of utilities and roads in public easements and/or public right-of-way for review and approval prior to Final Site Plan release. (T&ES) *
- C - 14 Provide a phased erosion and sediment control plan consistent with the grading and construction plan prior to Final Site Plan release. (T&ES) *
- C - 15 Provide as-built sewer data with the final as-built process per the Memorandum to Industry, dated July 20, 2005, prior to release of the Performance Bond. Prepare initial site survey work and plans using Virginia State Plane (North Zone) coordinates based on NAD 83 and NAVD 88. Reference the control points/benchmarks used to establish these coordinates. (T&ES) *****
- C - 16 Design the thickness of sub-base, base, and wearing course using "California Method" as set forth on page 3-76 of the second edition of a book entitled, "Data Book for Civil Engineers, Volume One, Design" written by Elwyn E. Seelye. Determine the values of California Bearing Ratios used in the design by field and/or laboratory tests. Using an alternate pavement section for Emergency Vehicle Easements to support H-20 loading designed using California Bearing Ratio determined through geotechnical investigation and using VDOT method (Vaswani Method) and standard material specifications is acceptable to the satisfaction of the Director of T&ES. (T&ES) *, *****
- C - 17 Provide all pedestrian, traffic, and wayfinding signage per the Manual of Uniform Traffic Control Devices, latest edition to the satisfaction of the Director of T&ES. (T&ES) *
- C - 18 No overhangs (decks, bays, columns, post, or other obstructions) shall protrude into public rights-of-ways, public easements, and the pedestrian or vehicular travel ways unless otherwise permitted by the City Code or additional City approvals are obtained. (T&ES) *

- C - 19 Design all driveway entrances, curbing, etc. in or abutting public right-of-way per City standards. (T&ES) *
- C - 20 All sanitary laterals and/or sewers not shown in the easements shall be owned and maintained privately. (T&ES)
- C - 21 Comply with the City of Alexandria's Noise Control Code, Title 11, Ch. 5, which sets the maximum permissible noise level as measured at the property line. (T&ES)
- C - 22 Comply with the Alexandria Noise Control Code Title 11, Ch. 5, § 11-5-4(b)(15), which permits construction activities to occur during these hours: (T&ES)
- i. Monday Through Friday from 7 AM to 6 PM
 - ii. Saturdays from 9 AM to 6 PM
 - iii. No construction activities allowed on Sundays and holidays
- a. § 11-5-4(b)(19) further restricts pile driving to these hours:
- i. Monday through Friday from 9 AM to 6 PM
 - ii. Saturdays from 10 AM to 4 PM
 - iii. No pile driving is allowed Sundays and holidays
- b. § 11-5-109 restricts excavating work in the right-of-way to:
- i. Monday through Saturday 7 AM to 5 PM
 - ii. No excavation in the right-of-way allowed on Sundays, New Year's Day, Independence Day, Thanksgiving, and Christmas.
- C - 23 Comply with the stormwater pollutant load reduction, treatment of the Alexandria Water Quality Volume Default, and stormwater quantity management per Article XIII of the Zoning Ordinance. (T&ES) *
- C - 24 Comply with the City of Alexandria, Erosion, and Sediment Control Code, Title 5, Ch. 4. (T&ES) *
- C - 25 Obtain all necessary permits from Virginia Department of Environmental Quality, Environmental Protection Agency, Army Corps of Engineers, and/or Virginia Marine Resources for all project construction and mitigation work prior to Final Site Plan release. This condition includes the state requirement for a state General VPDES Permit for Discharges of Stormwater from Construction Activities (general permit) and associated Stormwater Pollution Prevention Plan for land disturbing activities equal to or greater than one acre. Refer to the Memo to Industry 08-14: <http://alexandriava.gov/tes/info/default.aspx?id=3522>. (T&ES) *
- C - 26 Provide a Stormwater Pollution Prevention Plan (SWPPP) Book with the Final Site Plan. The project's stormwater management (SWM) plan and the erosion and sediment control (E&SC) plan must be approved prior to the SWPPP being deemed approved and processed to receive coverage under the VPDES Construction General Permit. Upon

approval, provide an electronic copy of the SWPPP Book with the Signature Set submission and a copy of the coverage letter must be added to the plan sheet containing the stormwater management calculations. Include an electronic copy of the SWPPP Binder Book in the released site plans and include a hardcopy of the SWPPP Binder Book with the on-site construction drawings. Separate parcel owners must seek separate VPDES Construction General Permit Coverage unless a blanket entity incorporated in Virginia has control of the entire project. (T&ES) *

E. Information Technology

- R - 1. Coordinate with the GIS Division for address assignments at tenant fit out for all first-floor bays with a street-facing door as their primary access. These uses may not use the primary building address for their address. Contact the Addressing Coordinator in the GIS Division (703) 746-3823 for each new tenant to receive the address based on the primary entrance door. (GIS)
- R - 2. Development cases should not use any addresses in their case name as existing site addresses may change during development. (GIS)

F. Fire Department

- C - 1 Show the location of Fire Department Connections (FDC) prior to Final Site Plan release. (P&Z) (Code) *

G. Police Department

- R - 1. Gate off the section of the underground garage dedicated to residents from the retail section. Control access by electronic means. This design helps prevent tampering with resident's vehicles and other crimes.
- R - 2. Provide controlled access for doors in underground garages that have mixed uses and lead to the stairwell. Controlled access must not interfere with the emergency push-bar release located on the inside of the stairwell.
- R - 3. Plant shrubbery that achieves a natural growth height of no more than 2.5 to 3 feet with a maximum height of 3 feet when it matures to avoid obstructing the view of patrolling law enforcement officers.
- R - 4. Equip all ground floor windows with a device or hardware that enables securing them in a partially open position. This design prevents breaking and entering when the windows are open for air.
- R - 5. Install "door-viewers" (commonly known as a peepholes) in all doors on the ground level that lead directly into an apartment to increase security for the occupant.

Asterisks denote:

- * Condition must be fulfilled prior to release of the Final Site Plan

- ** Condition must be fulfilled prior to release of the building permit
- *** Condition must be fulfilled prior to issuance of the Certificate of Occupancy
- **** Condition must be fulfilled prior to release of the bond



APPLICATION

DEVELOPMENT SPECIAL USE PERMIT with SITE PLAN

DSUP # 2022-10015

Project Name: West End Block I (Eye)

PROPERTY LOCATION: 5801 Duke Street

TAX MAP REFERENCE: 047.02-03-11

ZONE: CDD #29

APPLICANT:

Name: Landmark Land Holdings LLC

Address: 12435 Park Potomac Ave. Suite 200 Potomac, MD 20854

PROPERTY OWNER:

Name: Same as Applicant

Address: _____

SUMMARY OF PROPOSAL Mixed use building of 390 units and 90,141 SF of retail

MODIFICATIONS REQUESTED None

SUP'S REQUESTED 1) Per 8-100(A)(8), SUP to exceed maximum parking requirement due to use of existing garage subject to DSP #2022-0018; 2) TMP SUP for Blocks E/G, K and I under separate cover

☒ THE UNDERSIGNED hereby applies for Development Site Plan with Special Use Permit approval in accordance with the provisions of Section 11-400 of the Zoning Ordinance of the City of Alexandria, Virginia.

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

☒ THE UNDERSIGNED also attests that all of the information herein provided and specifically including all surveys, drawings, etc., required of the applicant are true, correct and accurate to the best of his/her knowledge and belief.

Kenneth W. Wire, Esq.

Print Name of Applicant or Agent

700 N. Fairfax Street, Suite 600

Mailing/Street Address

Alexandria, VA

22314

City and State

Zip Code

Signature Kenneth W. Wire

703-677-3129

Telephone #

Fax #

kwire@wiregill.com

Email address

Sept. 27, 2022

Date

DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: _____

Received Plans for Completeness: _____

Fee Paid and Date: _____

Received Plans for Preliminary: _____

ACTION - PLANNING COMMISSION: _____

ACTION - CITY COUNCIL: _____

ALL APPLICANTS MUST COMPLETE THIS FORM.

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

1. The applicant is: (check one)

- ☒ The Owner ☐ Contract Purchaser ☐ Lessee or ☐ Other: _____ of
the subject property.

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

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. 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 5801 Duke Street (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. See Attached		
2.		
3.		

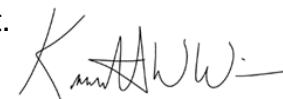
3. Business or Financial Relationships. Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this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

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. See Attached	None	None
2.		
3.		

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

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

Sept. 27, 2022 Kenneth W. Wire, Wire Gill LLP
Date Printed Name



Signature

West End Block I (Eye)
Development Special Use Permit
Disclosure Attachment

Applicant and Owner:

Landmark Land Holdings LLC
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854

The following individuals own more than a 3% interest in the Applicant/Owner entity:

Bryan F. Foulger
Clayton F. Foulger
Brent K. Pratt

Entities with Ownership interest in Applicant and Owner:

- 1) Foulger-Pratt
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854
- 2) Landmark Mall LLC
Landmark Mall LLC is wholly owned by the Howard Research and Development Corporation. The Howard Research and Development Corporation is wholly owned by Howard Hughes Corporation, a publicly traded corporation listed on the New York Stock Exchange.
- 3) Seritage SRC Finance LLC
Seritage SRC Finance LLC is wholly owned by Seritage SRC Mezzanine Finance LLC. Seritage SRC Mezzanine Finance LLC is wholly owned by Seritage Growth Properties, L. P. which is a publicly traded real estate investment trust company traded on the New York Stock Exchange.

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

The Applicant request approval of a Development Special Use Permit to construct a mixed-use building with 390 units and 105,000 SF of retail on the property known as West End Block I ("Eye"). The proposed project is 85 feet tall with first floor retail of approximately 90,141 square feet and a first floor residential lobby. The above grounds floors will provide residential units with open space above the first floor podium.

Both residential and retail parking will be provided within the existing parking garage.

3. How many patrons, clients, pupils and other such users do you expect?
Specify time period (i.e., day, hour, or shift).

Typical of the size of similar mixed use building

4. How many employees, staff and other personnel do you expect?
Specify time period (i.e. day, hour, or shift).

Typical of the size of similar mixed use building

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

Day	Hours	Day	Hours
Resi: 7 days	24 hours		
Retail: set by tenant	business hours		

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

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

Typical for mixed-use building

B. How will the noise from patrons be controlled?

Property Management

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

Typical for mixed-use building

8. Provide information regarding trash and litter generated by the use:
- A. What type of trash and garbage will be generated by the use?
Typical for mixed-use building
- B. How much trash and garbage will be generated by the use?
Typical for mixed-use building
- C. How often will trash be collected?
As needed; a minimum of 1-2 times per week
- D. How will you prevent littering on the property, streets and nearby properties?
Property Management.
9. Will any hazardous materials, as defined by the state or federal government, be handled, stored, or generated on the property?
- ☒ Yes. ☐ No.
- If yes, provide the name, monthly quantity, and specific disposal method below:
Typical retail and residential cleaning supplies.
10. Will any organic compounds (for example: paint, ink, lacquer thinner, or cleaning or degreasing solvent) be handled, stored, or generated on the property?
- ☒ Yes. ☐ No.
- If yes, provide the name, monthly quantity, and specific disposal method below:
Typical retail and residential cleaning and building maintenance supplies.

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

Property management.

ALCOHOL SALES

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

☐ Yes. ☐ No.

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

Potentially by first floor tenants which may include restaurant or cafe.

PARKING AND ACCESS REQUIREMENTS

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

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

764

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

154 Standard spaces

683 Compact spaces

21 Handicapped accessible spaces

 Other

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

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

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

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

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

- A. How many loading spaces are required for the use, per section 8-200 (B) of the zoning ordinance? 5
- B. How many loading spaces are available for the use? 3
- C. Where are off-street loading facilities located? First floor of building
- D. During what hours of the day do you expect loading/unloading operations to occur?
As permitted by noise ordinance; normal business hours
- E. How frequently are loading/unloading operations expected to occur, per day or per week, as appropriate?
As needed for type of retail

15. Is street access to the subject property adequate or are any street improvements, such as a new turning lane, necessary to minimize impacts on traffic flow?
Site access determined as adequate in CDD approval



APPLICATION

SPECIAL USE PERMIT

SPECIAL USE PERMIT # _____

PROPERTY LOCATION: 5801 Duke Street

TAX MAP REFERENCE: 047.02-03-11 **ZONE:** CDD #29

APPLICANT:

Name: Landmark Land Holdings LLC

Address: 12435 Park Potomac Ave. Suite 200, Potomac, MD 20854

PROPOSED USE: TMP SUP for West End Blocks E/G, I and K

- ☒ THE UNDERSIGNED, hereby applies for a Special Use Permit in accordance with the provisions of Article XI, Section 4-11-500 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 staff and Commission Members to visit, inspect, and photograph the building premises, land etc., connected with the application.
- ☒ 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 IV, Section 4-1404(D)(7) 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 Director of Planning and Zoning 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.

Kenneth W. Wire, Wire Gill LLP

Print Name of Applicant or Agent

700 N. Fairfax Street, Suite 600

Mailing/Street Address

Alexandria, VA 22314

City and State

Zip Code

Signature

Sept. 27, 2022

Date

703-677-3129

Telephone #

Fax #

kwire@wiregill.com

Email address

PROPERTY OWNER'S AUTHORIZATION

As the property owner of 5801 Duke Street, I hereby
(Property Address)
grant the applicant authorization to apply for the special use permit use as
(use)
described in this application.

Name: Jay Kelly

Phone: 240-499-9600

Please Print
Address: 12435 Park Potomac Avenue, Potomac, MD 20854

Email: jkelly@foulgerpratt.com

Signature: Jay Kelly
Jay Kelly (Aug 24, 2022 09:54 EDT)

Date: 8/24/2022

1. Floor Plan and Plot Plan. As a part of this application, the applicant is required to submit a floor plan and plot or site plan with the parking layout of the proposed use. The SUP application checklist lists the requirements of the floor and site plans. The Planning Director may waive requirements for plan submission upon receipt of a written request which adequately justifies a waiver.

☒ Required floor plan and plot/site plan attached.

☐ Requesting a waiver. See attached written request.

2. The applicant is the (check one):

☒ Owner

☐ Contract Purchaser

☐ Lessee or

☐ Other: _____ of the subject property.

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

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. 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 5801 Duke Street (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. See attached.		
2.		
3.		

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 required to disclose **any** business or financial relationship, as defined by [Section 11-350 of the Zoning Ordinance](#), existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review. **All fields must be filled out completely. Do not leave blank. (If there are no relationships please indicate 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. See attached.	None	None
2.		
3.		

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

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

Sept. 27, 2022

Date

Kenneth W. Wire, Wire Gill LLP

Printed Name



Signature

West End Block K
Development Special Use Permit
Disclosure Attachment

Applicant and Owner:

Landmark Land Holdings LLC
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854

The following individuals own more than a 3% interest in the Applicant/Owner entity:

Bryan F. Foulger
Clayton F. Foulger
Brent K. Pratt

Entities with Ownership interest in Applicant and Owner:

- 1) Foulger-Pratt
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854
- 2) Landmark Mall LLC
Landmark Mall LLC is wholly owned by the Howard Research and Development Corporation. The Howard Research and Development Corporation is wholly owned by Howard Hughes Corporation, a publicly traded corporation listed on the New York Stock Exchange.
- 3) Seritage SRC Finance LLC
Seritage SRC Finance LLC is wholly owned by Seritage SRC Mezzanine Finance LLC. Seritage SRC Mezzanine Finance LLC is wholly owned by Seritage Growth Properties, L. P. which is a publicly traded real estate investment trust company traded on the New York Stock Exchange.

USE CHARACTERISTICS

4. The proposed special use permit request is for (*check one*):

- ☐ a new use requiring a special use permit,
☐ an expansion or change to an existing use without a special use permit,
☐ an expansion or change to an existing use with a special use permit,
☒ other. Please describe: TMP SUP for DSUPs under separate cover

5. Please describe the capacity of the proposed use:

A. How many patrons, clients, pupils and other such users do you expect?
Specify time period (i.e., day, hour, or shift).

For uses as specified in the attached TMP

B. How many employees, staff and other personnel do you expect?
Specify time period (i.e., day, hour, or shift).

Employees and staff to support uses as specified in the attached TMP

6. Please describe the proposed hours and days of operation of the proposed use:

Day:
7 days per week

Hours:
24 hours per day

7. Please describe any potential noise emanating from the proposed use.

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

Noise typical of uses specified in the attached TMP

B. How will the noise be controlled?

Property management and City of Alexandria Noise Ordinance

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

No odors anticipated. Any future restaurants will use proper ventilation systems.

9. Please provide information regarding trash and litter generated by the use.

- A. What type of trash and garbage will be generated by the use? (i.e. office paper, food wrappers)

Typical per use as specified in the attached TMP

- B. How much trash and garbage will be generated by the use? (i.e. # of bags or pounds per day or per week)

Amount typical per use as specified in the attached TMP

- C. How often will trash be collected?

At minimum, one to two times per week

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

Property management

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

[] Yes.

[✓] No.

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

- 11.** Will any organic compounds, for example paint, ink, lacquer thinner, or cleaning or degreasing solvent, be handled, stored, or generated on the property?

☒ Yes. ☐ No.

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

Cleaning and building maintenance supplies will be stored on the property

- 12.** What methods are proposed to ensure the safety of nearby residents, employees and patrons?
Property management

ALCOHOL SALES

- 13.** A. Will the proposed use include the sale of beer, wine, or mixed drinks?

☐ Yes ☐ No

If yes, describe existing (if applicable) and proposed alcohol sales below, including if the ABC license will include on-premises and/or off-premises sales.

N/A

PARKING AND ACCESS REQUIREMENTS

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

See DSUP Standard spaces
_____ Compact spaces
_____ Handicapped accessible spaces.
_____ Other.

<p>Planning and Zoning Staff Only</p> <p>Required number of spaces for use per Zoning Ordinance Section 8-200A _____</p> <p>Does the application meet the requirement? [] Yes [] No</p>

- B. Where is required parking located? (*check one*)

[] on-site *Please see DSUPs*
[] off-site

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

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

- C. If a reduction in the required parking is requested, pursuant to Section 8-100 (A) (4) or (5) of the Zoning Ordinance, complete the PARKING REDUCTION SUPPLEMENTAL APPLICATION.

[] **Parking reduction requested; see attached supplemental form**

15. Please provide information regarding loading and unloading facilities for the use:

- A. How many loading spaces are available for the use? See DSUPs

<p>Planning and Zoning Staff Only</p> <p>Required number of loading spaces for use per Zoning Ordinance Section 8-200 _____</p> <p>Does the application meet the requirement? [] Yes [] No</p>
--

- B. Where are off-street loading facilities located? Within the building
- C. During what hours of the day do you expect loading/unloading operations to occur?
During normal business hours
- D. How frequently are loading/unloading operations expected to occur, per day or per week, as appropriate?
Typical per uses as specified in the attached TMP

- 16.** Is street access to the subject property adequate or are any street improvements, such as a new turning lane, necessary to minimize impacts on traffic flow?

Street access to property was approved pursuant to CDD #29

SITE CHARACTERISTICS

- 17.** Will the proposed uses be located in an existing building? ☐ Yes ☒ No
- Do you propose to construct an addition to the building? ☐ Yes ☒ No
- How large will the addition be? _____ square feet.

- 18.** What will the total area occupied by the proposed use be? *Please see DSUPs*
- _____ sq. ft. (existing) + _____ sq. ft. (addition if any) = _____ sq. ft. (total)

- 19.** The proposed use is located in: *(check one)*
- ☐ a stand alone building
- ☐ a house located in a residential zone
- ☐ a warehouse
- ☐ a shopping center. Please provide name of the center: _____
- ☐ an office building. Please provide name of the building: _____
- ☒ other. Please describe: See uses specified in attached TMP

End of Application



Department of Planning & Zoning

Special Use Permit Application Checklist

Supplemental application for the following uses:

- ☐ Automobile Oriented
- ☐ Parking Reduction
- ☐ Signs
- ☐ Substandard Lot
- ☐ Lot modifications requested with SUP use

Interior Floor Plan

- ☐ Include labels to indicate the use of the space (doors, windows, seats, tables, counters, equipment)

If Applicable

- ☐ Plan for outdoor uses

Contextual site image

- ☐ Show subject site, on-site parking area, surrounding buildings, cross streets

TECHNICAL MEMORANDUM

To: Jay Kelly
Margaret Kimball
Judd Ullom
Rudy Knott
Foulger-Pratt

Cc: Ken Wire
Megan Rappolt
Wire Gill LLP

From: Maria Ponton
Felice Brychta, PE
Robert Schiesel, PE

Date: August 24, 2022

Subject: WestEnd Alexandria – Transportation Management Plan

Introduction

This memorandum describes a general Transportation Management Plan (TMP) for WestEnd Alexandria (formerly known as Landmark Mall Site). The TMP incorporates Transportation Demand Management (TDM) strategies that are intended to enhance the use of transportation alternatives and reduce the amount of vehicular traffic generated by the site.

The site is located in the City of Alexandria's West End and constitutes the Landmark neighborhood. The site is bounded by the Henry G. Shirley Memorial Highway (I-395) to the north and west, Duke Street to the south, and N Van Dorn Street to the east. Regional access to the site is provided via I-395, the principal arterial Duke Street, and the minor arterials Van Dorn Street, Beauregard Street, and Edsall Road. The site is located approximately 1.5 miles from the Van Dorn Street Metrorail station which serves the Blue Line.

The site previously consisted of a largely vacant shopping center. The proposed project will replace the existing use with a mixed-use development with up to 4,200,000 square feet of which at least 20 percent will be non-residential uses. The site will consist of office, retail, medical, hotel, and residential uses.

WestEnd Alexandria TMP Goals

The TMP for the WestEnd Alexandria development will seek to achieve the following goals:

1. Maximize transportation alternatives;
2. Utilize transportation facilities efficiently;
3. Encourage modes of transportation that focus on moving people, not vehicles;
4. Encourage carpooling for trips generated by the development;
5. Utilize public transportation efficiently, through optimized frequencies, routing, connections, and technologies;
6. Implement improved communication and dissemination of transit information to enable people to make the most efficient use of the transportation system;
7. Encourage innovative technologies;

8. Encourage group riding and shared parking arrangements through parking management plans; and
9. Reduce vehicle-generated air pollution.

Components of a General TDM Plan

The guidelines contained in this section provide the components that could be incorporated into the TDM plan for the WestEnd Alexandria development. A TDM plan has components that should be specifically tailored to accommodate the particular needs of a site. Once implemented, the strategies provided as part of the TMP are generally monitored and adjusted as needed to continually create opportunities to reduce the amount of vehicular traffic generated by the site.

The four (4) major components of a TDM plan are as follows:

1. *Participation and Funding*: This component consists of strategies to promote and encourage residents, employees, and patrons of the site to use transportation alternatives, including the provision of monetary funds to support these strategies.
2. *Facilities and Improvements*: This component consists of strategies that incorporate multimodal transportation planning into the design and construction of the site.
3. *Promotion, Services, and Policies*: This component consists of communication-based strategies and targeted marketing efforts to keep residents, employees, and patrons of the site aware of transportation alternatives.
4. *Performance and Monitoring*: This component consists of regularly conducted surveys and data collection efforts to determine commuting patterns, mode splits, average commute distance, travel times, and other important metrics of success.

The framework of the Transportation Management Plan for WestEnd Alexandria is presented below.

1. A Transportation Management Plan Coordinator (TMPC) will be designated for the Landmark/WestEnd site.
2. The TMPC will oversee the implementation of various TDM tools and practices.
3. Every year, the TMPC will submit an Annual Report that details the activities carried out during the year and indicates what activities are planned for the coming year.
4. The TMPC will adjust the TDM elements employed on site based on the results of the Annual Report.
5. Twice a year, the TMPC will submit a report of the TMP financial contributions and expenses made by the property to support TDM activities on site.

Details on the TMPC's role, the performance and monitoring plan, and potential TDM elements are listed below.

WestEnd Alexandria Transportation Management Plan

Based on the four (4) major TDM components, the following strategies may be implemented by the uses of the WestEnd Alexandria development, as part of a targeted TDM plan:

Participation and Funding

TMP Coordinators

TMP activities within the WestEnd Alexandria development may be coordinated by a single TMP Coordinator (TMPC) for the project. TMPCs for the individual projects or buildings within the site are encouraged, but the activities of these sub-area

coordinators are to be overseen by the TMPC for the project. TMPCs will develop, implement, and monitor the elements of the TDM Plan. The responsibilities for the TMPC may include but are not limited to the following:

- Answer resident, employee, and patron questions about all aspects of the TDM program;
- Coordinate with other TDM providers including GO Alex (www.alexandriava.gov/GOAlex), and MWCOG (www.mwco.org/transportation/programs/) to avoid duplication of services and obtain support for program implementation;
- Work with leasing staff to train them on TDM programs and information so they can provide appropriate transportation information to tenants as they move in;
- Prepare and submit the semi-annual TMP Fund Report, and the Annual Report to the City of Alexandria Transportation and Environmental Services Department (T&ES);
- Conduct an annual survey of tenants to evaluate the effectiveness of the TDM Plan in meeting the TDM Goals and to evaluate the need for changes to the TDM Plan; and

Contribution to TMP Fund

Annual contributions will be made to the TMP fund as determined through the DSUP for each block. The TMP fund may be used for approved TMP activities including, but not limited to, the following:

- Discounting the cost of transit fare media for residents/employees of the site;
- Marketing and promotional materials to promote the TMP;
- Subsidizing the cost of carpool/vanpool spaces; and/or
- Installation of bike racks and lockers.

Facilities and Improvements

Enhanced Pedestrian Connections and Facilities

Traffic calming measures such as curb bump-outs and raised crossings will be installed throughout the site in order to create a network of sidewalks and/or pedestrian pathways that will provide access and connections to and between the primary entrances to each building on-site and the planned transit hub and bus stops.

Enhanced Bicycle Connections and Facilities

Short- and long-term bicycle parking will be provided in quantities sufficient to meet demand of each use within the site. Personal amenities such as lockers and showers will also be included for use of bicycle commuters. Protected bicycle lanes and/or shared-use paths will be constructed throughout the site to improve bicycle connectivity and enhance bicyclist safety and comfort. In addition, two (2) Capital Bikeshare stations will be installed on-site.

Transit Infrastructure

A transit hub will be constructed within the boundaries of the site. The hub will include six (6) bus stops, including two (2) stops that will accommodate articulated buses. A site for the City to locate and furnish an on-site Transit Store will be accommodated adjacent to the transit hub.

Promotion, Services, and Policies

Alternative Transportation Subsidies

Temporary transportation subsidies have proven successful in encouraging people who normally drive alone to try and subsequently continue to use alternative modes of transportation. Preloaded SmarTrip cards, Capital Bikeshare memberships, or carshare memberships may be offered to new residents and tenants that normally drive alone on a one-time basis at move in. Additionally, discounted bus and rail fare media may be sold on-site to employees and residents of the project.

Pre-Tax Metrorail, Vanpool, and Bicycle Benefit Programs

Employers can offer a federal tax break to employees who use transit, commute by vanpool, pay for commuter parking, or bike to work. Employees can pay for commuting by transit, vanpools, or bicycling with tax-free dollars. Employers can allow them to use their pretax salary up to the federal monthly cap to pay for their commute. The commuter tax benefit program can be a significant incentive to use transit. The TMPC may work directly with management to encourage them to offer this benefit to their employees.

Live/Work/Play Marketing and Incentives

A live/work/play marketing program may be implemented to encourage tenants to work, shop, and eat within the site. The TMPC may also seek discounts or coupons from local retail and service establishments and distribute those items to tenants to encourage them to shop locally. This marketing encourages tenants to shop at, eat at, and visit businesses that are within walking distance of their homes or accessible via transit.

Special Transportation Events

The TMPC may host events or encourage resident and employee participation in events that support alternative transportation like Earth Day, National Bike-to-Work Day, Try Transit Week, Dump the Pump, and International Car-Free Day.

Program Branding

An initial step in the promotion of the TDM program is the development of a program brand. The brand should be used on TDM program marketing materials, which may include newsletters, the website, print ads, and flyers. The brand should create a single point of reference for tenants, visitors, and employees who will access the site daily.

Website

The WestEnd Alexandria development may provide a website that contains information on multimodal transportation, real time travel and transit data, the possibility of online transit pass sales or value loading, and connections to supporting links.

Individualized Marketing

Individual marketing takes the principles of social marketing and customizes them to transportation and individual travelers. The approach includes delivering target customized information, training marketing staff, and providing incentives to people who are open to changing the way they travel. Individual marketing campaigns can serve as an umbrella strategy that incorporates existing transportation incentives, ride matching services, bicycle programs, and outreach events.

Promote Transit Information

Information regarding rail, bus, ridesharing, and other transit options may be included in tenant move-in packages. Metrorail maps, schedules and forms, ridesharing, and other relevant transit option information may be available to tenants in common areas such as the lobby or building management office.

WMATA and DASH also offer real-time transit information through their website and smart phone applications that allow travelers to access real-time schedule information. Real-time transit information has been found to decrease perceived wait times and increase rider satisfaction with transit systems.

Carshare Programs

The WestEnd Alexandria development may implement parking management strategies that provide incentives for high-occupancy vehicle (HOV) use as follows:

- Reserved carpool/vanpool spaces conveniently located near the building elevators;
- Registered vanpools provided with free parking;
- Carpools of three (3) or more occupants, also registered, to receive a parking subsidy; and

- Monthly parking rates for single occupant vehicles to be consistent with comparable developments located in the vicinity of the site.

Alternative and Flexible Work Arrangements

Designated centers may be made available for use by residents, equipped with high-capacity data and network connections to provide a reliable teleworking location and encourage residents to work from home. In addition, employers may offer flexible work hours to encourage employees who drive to work to do so outside the peak commuting hours.

Performance and Monitoring

Annual Report and Semi-Annual TMP Fund Report

The TMPC will submit an Annual Report to the City. The report will detail the activities carried out during the year and will indicate what activities are planned for the coming year.

The TMPC will also record the TMP financial contributions and expenses made by the property to support TDM activities on site for a six-month period.

Annual Survey

Annual surveys may be conducted by the TMPC and may include, but are not limited to, the following items:

- A description of the TDM strategies in effect for the survey period and a description of how such measures have been implemented;
- The number of people surveyed and the number of people who responded;
- The results of the surveys taken during the survey period;
- The number of tenants participating in the TDM programs, displayed by category and mode of use; and
- An evaluation of the effectiveness of the TDM program elements in place, including their effectiveness at achieving the TDM goals, and, if necessary, proposed modifications and how they will be implemented.

If a survey reveals that changes to the TDM Plan are needed or advisable, the TMPC shall coordinate such changes with the City and implement the revisions.



APPLICATION

SUBDIVISION OF PROPERTY

SUB # _____

PROPERTY LOCATION: Blocks K and I, West End

TAX MAP REFERENCE: 047.02-03-11

ZONE: CDD #29

APPLICANT:

Name: Landmark Land Holdings LLC

Address: 12435 Park Potomac Ave. Suite 200 Potomac, MD 20854

PROPERTY OWNER:

Name: Same as Applicant

Address: _____

SUBDIVISION DESCRIPTION

Minor adjustments to Subdivision 2022-00005. Please see enclosed subdivision sheets included in Block K (DSUP #2022-10016) and Block I (DSUP #2022-10015) plan submissions.

- ☒ THE UNDERSIGNED, hereby applies for Subdivision in accordance with the provisions of Section 11-1700 of the Zoning Ordinance of the City of Alexandria, Virginia.
- ☒ **THE UNDERSIGNED**, having obtained permission from the property owner, hereby grants permission to the City of Alexandria staff and Commission Members to visit, inspect, and photograph the building premises, land etc., connected with the application.
- ☒ **THE UNDERSIGNED**, having obtained permission from the property owner, hereby grants permission to the City of Alexandria to post placard notice on the property for which this application is requested, pursuant to Article XI, Section 11-301 (B) of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.
- ☒ **THE UNDERSIGNED**, also attests that all of the information herein provided and specifically including all surveys, drawings, etc., required of the applicant are true, correct and accurate to the best of his/her knowledge and belief.

Kenneth W. Wire, Wire Gill LLP

Print Name of Applicant or Agent

700 N. Fairfax Suite 600

Mailing/Street Address

Alexandria, VA

City and State

22314

Zip Code

Signature

703-677-3129

Telephone #

Fax #

kwire@wiregill.com

Email address

Sept. 27, 2022

Date

ALL APPLICANTS MUST COMPLETE THIS FORM.

The applicant is: *(check one)*

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

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

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. 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 5801 Duke Street (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. See Attached.		
2.		
3.		

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 required to disclose **any** business or financial relationship, as defined by [Section 11-350 of the Zoning Ordinance](#), existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review. **All fields must be filled out completely. Do not leave blank. (If there are no relationships please indicate 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. See Attached.	None	None
2.		
3.		

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

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

Sept. 27, 2022

Date

Kenneth W. Wire, Wire Gill LLP

Printed Name



Signature

West End Block K
Development Special Use Permit
Disclosure Attachment

Applicant and Owner:

Landmark Land Holdings LLC
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854

The following individuals own more than a 3% interest in the Applicant/Owner entity:

Bryan F. Foulger
Clayton F. Foulger
Brent K. Pratt

Entities with Ownership interest in Applicant and Owner:

- 1) Foulger-Pratt
12435 Park Potomac Ave.
Suite 200
Potomac, MD 20854
- 2) Landmark Mall LLC
Landmark Mall LLC is wholly owned by the Howard Research and Development Corporation. The Howard Research and Development Corporation is wholly owned by Howard Hughes Corporation, a publicly traded corporation listed on the New York Stock Exchange.
- 3) Seritage SRC Finance LLC
Seritage SRC Finance LLC is wholly owned by Seritage SRC Mezzanine Finance LLC. Seritage SRC Mezzanine Finance LLC is wholly owned by Seritage Growth Properties, L. P. which is a publicly traded real estate investment trust company traded on the New York Stock Exchange.

WAIVER OF RIGHT TO AUTOMATIC APPROVAL

SUBMITTED TO
THE DEPARTMENT OF PLANNING & ZONING
CITY OF ALEXANDRIA, VIRGINIA

PROJECT NAME: West End (Landmark Mall), Blocks K and I

PROJECT ADDRESS: 5810 Duke Street

DESCRIPTION OF REQUEST:

Minor adjustments to Subdivision 2022-00005. Please see enclosed subdivision sheets included in Block K (DSUP #2022-10016) and Block I (DSUP #2022-10015) plan submissions.


THE UNDERSIGNED, hereby waives the right to the 45 day automatic approval provision of Section 11-1708 (B)(2) of the Zoning Ordinance of the City of Alexandria, Virginia, for the application stated above.

Date: **Sept. 27, 2022**

☐ Applicant

☒ Agent

Signature: _____



Printed Name: Kenneth W. Wire, Wire Gill LLP

NOTES

1. THE PROPERTIES DELINEATED ON THIS PLAT HAVE CITY OF ALEXANDRIA TAX MAP NUMBERS OF _____ (ZONED CDD #29), _____ (ZONED CDD #29), AND _____ (ZONED CDD #29).
2. OWNER:
LANDMARK LAND HOLDINGS L.L.C.
12435 PARK POTOMAC AVENUE, SUITE 200
POTOMAC, MD 20854
3. BOUNDARY INFORMATION SHOWN HEREON WAS DERIVED FROM EXISTING LAND RECORDS AND FIELD VERIFICATION. THE PLAT PREPARER WAS NOT PROVIDED WITH A CURRENT TITLE REPORT AND, AS SUCH, THIS PLAT MAY NOT INDICATE ALL EASEMENTS AND/OR ENCUMBRANCES WHICH MAY EXIST ON THE SUBJECT PROPERTIES.
4. THERE ARE NO KNOWN AREAS OF THIS SITE THAT CAN BE REASONABLY EXPECTED TO OR WHICH DO CONTAIN SOILS OR MATERIALS CONTAMINATED WITH, BUT NOT LIMITED TO, HEAVY METALS, PETROLEUM PRODUCTS, PCB'S, PESTICIDES, FLYASH, OR OTHER TOXIC OR HAZARDOUS MATERIALS.
5. THERE ARE NO KNOWN UNDERGROUND STORAGE TANKS ON THIS SITE.

AREA TABULATION

BEGINNING AREA TAX MAP _____ (LOT 704)	90,689 SF OR 2.0819 ACRES
+AREA FROM LOT 708	8,275 SF OR 0.1900 ACRES
ENDING AREA TAX MAP _____ (LOT 804)	98,964 SF OR 2.2719 ACRES

BEGINNING AREA TAX MAP _____ (LOT 707)	130,369 SF OR 2.9929 ACRES
-AREA TO LOT 708	9,387 SF OR 0.2155 ACRES
+AREA FROM LOT 708	1,190 SF OR 0.0273 ACRES

ENDING AREA TAX MAP _____ (LOT 807)	122,172 SF OR 2.8047 ACRES
-------------------------------------	----------------------------

BEGINNING AREA TAX MAP _____ (LOT 708)	966,474 SF OR 22.1871 ACRES
-AREA TO LOT 707	1,190 SF OR 0.0273 ACRES
+AREA FROM LOT 707	9,387 SF OR 0.2155 ACRES
-AREA TO LOT 704	8,275 SF OR 0.1900 ACRES

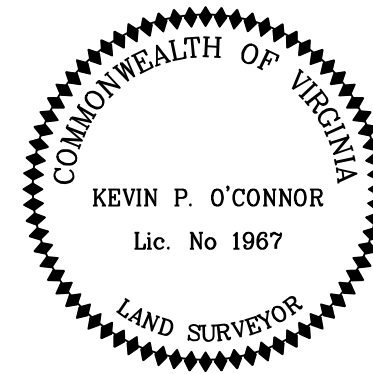
ENDING AREA TAX MAP _____ (LOT 808)	966,396 SF OR 22.1853 ACRES
-------------------------------------	-----------------------------

SURVEYOR'S CERTIFICATE

I, KEVIN P O'CONNOR, A DULY LICENSED LAND SURVEYOR IN THE COMMONWEALTH OF VIRGINIA, DO HEREBY CERTIFY THAT THIS IS A PLAT SHOWING RESUBDIVISION OF THE PROPERTY OF LANDMARK LAND HOLDINGS L.L.C., AS RECORDED IN INSTRUMENT _____, AMONG THE LAND RECORDS OF THE CITY OF ALEXANDRIA, VIRGINIA.

I FURTHER CERTIFY THIS PROPERTY IS WITHIN THE BOUNDS OF THE ORIGINAL TRACT AND THAT THE BEARINGS ARE CALCULATED TO VIRGINIA STATE GRID NORTH. GIVEN UNDER MY HAND THIS 18th DAY OF JULY, 2022.

_____ KEVIN P. O'CONNOR	_____ LS #1967	_____ 8/16/22 DATE
----------------------------	-------------------	--------------------------



OWNERS CONSENT AND DEDICATION

THE PLATTING OR DEDICATION OF THE LAND AND EASEMENTS SHOWN HEREON, AND AS DESCRIBED IN THE SURVEYORS CERTIFICATE IS DONE WITH FREE WILL AND CONSENT OF OWNER(S).

LANDMARK LAND HOLDINGS, LLC

BY: _____

NAME: _____

TITLE: _____

NOTARY'S CERTIFICATE

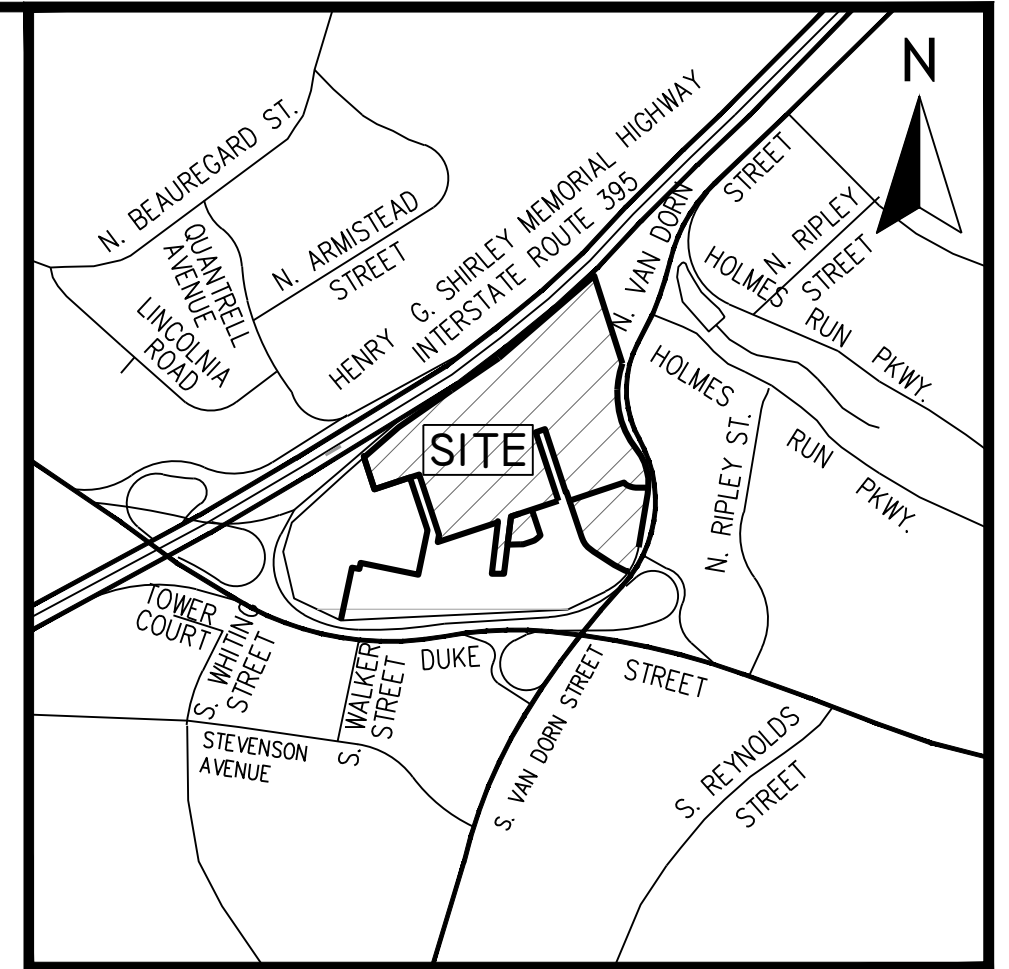
CITY/COUNTY OF _____ COMMONWEALTH OF VIRGINIA

I, THE UNDERSIGNED NOTARY PUBLIC DO HEREBY CERTIFY THAT

WHOSE NAME(S) IS SIGNED TO THE FOREGOING OWNERS CONSENT APPEARED
AND ACKNOWLEDGED THE SAME BEFORE ME THIS _____ DAY OF _____

_____ NOTARY PUBLIC	_____ REGISTRATION NO.
------------------------	---------------------------

MY COMMISSION EXPIRES:



VICINITY MAP

SCALE: 1" = 2000'

SEE SHEET 3 FOR LINE DATA
SEE SHEET 4 FOR CURVE DATA

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APPROVED

SPECIAL USE PERMIT NO. _____

DEPARTMENT OF PLANNING & ZONING

_____ DIRECTOR	_____ DATE
-------------------	---------------

DEPARTMENT OF TRANSPORTATION & ENVIRONMENTAL SERVICES

SITE PLAN NO. _____

_____ DIRECTOR	_____ DATE
-------------------	---------------

_____ CHAIRMAN, PLANNING COMMISSION	_____ DATE
--	---------------

DATE RECORDED _____

_____ INSTRUMENT NO.	_____ DEED BOOK NO.	_____ PAGE NO.
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PLAT SHOWING
LOTS 804, 807, AND 808
3RD SUBDIVISION OF
LANDMARK MALL REDEVELOPMENT

BEING A SUBDIVISION OF
LOTS 704, 707, AND 708
2ND SUBDIVISION OF
LANDMARK MALL REDEVELOPMENT
INSTRUMENT _____

CITY OF ALEXANDRIA, VIRGINIA

SCALE: N/A DATE: JULY 18, 2022



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R.P. #2022-080

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DIRECTOR

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SITE PLAN NO. _____

DIRECTOR

DATE

CHAIRMAN, PLANNING COMMISSION

DATE

DATE RECORDED _____

INSTRUMENT NO.

DEED BOOK NO.

PAGE NO.

EASEMENT LEGEND

I/E-1	EX. INGRESS/EGRESS & OVERHEAD RAMP EASEMENT DB. 684 PG. 462
SAN-1	EX. SANITARY SEWER EASEMENT DB. 1234 PG. 1371
SAN-2	APPROXIMATE LOCATION EX. SANITARY SEWER EASEMENT DB. 1291 PG. 1319
EVE-1	EX. EMERGENCY VEHICLE ACCESS EASEMENT DB. 1234 PG. 1371
VEPCO-1	APPROXIMATE LOCATION OF EX. VEPCO EASEMENT DB. 622 PG. 511
VEPCO-2	APPROXIMATE LOCATION OF EX. VEPCO EASEMENT DB. 622 PG. 516
VEPCO-3	APPROXIMATE LOCATION OF EX. VEPCO EASEMENT DB. 632 PG. 261
VEPCO-4	APPROXIMATE LOCATION OF EX. VEPCO EASEMENT DB. 635 PG. 382
VEPCO-5	APPROXIMATE LOCATION OF EX. VEPCO EASEMENT DB. 645 PG. 86
VEPCO-6	EX. VEPCO EASEMENT DB. 1240 PG. 1768
VEPCO-7	EX. VEPCO EASEMENT DB. 1315 PG. 109
VEPCO-8	EX. VEPCO EASEMENT DB. 1315 PG. 113
VEPCO-9	EX. VEPCO EASEMENT DB. 1350 PG. .806
VEPCO-10	EX. VEPCO EASEMENT DB. 1352 PG. 479
WGLC-1	EX. WASHINGTON GAS LIGHT COMPANY EASEMENT DB. 1249 PG. 1964
WGLC-2	EX. WASHINGTON GAS LIGHT COMPANY EASEMENT DB. 820 PG. 431, DB. 1240 PG. 1744
WGLC-3	EX. WASHINGTON GAS LIGHT COMPANY EASEMENT DB. 1240 PG. 1788, DB. 1240 PG. 1768
WATER-1	EX. WATER EASEMENT DB. 1310 PG. 1633
FLY-1	APPROXIMATE LOCATION VARIABLE WIDTH FLYOVER EASEMENT DB. 684 PG. 462, DB. 1325 PG. 1545

LINETYPE LEGEND

---	PROPERTY LINE
---	EXISTING PROPERTY LINE HEREBY VACATED
---	EXISTING BUILDING
---	EXISTING SANITARY SEWER EASEMENT
---	EXISTING WATER EASEMENT
---	EXISTING VEPCO EASEMENT
---	EXISTING WASHINGTON GAS LIGHT COMPANY EASEMENT
---	EXISTING EMERGENCY VEHICLE ACCESS EASEMENT
---	EXISTING FLYOVER EASEMENT
---	EXISTING ACCESS, LIGHT & AIR EASEMENT
---	EXISTING INGRESS/EGRESS & OVERHEAD RAMP EASEMENT
---	GAS LINE
---	WATER LINE
---	OVERHEAD UTILITY
---	SANITARY SEWER LINE
---	STORM DRAIN

SYMBOL LEGEND

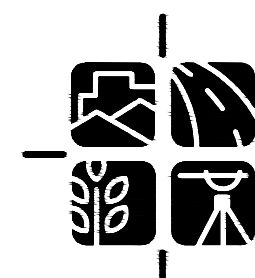
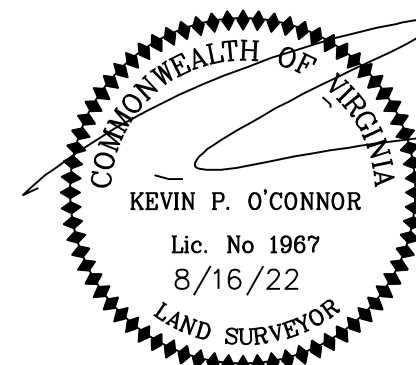
IPF	IRON PIPE FOUND
CMF	CONCRETE MARKER FOUND
○	IRON PIPE 'TO BE SET'
*	AREA DEDICATED TO PUBLIC USE
INSTR.	INSTR. _____
**	OLD PROPERTY LINE
---	HEREBY VACATED

PLAT SHOWING LOTS 804, 807, AND 808 3RD SUBDIVISION OF LANDMARK MALL REDEVELOPMENT

BEING A SUBDIVISION OF
LOTS 704, 707, AND 708
2ND SUBDIVISION OF
LANDMARK MALL REDEVELOPMENT
INSTRUMENT _____

CITY OF ALEXANDRIA, VIRGINIA

SCALE: 1" = 100' DATE: JULY 18, 2022

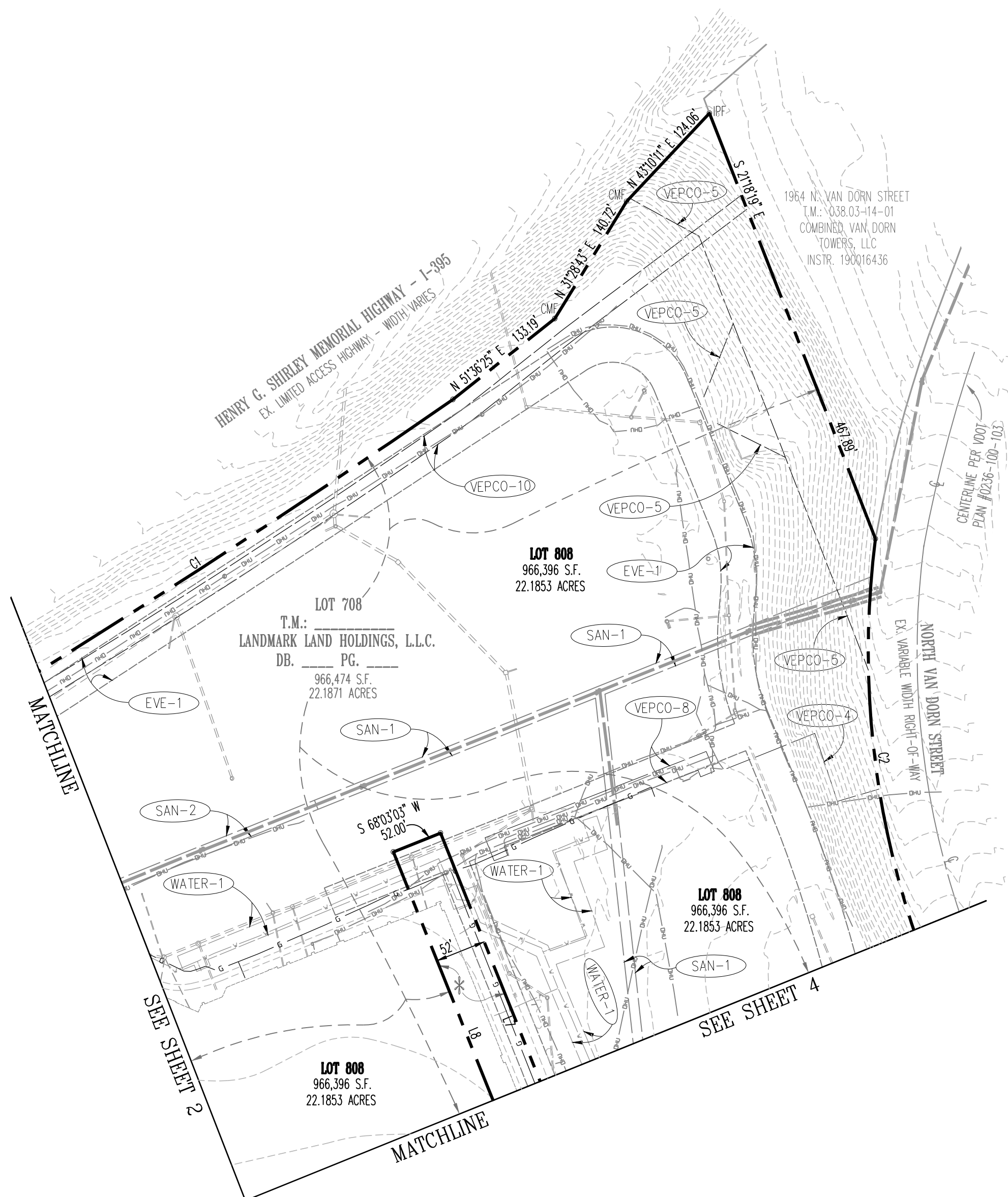


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SHEET 2 OF 4

R.P. #2022-080



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SPECIAL USE PERMIT NO. _____

DEPARTMENT OF PLANNING & ZONING

DIRECTOR

DATE

DEPARTMENT OF TRANSPORTATION & ENVIRONMENTAL SERVICES
SITE PLAN NO. _____

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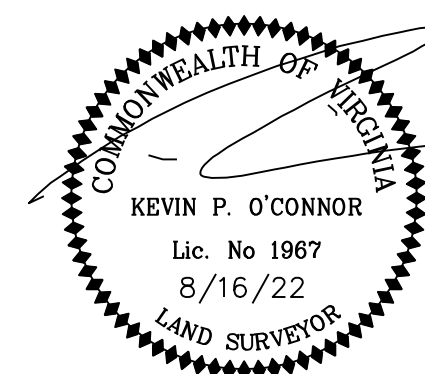
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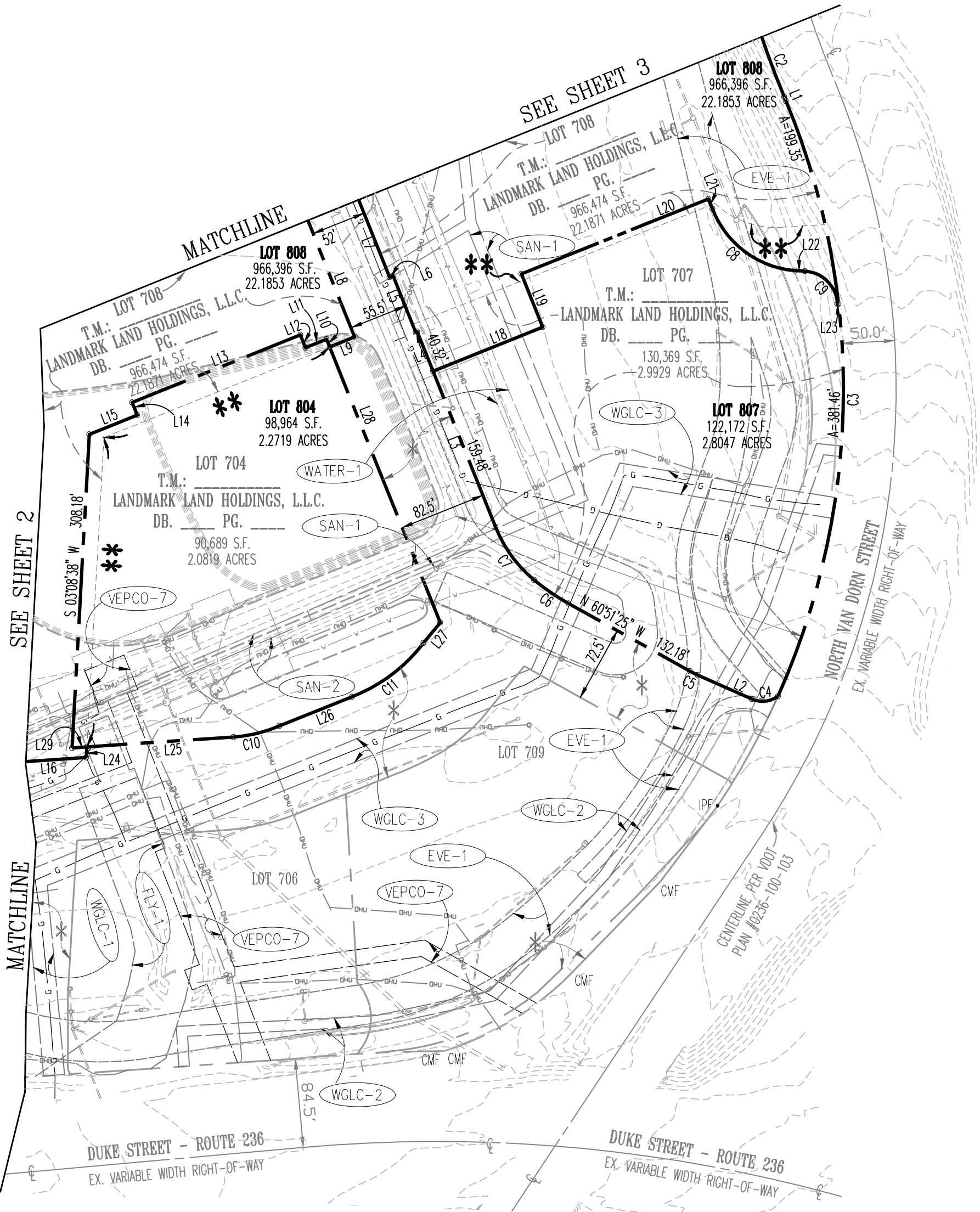
R.P. #2022-080

CURVE DATA

CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE	TANGENT
C1	10000.00'	622.78'	622.68'	N 57°02'00" E	3°34'05.78"	311.49'
C2	898.89'	468.83'	463.54'	S 07°34'42" E	29°53'01.06"	239.88'
C3	714.22'	580.81'	564.94'	S 00°46'38" W	46°35'37.36"	307.55'
C4	25.00'	26.11'	24.94'	S 83°58'13" W	59°50'50.72"	14.39'
C5	79.27'	8.16'	8.16'	N 63°14'43" W	5°53'50.64"	4.08'
C6	215.00'	39.53'	39.47'	N 55°35'26" W	10°32'03.39"	19.82'
C7	126.00'	62.65'	62.01'	N 36°04'46" W	28°29'15.82"	31.99'
C8	91.84'	99.24'	94.48'	S 54°24'45" E	61°54'37.30"	55.09'
C9	32.50'	47.96'	43.73'	N 44°41'22" W	84°33'24.13"	29.55'
C10	130.00'	45.02'	44.80'	N 76°13'23" E	19°50'30.50"	22.74'
C11	155.74'	86.18'	85.09'	N 53°04'50" E	31°42'20.94"	44.23'

LINE DATA

LINE	BEARING	DISTANCE
L1	S 22°31'14" E	4.34'
L2	N 66°06'21" W	56.15'
L3	N 21°51'22" W	199.80'
L4	S 68°20'06" W	1.50'
L5	N 21°51'22" W	57.91'
L6	S 68°08'38" W	3.50'
L7	N 21°51'22" W	354.50'
L8	S 21°51'22" E	394.84'
L9	S 68°08'43" W	25.50'
L10	N 21°51'22" W	8.00'
L11	S 68°08'38" W	21.54'
L12	N 21°51'22" W	13.00'
L13	S 68°08'38" W	172.00'
L14	S 21°51'22" E	13.00'
L15	S 68°08'38" W	49.06'
L16	S 86°08'38" W	80.60'
L17	N 08°08'38" E	40.12'
L18	S 68°07'48" W	112.16'
L19	S 21°52'19" E	54.50'
L20	S 68°07'48" W	191.22'
L21	S 22°38'53" E	10.12'
L22	S 86°58'04" E	9.48'
L23	N 85°08'59" E	1.07'
L24	N 03°08'38" E	10.08'
L25	N 86°08'38" E	139.47'
L26	N 68°11'25" E	74.00'
L27	N 39°24'02" E	25.09'
L28	N 21°51'22" W	281.81'
L29	N 86°08'38" E	14.11'



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DIRECTOR

DATE

DEPARTMENT OF TRANSPORTATION & ENVIRONMENTAL SERVICES
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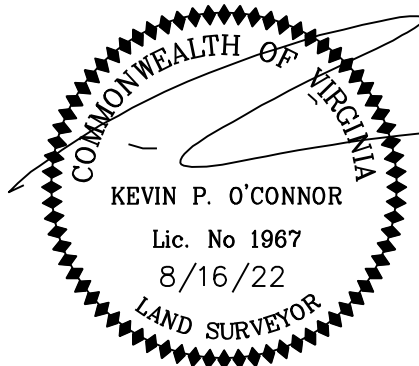
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TECHNICAL MEMORANDUM

To: Jay Kelly
Margaret Kimball
Judd Ullom

From: Michael King
Maria Ponton
Felice Brychta, P.E.
Rob Schiesel, P.E.

Date: September 22, 2022

Subject: Landmark Mall Redevelopment – Block I – Parking Management Plan

Introduction

This memorandum describes the parking allocation and management of parking facilities associated with Block I of the Landmark Mall redevelopment located in Alexandria, Virginia. The overall site is bounded by the Henry G. Shirley Memorial Highway (I-395) to the north and west, Duke Street to the south, and N Van Dorn Street to the east. Within the site, Block I is bounded by the existing parking facility to the north, Block R to the south, Public Road 5 to the west, and Private Road 7 to the east.

The Landmark Mall redevelopment will include a total capacity of 2,701 parking spaces within the existing above-grade parking facility that will be shared by Block E, Block G, Block I, the retail use associated with Block K, and the Hospital Campus. Based on plans for the individual blocks, the buildings served by the shared parking facility will consist of the following uses:

- Block E: 146 residential units, 53,371 square feet of retail space, and 113,020 square feet of medical office space
- Block G: 244 residential units, and 23,866 square feet of retail space
- Block I: 390 residential units, and 90,141 square feet of retail space
- Block K: 32,000 square feet of retail space
- Hospital Campus: 955,000 square feet of hospital space

The existing parking garage consists of three (3) above-grade levels and includes two (2) bus parking bays on the first level (Level 1).

The following narrative, table, and figures describe the planned access, allocation, and quantities of parking spaces.

Project Contact Information

Judd Ullom
Director, Development
Foulger-Pratt
12435 Park Potomac Avenue
Suite 200
Potomac, MD 20854
(202) 230-9465

Shared Garage

Parking Access

Vehicular access to the existing parking facility is proposed via three (3) entrance/exit access points on the south side of the garage and one (1) entrance/exit access point on the east side of garage. Garage access from the south will be provided via Private Road 4, Public Road 5, and Public Road 6, while access from the east will be provided from Private Road 7.

The three (3) southern access points (from Private Road 4, Public Road 5, and Public Road 6) will provide direct access to the first above-grade level (Level 1) and will not be gated in order to facilitate access to the bus parking bays and loading facilities within Level 1. Parking on Level 1 will be controlled using ParkMobile or a similar app-based parking system. Gate control arms will be located at the top of the ramp on Level 2 and Level 3, and on the drive aisle to the north of Level 3 in order to nest areas of the garage dedicated to specific uses. The section of Level 3 dedicated to medical office parking will not be gated, and parking on this area will be controlled using ParkMobile or a similar app-based parking system. The eastern access point (from Private Road 7) will be dedicated to residential users of the garage. This access point will be gated and will provide direct access to the second above-grade level (Level 2). The locations of gate controls are shown on Figure 2, Figure 3, and Figure 4. Residents and employees who opt to pay for parking will be allowed access with key fobs or similar transponder while patrons and visitors will pull out a ticket at the gates before entering the garage.

Parking Management

Parking use types within the garage will be marked for use by residents, employees, patrons, and visitors of the blocks served by the existing parking facility. Spaces will also be marked for compact vehicles, electric vehicles, and for accessibility for persons with disabilities. The drive aisles within the garage provide two-way circulation. The location of each type of parking space is described and illustrated on Figure 2, Figure 3, and Figure 4 with the quantities for each level summarized in Table 1.

Residential, Commercial, Medical Office, and Hospital Campus Parking Allocation

A total of 2,701 spaces will be provided in the garage, including two (2) bus bay parking spaces. The parking spaces will be distributed among the residential, retail, medical office use, and hospital campus uses. All of the parking spaces for the shared facility will be located within the parking garage including two (2) bus parking bays located on Level 1.

It should be noted that this is an existing garage and not all parking space or drive aisle dimensions meet current standards.

Electric Vehicle Spaces

Sections of Level 1, Level 2, and Level 3 will be designated for electric vehicle parking. The areas designated for electric vehicle spaces on the garage include 34 dual-charging stations, for a total of 68 electric vehicle spaces distributed throughout the garage. The number and location of electric vehicle parking spaces may be refined as the plans for the project progress.

American Disabilities Act Accessible Parking

ADA-compliant accessible parking will be provided within the garage. There will be approximately 22 ADA-compliant standard accessible and eight (8) ADA-compliant van accessible parking spaces in Level 1, and 19 ADA-compliant standard accessible and 10 ADA-compliant van accessible parking spaces in Level 2. The number and location of ADA parking spaces may be refined as plans for the project progress. The spaces will be clearly marked with the appropriate pavement markings per ADA requirements and are conveniently located near the elevators. The ADA spaces will be available to users with a valid accessible parking permit.

The parking allocation by type for each parking area/level for the shared garage is summarized below in Table 1.

Table 1: Shared Garage Parking Space Allocation by Level

User Group / Space Type	Garage Level			TOTAL	Street	TOTAL	% of Total
	Level 1	Level 2	Level 3				
Overall Garage							
Standard	259	326	420	1005	0	1005	37%
Compact	414	608	613	1635	0	1635	61%
Accessible	22	19	0	43	0	43	2%
Accessible Van	8	10	0	16	0	16	1%
TOTAL	703	963	1033	2699	0	2699	100%
Bus	2	0	0	2	0	2	0%
ADA-Compliant	30	29	0	59	0	59	3%
Electric Vehicle Equipped	-	-	-	68	0	68	3%

Block I

Within the Landmark Mall site, Block I is bounded by the existing above-grade parking facility to the north, Block M to the south, Public Road 5 to the west, and Private Road 7 to the east.

Required Parking

Block I consists of 390 residential units, and 90,141 square of retail space. According to CDSP #2021-00014, 483 parking spaces are required/permitted for residential use, and 281 parking spaces are required/permitted for the retail use, for a total of 764 parking spaces. Based on City of Alexandria's Zoning Ordinance, the proposed development is required to provide a minimum of 475 spaces and a maximum of 754 spaces. Detailed parking calculations are provided in Attachment A.

Residential and Retail Parking Allocation

Block I will include a total of 858 spaces distributed among all three (3) levels of the garage that will serve the Block I residential and retail uses.

The parking spaces allocated to residential uses will be provided on Level 2 and Level 3. The residential spaces include 96 standard spaces, 377 compact spaces, six (6) accessible standard spaces, and four (4) accessible van spaces for a total of 483 parking spaces.

The parking spaces allocated to retail uses will be provided on Level 1. The retail spaces include 58 standard spaces, 306 compact spaces, eight (8) accessible standard spaces, and three (3) accessible van spaces for a total of 382 parking spaces.

The number and location of parking spaces may be refined as the plans for the project progress.

The parking allocation by type for each parking area/level for Block I is summarized below in Table 2. Preliminary floor level plans showing parking space location and garage access points are provided in Figure 2, Figure 3, and Figure 4.

It should be noted that this is an existing garage and not all parking space or drive aisle dimensions meet current standards.

Street Parking

With the development of Block I, approximately seven (7) on-street parking spaces will be created adjacent to the site along Public Road 5. The curbside management plan for Block I is depicted in Figure 1.

Table 2: Block I Parking Space Allocation by Level

User Group / Space Type	Garage Level			<u>TOTAL</u>	Street	TOTAL	% of Total
	Level 1	Level 2	Level 3				
Block I							
<u>Residential</u>							
Standard	0	86	10	96	0	96	11%
Compact	0	235	142	377	0	377	44%
Accessible	0	6	0	6	0	6	1%
Accessible Van	0	4	0	4	0	4	0%
<i>Residential Subtotal</i>	0	331	152	483	0	483	56%
<u>Retail</u>							
Standard	58	0	0	58	7	65	8%
Compact	306	0	0	306	0	306	35%
Accessible	8	0	0	8	0	8	1%
Accessible Van	3	0	0	3	0	3	0%
<i>Retail Subtotal</i>	375	0	0	375	7	382	44%
TOTAL	375	331	152	858	7	865	100%
Compact	306	235	142	683	0	683	79%
ADA-Compliant	11	10	0	21	0	21	3%
Electric Vehicle Equipped	-	-	-	-	-	-	-

Bicycle Parking

According to the City of Alexandria's current Bicycle Parking Standards, "the residential requirement is three (3) spaces for every 10 residential units, or portion thereof, and one (1) visitor space for every 50 residential units, or portion thereof". For retail, the requirement is "two (2) Class 2 or Class 3 spaces for every 10,000 square feet, or portion thereof, of the first 50,000 square feet of retail floor area; one (1) space for every 12,500 square feet, or portion thereof, of additional retail floor area and one (1) employee space for every 25,000 square feet, or portion thereof, of retail floor area". For office, "the bicycle parking requirement is one (1) employee space for every 7,500 square feet, or portion thereof, of office floor area and one (1) visitor space for every 20,000 square feet, or portion thereof of office floor area".

Bicycle parking for the Landmark Mall redevelopment site will be provided within each building or at ground level for buildings served by the shared parking garage. No bicycle parking will be provided within the shared garage.

Block I includes 390 residential units, which results in a minimum of 117 bicycle parking spaces required for residents and eight (8) bicycle parking spaces required for residential visitors. Block I also includes 90,141 square feet of commercial space reserved for retail which results in 14 spaces required for retail use, and four (4) spaces for retail employee use.

Long-term bicycle parking will be provided in three (3) secure bicycle rooms located on the lower level, ground floor level, and level 2 of the building. The secure rooms will provide a total of 129 long-term bicycle parking spaces. No long-term bicycle parking will be provided in the shared garage.

Eight (8) short-term spaces for residential visitors, 14 short-term spaces for retail use, and four (4) short-term spaces for retail employee use will be provided external to the garage at street level. The short-term spaces will be located along the western frontage of the building along Public Road 5.

Residents will have access to the building's secure bicycle storage room on the ground floor level via doors accessible directly from the exterior along Public Road 5. These doors will be secured at all times and will be made accessible via proximity card/key fob.

Bicycle access to the secure bicycle storage room on the ground floor level is shown in Figure 1.

Garage Management

The garage is accessible 24 hours a day. Residential spaces within the garage will be accessible to residents and retail and medical office spaces will be open to the public. Residential parking spaces will be unbundled and will not be dedicated on a per unit basis.

There will be no parking garage staff on site; however, parking will be managed by building management.

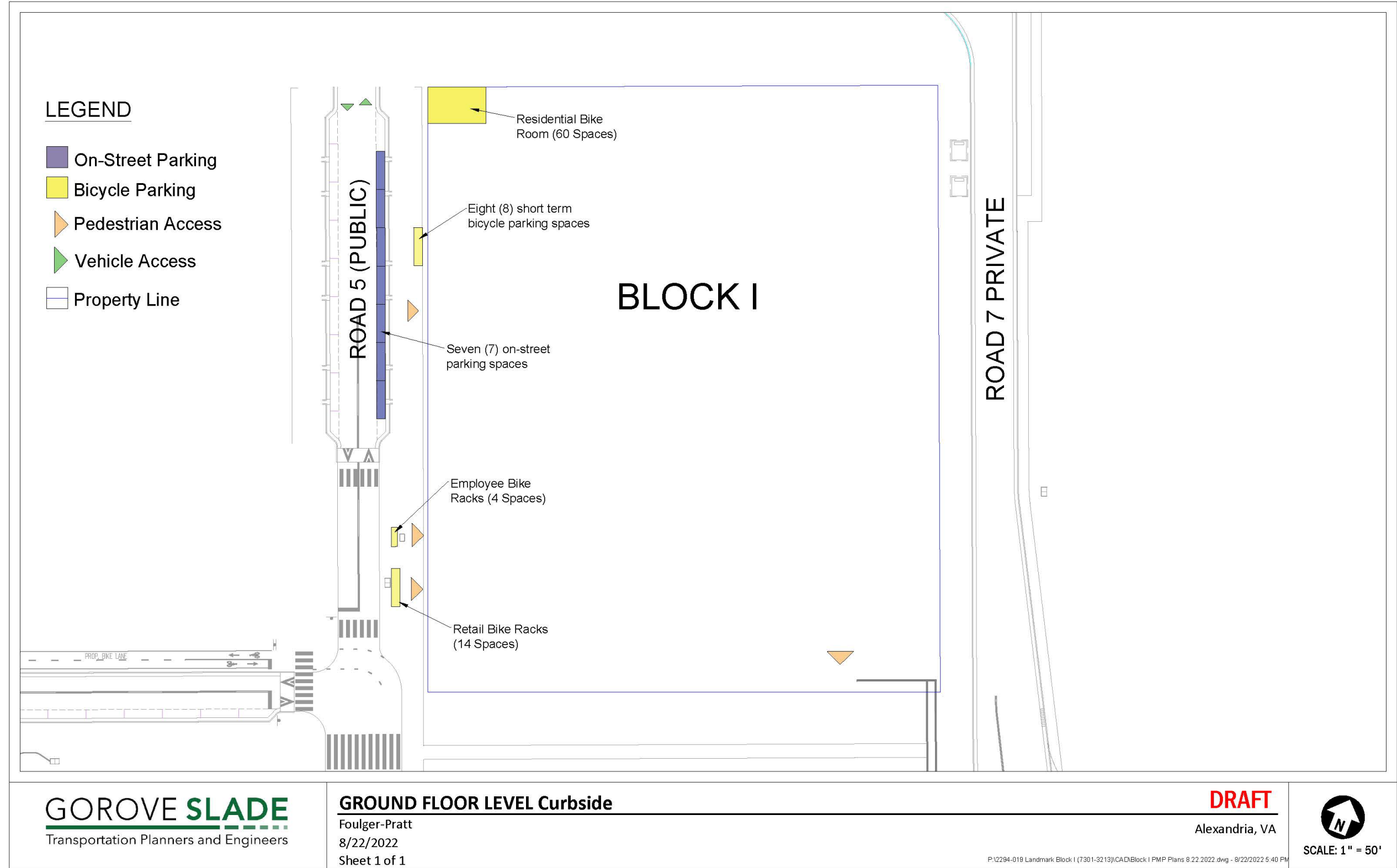


Figure 1: Proposed Street Level Entrances to the Shared Garage

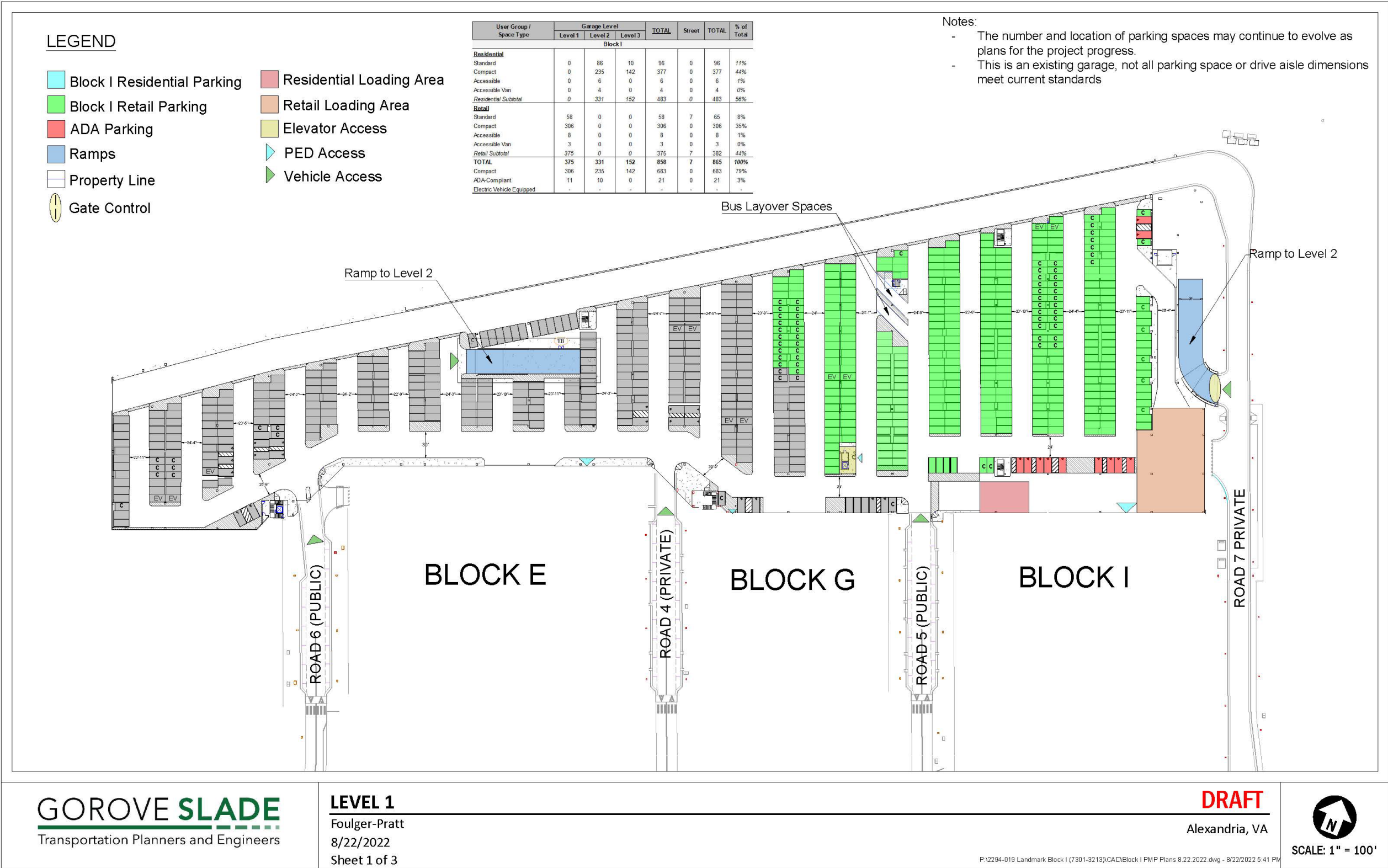


Figure 2: Proposed Parking Allocation for Level 1

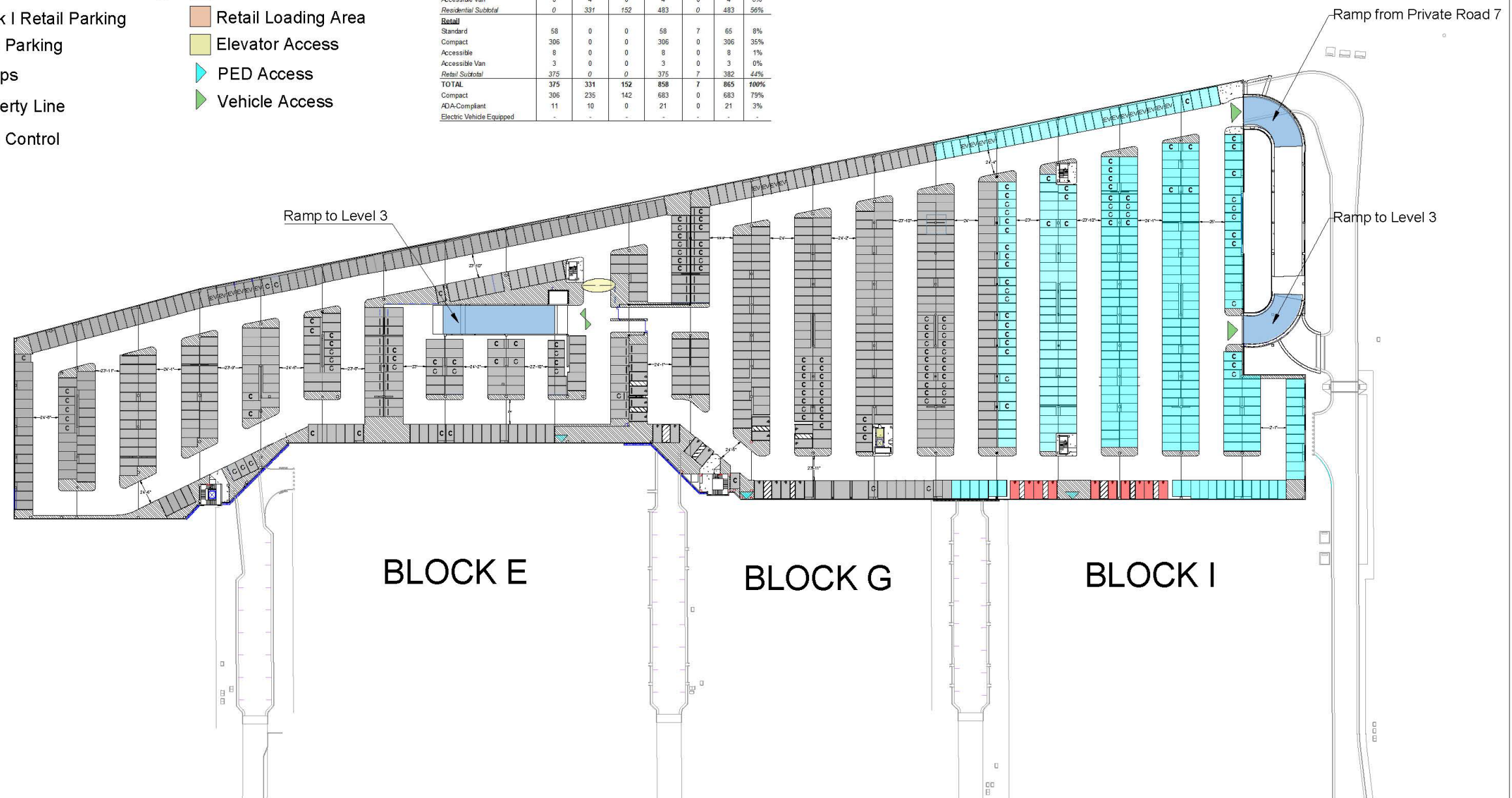
LEGEND

- Block I Residential Parking
- Block I Retail Parking
- ADA Parking
- Ramps
- Property Line
- Gate Control
- Residential Loading Area
- Retail Loading Area
- Elevator Access
- PED Access
- Vehicle Access

User Group / Space Type	Garage Level			TOTAL	Street	TOTAL	% of Total
	Level 1	Level 2	Level 3				
Block I							
Residential							
Standard	0	86	10	96	0	96	11%
Compact	0	235	142	377	0	377	44%
Accessible	0	6	0	6	0	6	1%
Accessible Van	0	4	0	4	0	4	0%
Residential Subtotal	0	331	152	483	0	483	56%
Retail							
Standard	58	0	0	58	7	65	8%
Compact	306	0	0	306	0	306	35%
Accessible	8	0	0	8	0	8	1%
Accessible Van	3	0	0	3	0	3	0%
Retail Subtotal	375	0	0	375	7	382	44%
TOTAL	375	331	152	858	7	865	100%
Compact	306	235	142	683	0	683	79%
ADA-Compliant	11	10	0	21	0	21	3%
Electric Vehicle Equipped	-	-	-	-	-	-	-

Notes:

- The number and location of parking spaces may continue to evolve as plans for the project progress.
- This is an existing garage, not all parking space or drive aisle dimensions meet current standards



GOROVE SLADE
Transportation Planners and Engineers

LEVEL 2
Foulger-Pratt
8/22/2022
Sheet 2 of 3

DRAFT
Alexandria, VA



SCALE: 1" = 100'

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Figure 3: Proposed Parking Allocation for Level 2

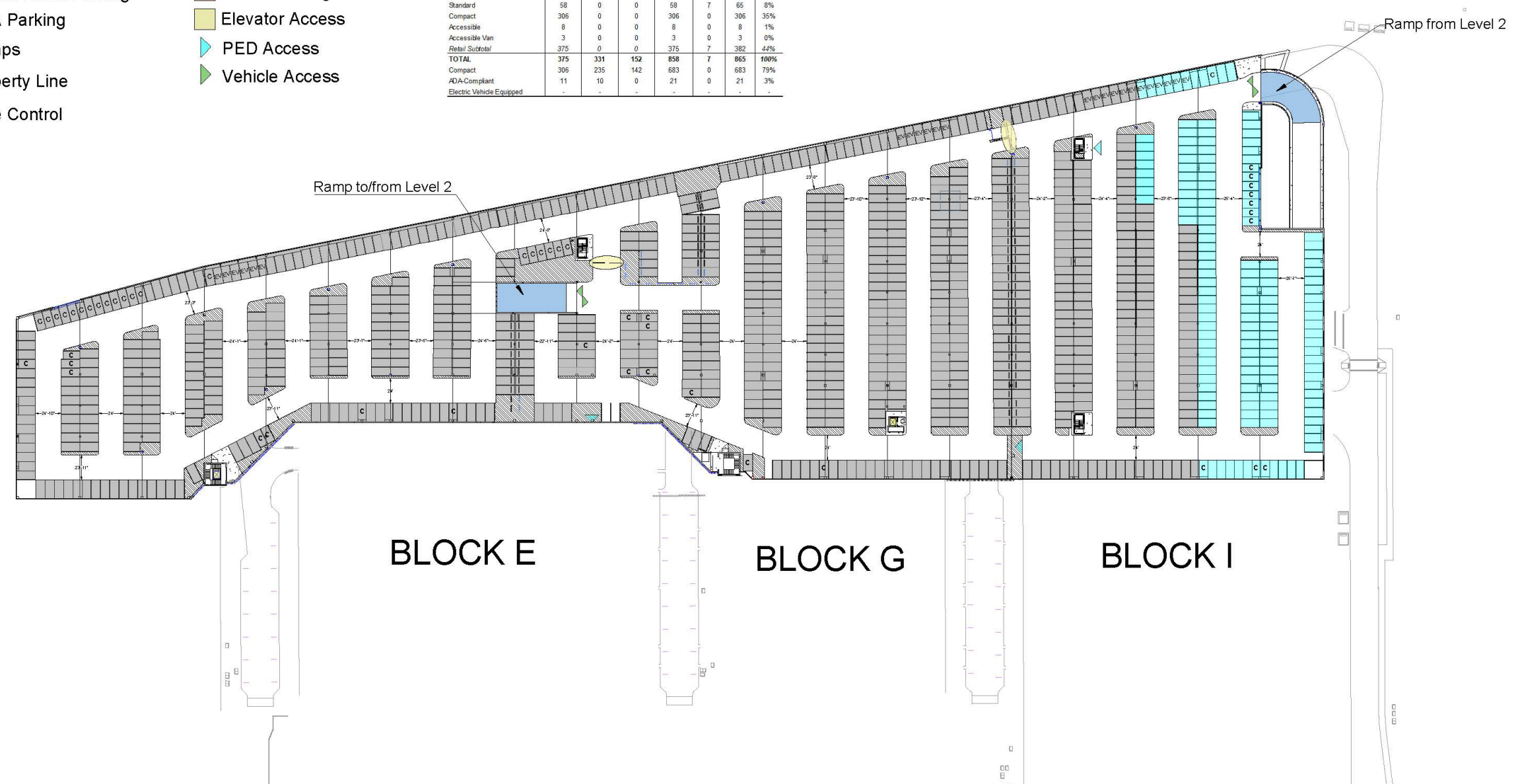
LEGEND

- Block I Residential Parking
- Block I Retail Parking
- ADA Parking
- Ramps
- Property Line
- Gate Control
- Residential Loading Area
- Retail Loading Area
- Elevator Access
- PED Access
- Vehicle Access

User Group / Space Type	Garage Level			TOTAL	Street	TOTAL	% of Total
	Level 1	Level 2	Level 3				
Block I							
Residential							
Standard	0	86	10	96	0	96	11%
Compact	0	235	142	377	0	377	44%
Accessible	0	6	0	6	0	6	1%
Accessible Van	0	4	0	4	0	4	0%
Residential Subtotal	0	331	152	483	0	483	56%
Retail							
Standard	58	0	0	58	7	65	8%
Compact	306	0	0	306	0	306	35%
Accessible	8	0	0	8	0	8	1%
Accessible Van	3	0	0	3	0	3	0%
Retail Subtotal	375	0	0	375	7	382	44%
TOTAL	375	331	152	858	7	865	100%
Compact	306	235	142	683	0	683	79%
ADA-Compliant	11	10	0	21	0	21	3%
Electric Vehicle Equipped	-	-	-	-	-	-	-

Notes:

- The number and location of parking spaces may continue to evolve as plans for the project progress.
- This is an existing garage, not all parking space or drive aisle dimensions meet current standards



GOROVE SLADE
Transportation Planners and Engineers

LEVEL 3
Foulger-Pratt
8/22/2022
Sheet 3 of 3

DRAFT
Alexandria, VA



SCALE: 1" = 100'

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Figure 4: Proposed Parking Allocation for Level 3

ATTACHMENT A:

City of Alexandria's Zoning Ordinance Parking Requirements

Zoning Requirements Based on Residential Performance-Based City Standards (Minimums)

	Baseline Zoning Ratio ¹	Total Credits	Final Zoning Ratio	Development Size	Bedrooms	Minimum Spaces
Residential Rates						
ADUs - 80% AMI ⁴	1.00 /unit	5%	0.95 /unit ³	x 0 units	=	0
ADUs - 60% AMI	0.75 /unit	5%	0.71 /unit ²	x 15 units	=	11
ADUs - 50% AMI	0.65 /unit	5%	0.62 /unit ²	x 0 units	=	0
1 Bedroom	1.00 /bdrm	5%	0.95 /bdrm ³	x 287 units	287 bdrms	= 273
2+ Bedroom	1.00 /bdrm	5%	0.95 /bdrm ³	x 88 units	176 bdrms	= 168
Residential Subtotal				390 units		452
Allowable Residential Credits (Voluntary):						
Four or more bus routes stop within 0.25 mile of development entrance (5%)						5%
Non-Residential						
Specific Commercial (Retail) ⁶			0.25 /ksf	x 90 ksf ⁷	=	23
Non-Residential Subtotal						23
Total with Zoning Requirements						475

1. Residential performance-based ratios based on the Guiding Document for Parking Standards for Multi-Family Residential Development Projects dated February 24, 2016.

2. The ratio shown above includes a reduction to the 0.75 space per unit rate for affordable housing based on units at 60%, and walkability credit.

3. The ratio shown above includes a reduction to the 1.0 space per bedroom rate based on site being within 0.5 mile BRT stop walkshed (10%) and walkability credit.

4. Units with 80% AMI are considered market rate units. Calculations assumed all 80% AMI units are 1-bedroom units.

5. Parking ratio for specific commercial uses is 0.25 spaces per 1,000 sf for a project located inside the Enhanced Transit Area per City of Alexandria's Parking Code dated September 29, 2020.

6. Non-residential uses that have a minimum parking requirement of 2 spaces or less shall be exempt from providing the spaces, per City of Alexandria's parking code dated September 29, 2020.

Zoning Requirements Based on Residential Performance-Based City Standards (**Maximums**)

	Baseline Zoning Ratio		Total Credits	Final Zoning Ratio		Development Size		Bedrooms		Maximum Spaces	
Residential											
1 Bedroom	1.00	/bdrm	0%	1.00	/bdrm	x	297 units	297	bdrms	=	297
2+ Bedroom ²	1.00	/bdrm	0%	1.00	/bdrm	x	93 units	186	bdrms	=	186
Residential Subtotal							390 units	483			
Non-Residential											
Specific Commercial (Retail) ³				3	/ksf	x	90 ksf			=	270
Non-Residential Subtotal							271				
Total with Zoning Requirements							754				

Notes:

1. Use of income-restricted affordable housing parking ratios is voluntary.
2. Units with 2 bedrooms or more counted as 2-bedroom units.
3. Parking ratio for specific retail uses is 3 spaces per 1,000 sf for a project located inside the Enhanced Transit Area, per City of Alexandria's Parking Code dated September 29, 2020.

August 24, 2022

Carbon Estimates

LMR Block Eye

CDD Condition #105 requires all newly constructed buildings to provide an estimate of CO₂e emissions in support of demonstrating a 5% reduction in embodied carbon.

105. Newly constructed buildings shall achieve a 5% reduction in embodied carbon. With each preliminary DSUP submission, the Applicant shall provide an estimate of CO₂e (carbon dioxide equivalent) emissions utilizing a carbon footprint calculator that focuses on primary sources of CO₂ emissions such as buildings, solid waste, and transportation. The same calculator shall be used for all submissions for comparative data use. (P&Z) (T&ES)

The embodied carbon estimates provided represent the structure and enclosure materials in alignment with the LEED methodology. The **estimated embodied carbon of the LMR Block Eye building is 9,700 mTCO₂e**. This is represented as "benchmark" in Figure 1 below. The project team is progressing decisions and documentation relative to the 5% reduction CDD requirement. Key steps underway include:

- Detailing and quantifying materials in REVIT for higher levels of accuracy in quantifying embodied carbon. As such, embodied carbon estimates are anticipated to change throughout design.
- Documenting material efficiencies and selections that differ from a baseline building, which represents an industry standard building of this type in this area. The percent reduction achieved from a baseline building is TBD.
- Exploring and implementing opportunities to reduce the embodied carbon impact of the LMR Block Eye building, which is represented as "opportunity" in Figure 1 below. The potential opportunities represent a 5%+ reduction in embodied carbon and include but are not limited to concrete with EPDs and increased slag, mineral wool insulation, and HFO free roof insulation. Because of the embodied carbon intensity of these materials, the path to 5% is not anticipated to change as material quantities and details are refined.

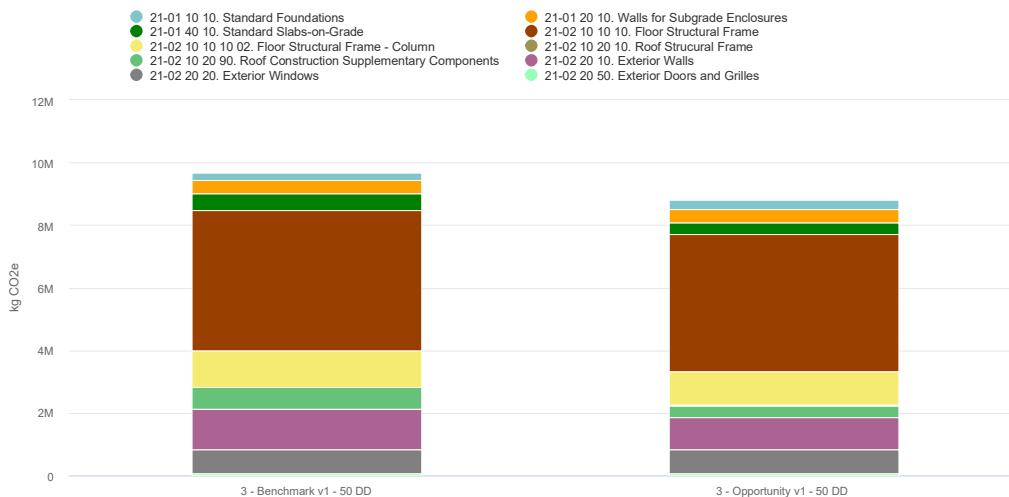


Figure 1: Embodied Carbon Estimates

**Landmark Mall
Affordable Housing Plan
May 3, 2021**

1.1 Project Name and Address

Project Name: Landmark Mall

Address: 5701, 5701 B, 5801, 5815, and 5901 Duke Street (the “Properties”), with a total site area of 2,241,855 sq. ft.

Applications: CDD #2020-00007 and MPA#2020-00009 (the “Applications”).

1.2 Brief description of the application and proposed development program

Foulger-Pratt Development, LLC (the “Applicant”) is seeking approval of the Applications to permit redevelopment of the Properties, currently the site of the Landmark Mall shopping center, into a vibrant, mixed-use development with a complementary mix of uses, inclusive of commercial, non-profit medical campus, and up to 2,500 residential dwelling units.

Achieving the development proposed in the CDD Plan requires a rezoning of the Properties to a new CDD zone, and amendment of certain elements of Chapter 10 of the Landmark Van Dorn Small Area Plan. Individual blocks across the Properties will be developed pursuant to subsequent, individual DSUPs.

1.3 Requested zoning changes or waivers (if any)

Applicant proposes to rezone the Properties from the CR and CRMU-M zones to a new CDD zone, consistent with the application CDD #2020-00007.

1.4 A brief discussion on how the affordable housing goals and recommendations of its applicable small area plan are being addressed by the AHP.

Chapter 10 of the Landmark Van Dorn Small Area Plan contains several recommendations regarding affordable housing goals and related recommendations, which the Applicant has incorporated into its AHP, and the overall CDD Plan. Below are recommendations 10.6.1 through 10.6.5 and details on how these recommendations are being met by the Applicant.

10.6.1 In the future Coordinated Development District (CDD), establish a target percentage of new committed affordable and workforce units serving people earning between 30% and 80% of area median income (AMI), for the Landmark neighborhood. Housing may be rental or ownership, with affordable rentals targeting households with incomes up to 60% AMI.

The Applicant proposes, as discussed further below, committed affordable rental units (“CAUs”) at a 60% AMI for a minimum of forty years. Based on the maximum potential

residential development proposed for the Properties and converting the value of a monetary contribution to buy down affordable units, approximately 3% of the total residential development would be provided as CAUs.

While not required per the CDD Plan, the Applicant has also identified and discussed in detail with Housing staff the potential to partner on a Low-Income Housing Tax-Credit (“LIHTC”) project on Block J to increase the potential number of affordable rental units. Achieving the LIHTC project, which would require the availability of LIHTC funding and affordable housing subsidies in a to-be-determined amount from the City of Alexandria, could result in an overall combined CAU and LIHTC unit percentage of approximately 10%. That is the parties’ aspirational goal.

It is anticipated that a nonprofit housing development entity, Enduring Affordable Housing Corporation (“EAHC”), will partner with Foulger-Pratt to co-develop the LIHTC building and ensure it complies with all requirements of the Treasury program as administered by Virginia Housing. As a nonprofit, EAHC, is expected to comply with Section 42 of the IRS tax credit to maintain affordable housing requirements for projects it owns.

Finally, in the event any continuum of care facilities are constructed on the Properties, the Applicant is committed to meeting the City’s recently adopted guidelines of providing 2% of such residential units to be affordable at Auxiliary Grant level, or equivalent.

10.6.2 Pursuant to Section 7-700 of the Zoning Ordinance, allow the use of bonus density and/or bonus height to provide affordable housing within market-rate residential buildings.

The CDD Plan does not preclude or prohibit the use of Section 7-700 at the individual DSUP phases for each Block.

10.6.3 Co-locate affordable housing with community facilities where feasible.

Applicant shall co-locate CAUs where feasible. As discussed in more detail below, the Applicant’s proposal for Block J, pending availability of appropriate funding and LIHTC equity, and in coordination with City Capital Improvement Project (CIP) funds being available for construction of the proposed 52,000 sq. ft. fire station, would provide approximately 200 LIHTC units.

10.6.4 Build partnerships between property owners and affordable housing providers to incorporate affordable housing projects into larger mixed-use developments where feasible.

The Applicant intends to integrate, at a minimum, 74 CAUs into the larger mixed-use development proposed in the CDD Plan. Units will be identified in future DSUPs as they are submitted. Furthermore, as detailed in this AHP, the Applicant is pursuing the development of a LIHTC building to provide a significant number of affordable units on Block J, and the provision of up to 15 condominium units for sale in a condominium building to income-qualified purchasers

through a process to be developed and managed by the City, in consultation with the Applicant or the developer of the condominium project. See response to question 5 for additional details.

10.6.5 Provide voluntary contributions to the Housing Trust Fund consistent with the housing contribution policies in effect at the time future development proposals are submitted.

Applicant has proposed to provide 74 on-site rental CAUs across the Properties to meet or exceed the voluntary contribution consistent with the housing contribution policies in effect at the time of approval based on the anticipated overall development square footage described above. See response to question 10 for additional information.

2. The number, type (rental/for-sale), size (number of bedrooms), level of affordability (percent of area median income), location, and length and terms of affordability of existing CAUs being demolished as part of redevelopment.

Not applicable. No existing CAUs will be affected.

3. The status of tenant engagement efforts.

Not applicable. There are no existing residential tenants on the Properties.

4. The status of tenant relocation planning efforts and outreach to the Landlord-Tenant Relations Board.

Not applicable. No relocation efforts are required as part of the Applications.

5. The number, type (rental/for-sale), size (number of bedrooms), level of affordability (percent of area median income), location, and length and terms of affordability of proposed CAUs.

The Applicant's plans call for contributing 74 rental CAUs across the Properties, in lieu of dollars to the Housing Trust Fund (see response to question 10 below). Pending availability of City or other third-party funding, the value of up to 29 of the CAUs is proposed to be converted and integrated into a LIHTC development as part of development on Block J, which is proposed to comprise approximately 200 LIHTC units, with financial participation by the City. If Block J development proceeds with the LIHTC development, the remaining 45 rental CAUs would be located elsewhere on the Properties as part of future market-rate multifamily development.

The Applicant and the City will cooperatively determine the timing of the LIHTC applications to ensure that the timing is consistent with the timing of the City's capital funding for the new fire station on Block J. The Applicant and the City have committed to cooperate in sharing information on the availability and timing of City and non-City funding to best advantage a successful tax credit application and collaborate to identify and secure non-City funding as well to bridge any funding gap required to make the LIHTC project sources and uses balance. In the event the LIHTC development is unable to proceed, whether due to a lack of availability of competitive

tax credits over three subsequent competitive cycles, or because the City elects not to provide the necessary affordable housing subsidy required to enable a competitive 9% tax credit or non-competitive 4% tax credit application for more than 74 CAUs (with such number to be determined by the parties' mutual agreement), the Applicant would develop Block J as a market-rate project. The 74 CAUs, which are equivalent to the voluntary contribution as discussed above, would then be provided throughout the Properties. In addition, the 15 affordable/workforce sales units would also be provided as described below.

Particular details such as the unit breakdown of CAUs will be determined at the time of individual DSUPs, whether for Block J, or future Blocks containing some or all of the 74 required CAUs. As previously mentioned, regardless of which Block they are constructed on, all CAUs provided as part of the redevelopment of Landmark Mall shall be affordable at 60% AMI or less, for a period of no less than 40 years. The Applicant intends to provide LIHTC units at AMI levels as determined by the corresponding LIHTC agreements, and or as assessed to be competitive based on the priorities established in the Qualified Allocation Plan governing the LIHTC cycle. It is understood that the level of City support requested may be calculated or adjusted to take into account lower affordability levels than required to be competitive for 9% credits or the corresponding LIHTC agreement. All efforts will be made by the Applicant and the City to fully leverage non-City sources.

Finally, the Applicant proposes to offer for sale to income-qualified homebuyers up to 15 condominium units in the first condominium building to be delivered on the Properties. The price of these finished units will be set at 110% of the condominium developer's pro-rated actual cost including land acquisition and hard and soft costs for construction.

6. A description of existing and proposed affordable housing financing agreements with third parties (including the Department of Housing and Urban Development).

The Applicant proposes to develop up to 200 LIHTC units on Block J, pending the availability of low-income housing tax credits for the project. Certain additional affordable housing subsidies from the City of Alexandria will also be required to facilitate the mixed CAU and LIHTC unit development on Block J.

7. An equivalency analysis that compares the value and location of CAUs proposed to be provided off-site to that of CAUs constructed on-site.

No off-site CAUs are proposed as part of the redevelopment of the Properties.

8. A description of how proposed CAUs will be incorporated into the overall project to create a successful mixed-income community, including whether CAU residents will have access to amenities available to residents of market-rate rental units

As discussed above, the Applicant has proposed locating approximately 200 LIHTC units in a single development atop the proposed fire station on Block J. Elsewhere, while certain amenities will be specifically determined as part of individual DSUPs, the Applicant anticipates

that residents of CAUs co-located with market rate units in a residential development, would enjoy the same access to amenities as market rate residents.

9. Information on proposed phasing and implications such phasing would have on the delivery of proposed CAUs

As proposed in the CDD Plan, redevelopment of the Properties will occur across several future phases and timing of such phases are all subject to market conditions. The current phasing plan anticipates a majority of development planned within Phase 1 (1-5 years following site work and infrastructure improvements) and a Future Phase thereafter, again subject to market conditions. Delivery of proposed CAUs will be determined via the individual Block DSUPs, as applicable.

10. Information on contributions proposed to be made to the Housing Trust Fund

Per the Applicant's ongoing discussions with Housing Staff, the Applicant intends to deliver CAUs in lieu of a direct contribution to the City's Housing Trust Fund. Overall, the Applicant estimates that the proposed redevelopment of the Properties, inclusive of all development proposed under the CDD Plan, would be subject to a voluntary contribution of approximately \$13.8 million under the 2020 rates. This equates to approximately 74 CAUs. The contribution amount may be increased if Applicant seeks additional development square footage in the future, and/or the amount will be governed by affordable housing policies related to the bonus density tool used (e.g., 7-700; RMF zone, etc.).

In addition to the contribution of 74 CAUs, the Applicant has identified an opportunity to employ LIHTC along with City affordable housing subsidies to convert 29 CAUs into a development of 200 LIHTC units on Block J. If funding is achieved, a projected 245 total combined CAUs and LIHTC units could be developed across the Properties.

As discussed above, should funding be unavailable for the LIHTC project, whether due to a lack of availability for competitive tax credits, or because the City elects not to provide the necessary affordable housing subsidy, the Applicant would develop Block J as a market-rate project. The 74 CAUs, which are equivalent to the voluntary contribution as discussed above, would then be provided throughout the Properties.

11. An estimate of the types and number of jobs to be created by mixed-use projects (for informational purposes only)

The Applicant does not have these details available at this time. Estimates on types and numbers of jobs to be created may be provided, where available, as part of individual DSUPs for specific development of Blocks across the Properties.

12. Other information the applicant deems relevant to the AHP

No additional information to share at this time.

Addendum #1: Blocks E, G, I, and K

Dated: August, 26th 2022

Please see below a breakdown of the number, type, affordability, and duration of the CAUs being provided with the residential developments on Block E, Block G, Block I, and Block K within CDD 2020-00007. As can be seen in the below chart the 45 CAU units required by CDD Condition 26.b are being accelerated and all 45 CAUs will be delivered in the first phase of the development. The 45 CAU units have been allocated proportionately across the four residential buildings and distributed proportionately by unit type within each residential building. In accordance with the approved affordable housing plan, dated May 3rd 2021, all of the CAUs are proposed to be 60% AMI for a period of 40 years.

Total Residential Units Per Building									
	Block E		Block G		Block K		Block Eye		Total
	Unit Count	Percentage	Unit Count	Percentage	Unit Count	Percentage	Unit Count	Percentage	
Studio	1	1%	37	15%	4	1%	58	15%	100
1-BD	78	53%	166	68%	249	74%	239	61%	732
2-BD	52	36%	41	17%	77	23%	81	21%	251
3-BD	15	10%		0%	7	2%	12	3%	34
Total	146	100%	244	100%	337	100%	390	100%	1117

CAUs by Type Per Building									
	Block E		Block G		Block K		Block Eye		Total
	Unit Count	Percentage	Unit Count	Percentage	Unit Count	Percentage	Unit Count	Percentage	
Studio	0	0%	2	20%	1	7%	2	13%	5
1-BD	3	50%	6	60%	10	71%	8	53%	27
2-BD	2	33%	2	20%	2	14%	4	27%	10
3-BD	1	17%	0	0%	1	7%	1	7%	3
Total	6	100%	10	100%	14	100%	15	100%	45

(1) All Units are proposed at 60% AMI

(2) All Units are proposed committed affordable for 40 years

To: City of Alexandria

From: Jay Kelly, Landmark Land Holdings LLC

Date: August 26th, 2022

Re: **CDD #2020-00007 Condition #128 - WestEnd BID Formation Plan**

Landmark Land Holdings, LLC (“Applicant”), as master developer and sole property owner of Lot 602 or the site formerly known as the Landmark Mall, plans to form a Business Improvement District (“BID”) to provide augmented services across the site and satisfy CDD #2020-00007 Conditions #124-128. In accordance with CDD #2020-00007 Condition #128, attached as Exhibit A is a draft of the Enabling Ordinance that will establish the BID and the proposed governance structure for the BID is detailed in the draft BID Bylaws attached as Exhibit B and the draft Articles of Incorporation attached as Exhibit C. These documents have previously been shared with both the City of Alexandria’s Office of the Manager and the Alexandria Economic Development Partnership.

Applicant is completing the BID’s inaugural three-year business plan. Upon completion of the business plan, Applicant will submit a formal BID application for City review and approval. The application will include all information required per Step 5 of the City of Alexandria Business Improvement Service District Guidelines, approved on June 28th, 2022.

Exhibit A:
DRAFT Enabling Ordinance

1 income taxation under Section 501(a) of the Internal Revenue Code. The District is further
2 authorized to have and exercise any and all purposes, powers or privileges now or hereafter
3 conferred by the laws of the Virginia upon corporations formed under the Virginia Nonstock
4 Corporation Act, as amended from time to time, but only to the extent that the exercise of such
5 purposes, powers and privileges are not precluded by this ordinance, the BID Act, or by any
6 contractual arrangements with the City.

7 Section 3. **Benefits of District.** That the City Council finds that the following benefits
8 will result from the creation of the District:

9 (A) A service district is a mechanism by which property owners within a defined
10 area can agree to impose additional taxes and charges on themselves in order to
11 provide enhanced and supplemental public services.

12 (B) Similar districts have been created in numerous cities across the country, and
13 the reports received suggest that they are almost uniformly highly successful in
14 achieving their objectives.

15 (C) Critical to any service district is the creation of a partnership between the
16 public and private sector, with the public sector committing to maintain services
17 at specified levels and the private sector agreeing to accept new taxes and
18 charges for the purpose of supplementing public services.

19 (D) A service district of the kind authorized by the BID Act would be an important
20 and vital element of the long-term health and growth of the West End and of
21 the City.

22 Section 4. **Plan.** That the plan for providing services and facilities with the District,
23 which involves both the City and the District, and would have the Board (as defined in Section 6
24 hereof) of the District contract for services above and beyond those that would continue to be
25 provided by the City, is found to be appropriate and necessary to achieve the benefits of a service
26 district.

27 Section 5. **Powers of the District.** That the District should be endowed with the
28 following powers:

29 (A) to acquire, hold and use both real and personal property necessary to achieve
30 its purposes, including (x) the acquisition by purchase, lease, use or other rights,
31 (y) the construction and installation of buildings and structures to further the
32 mission of the District, and (z) the leasing of space and structures for fees and
33 the participation in revenues from such leasing;

34 (B) to make contracts, including but not limited to (w) contracts to provide services
35 for areas adjoining the District, (x) a contract with an administrator, which may
36 be an individual or an entity affiliated with one or more property owners (the
37 “**Administrator**”), (y) contracts with agencies of the City to provide permitted
38 services within the District; and (z) contracts to carry out its day-to-day
39 operations;

- (C) to engage the services of the Administrator to administer the programs and undertakings of the District, such as the Maintenance of the Shared Facilities as defined in the Reciprocal Easements and Covenants Agreement dated November 17, 2021 and recorded in the land records of the Clerk of the Circuit Court of Alexandria, Virginia on November 18, 2021 as Instrument No. 210026067 (as may be amended from time to time, the “**Project REA**”), including, but not limited to, assuming any or all obligations of the REA Manager under the Project REA and delegating any of such obligations to the Administrator;
- (D) to sue and be sued, provided that the District, the Board and the Administrator shall benefit from any provisions of federal, state and local law limiting the liability of directors, employees, officers, agents and officials of governmental or quasi-governmental bodies;
- (E) to apply for and receive and to accept grants, donations, voluntary contributions and the like, whether in funds or property;
- (F) to incur debt and borrow funds for purposes consistent with the public purposes of the District, and to pledge some or all of its revenues and/or encumber its assets including real or personal property, in support of such borrowings;
- (G) to establish and enforce such rules and regulations for the use of public areas or areas under administration by the District, consistent with the mission and purposes of the service district and the CDD Conditions;
- (H) to adopt an annual budget and impose, charge and collect the taxes or charges on benefitted properties within the service district authorized by the BID Act and this ordinance, and charges for services provided to property owners may be levied against properties which are exempt under state law from ordinary property taxes (regardless of whether or not such property is exempt pursuant to state law, this ordinance or other applicable ordinance);
- (I) to create and enter into partnerships between the District and various property owners otherwise exempt from ordinary property taxes, which partnerships may provide for the provision of permitted services and benefits by the service district in exchange for payments arranged by contract, donation, gift, services in kind or other mechanism by which funds or benefits are provided to the service district;
- (J) to provide additional services beyond those generally provided within the district, to individual properties within or close to the district for a fee that fairly recovers the cost of providing such services;
- (K) to appoint, hire, or engage such auditors, accountants, attorneys, assistants, aides, employees and advisors as may be deemed necessary for the proper performance of the duties of the service district, but consistent with this ordinance; and

(L) to do all other things necessary or convenient to carry out its goals, objectives and powers.

Section 6. **Board.** That the District be governed by and administered through a Development Board (the “**Board**”), which shall have delegated to it all the powers of the District, including those set forth in Section 5 above, and to have the following attributes, rights and requirements:

(A) The initial interim Board of the District (the “**Interim Board**”) shall be those individuals whose names are set forth on the list attached to this ordinance as **Exhibit C.**

(B) The Interim Board shall select a full Board within six (6) months of the enactment of this ordinance.

(C) The number of members of the Interim Board shall be not less than three (3) members, excluding vacancies, so long as a majority of the Interim Board consists of either land owners that petitioned for the creation of the service district or their designees or nominees, and thereafter the number of Board members, terms, and other requirements of Board members shall be set by the Board in accordance with the Bylaws.

(D) The Board shall be self-perpetuating and shall provide for the election of Board members in its Bylaws.

(E) The Board may adopt such Bylaws, rules and regulations as it deems necessary in carrying out the powers of the District, so long as the same shall not be inconsistent with the terms of this ordinance or of any ordinance amendatory or supplementary hereof or of the BID Act. The Board may establish its own procedures relating to the internal administration and governance of the District, except as may be restricted by the BID Act or this ordinance.

(F) All powers of the District shall be exercised by and through the Board, and may be delegated by the Board to one or more officers thereof and/or to the Administrator, in accordance with its Bylaws.

(G) The City Council may appoint up to two (2) Ex-Officio Directors, which shall be filled by (i) the City Liaison to the Alexandria Economic Development Partnership, or a designee thereof; and/or (ii) the Assistant City Manager Public-Private Partnerships, or designee thereof. Ex-Officio Directors shall not participate in any vote or action of the Board of Directors and shall not be counted for purposes of establishing any quorum or be permitted to attend Closed Executive Sessions, which may be attended only by voting Directors.

Section 7. **Financial Plan.** That the Board shall adopt an annual financial plan (the “**Financial Plan**”), based on the City’s fiscal year, consisting of at least (i) a proposed schedule of

Supplemental Taxes (as defined below) inclusive of taxes, fees, and charges to be imposed throughout the District, and (ii) in the first Financial Plan submitted, a budget for the current fiscal year of the City, and in Financial Plans for each fiscal year after the year of approval of this ordinance, a budget for the full fiscal year. For the avoidance of doubt, the budget for the District shall not be subject to City fiscal limitations. In addition:

(A) The initial budget for the District may include the costs of preparing the Financial Plan and implementing the District and this ordinance.

(B) The Bylaws shall include a requirement that before adopting any subsequent Financial Plan, the Board shall convene a meeting that may be attended by any and all District property owners in connection with the Financial Plan. Such meeting shall not occur any sooner than after thirty (30) days' written notice of such meeting has been provided to the property owners.

(C) The Board may establish other fees and charges for specific services performed within the District, within areas adjoining the District, for properties and owners not subject to the Supplemental Tax (as defined in Section 8 hereof) and in conjunction with partnerships encouraged by this ordinance.

(D) Properties within the District subject to the Supplemental Tax may also be required to pay other charges and fees for any costs incurred by the District in connection with emergency conditions and force majeure events or special services requested by and performed for one or more property owners either within or outside the District ("**Contingency Fees**").

(E) The Financial Plan may provide for the allocation of resources and services to particular sections of the District, including allocations that reflect, in part, the contributions made by those sections of the District to the financial resources available to the District, and in part, the needs of those sections.

(F) The Financial Plan may provide for the date on which the imposition of the Supplemental Tax shall commence, which may be deferred beyond the year in which this ordinance is enacted.

Section 8. **Supplemental Tax.** That the funding for the operation of the District shall be provided by a supplemental annual property tax (the "**Supplemental Tax**") and Contingency Fees, if necessary. The Supplemental Tax shall be levied on all properties within the District subject to real property taxation, including "public service companies" as defined in the applicable laws, unless exempt under this ordinance, the BID Act or other laws specifically applicable to the District or service districts in general, provided that:

(A) Cables, conduits, poles, tunnels, trackage and related assets (collectively "**Ancillary Assets**") shall be treated as real property

1 and subject to the Supplemental Tax to the same extent as so treated
2 by the other taxing statutes, and the owner of the Ancillary Assets
3 shall be treated as a property owner within the District.

4 (B) The Supplemental Tax shall be assessed and collected in
5 conjunction with the property taxes assessed and collected by the
6 City ("**Regular Tax**").

7 (C) Enforcement of the Supplemental Tax shall be in accordance with
8 the enforcement of the Regular Tax and all provisions applicable to
9 the assessment, collection, enforcement and refunding of the
10 Regular Tax shall apply to the Supplemental Tax unless modified
11 herein.

12 (D) The Board may establish separate classes and subclasses of
13 property, and specify different rates of Supplemental Tax on each
14 class or subclass, provided that (1) all properties within a class or
15 subclass shall be treated fairly and equally, and (2) any percentage
16 increase in the Supplemental Tax must be consistently applied, at
17 substantially the same percentage, to all classes of property;
18 provided, however, that particular class(es) or subclass(es) may be
19 subject to different tax rates.

20 Section 9. **Partnership With City.** That in recognition of the supplemental nature of
21 the services to be provided by the District, the City will agree to the following principles:

22 (A) The City will collect the Supplemental Tax in conjunction with
23 the Regular Tax and provide such funds to the Board for use in
24 conformance with the Supplemental Tax assessment schedule
25 set forth in the Financial Plan. The Board shall have the right,
26 but not the obligation, to include Contingency Fees in the current
27 Supplemental Tax assessment schedule or alternatively to apply
28 such Contingency Fees to the subsequent Supplemental Tax
29 assessment schedule.

30 (B) Supplemental Taxes collected by the City on behalf of the
31 District shall not be included in the revenues of the City, shall
32 not be deemed subject to the budgetary and appropriation
33 process and shall be disbursed promptly upon collection. As
34 part of the City's partnership with the District, such collection,
35 assessment, disbursement, record-keeping and enforcement as
36 may be involved in the process, including any correction or
37 update to the Supplemental Tax assessment schedule, if
38 necessary, shall not be a charge to or against the District.

39 (C) The assessment for the Supplemental Tax shall be included
40 with the annual real property tax bill submitted to the owners of

1 properties within the District. The penalties and interest
2 applicable to delinquent taxes with respect to any Supplemental
3 Tax shall be applied to delinquencies in payment of the
4 Supplemental Tax. The City shall make remittances of the
5 amounts collected to the Board within thirty (30) days of
6 collection of such amounts.

7 (D) The amount of any outstanding assessment due and payable,
8 whether such outstanding assessment is comprised of the
9 Supplemental Tax or of any other fees or charges assessed by
10 the District, on any property within the District, and accrued
11 interest and other charges, shall constitute a lien on the property.
12 The lien shall take precedence over all other liens, whether
13 created prior to or subsequent to the assessment, commensurate
14 with a lien for state and county taxes, general municipal taxes,
15 and prior improvement assessments, and shall not be defeated or
16 postponed by any private or judicial sale, by any mortgage, or
17 by any error or mistake in the description of the property or in
18 the names of the owners. No error in the proceedings of the City
19 or the Board shall exempt any property from the lien, or from
20 payment thereof, or from the penalties or interest thereon.

21 (E) The City will not decrease its services (“**Basic Services**”) to
22 the District except as part of an overall decrease in Basic
23 Services necessitated by changes in funding, policy or resources,
24 and then only in proportion to the decreases implemented
25 elsewhere in the City.

26 (F) Any increase in Basic Services generally throughout the City
27 shall be matched with increases in Basic Services within the
28 District, in proportion to the increases implemented elsewhere
29 in the City.

30 Section 10. **Other Partnerships.** That the Board is encouraged to enter into
31 partnerships with the property owners and users within the District and areas that are not subject
32 to the Supplemental Tax (“**Exempt Partners**”) for the purpose of furthering the broad objectives
33 of improving and enhancing public services. In furtherance of that objective, the Board may:

34 (A) contract to provide varying levels of services to areas adjoining
35 or near to the District;

36 (B) agree to accept donations, contributions, voluntary payments of
37 any kind from Exempt Partners (collectively, “**Voluntary**
38 **Payments**”), with or without agreements regarding specific
39 services and functions;

1 (C) enter into agreements with Exempt Partners to include property
2 owned by those Exempt Partners within the District in return for
3 Voluntary Payments and/or commitments regarding the
4 provision of similar services and functions within properties
5 owned by Exempt Partners; and

6 (D) establish rates and charges for the provision of services to
7 Exempt Partners.

8 Section 11. **Duration.** The District shall have perpetual existence, unless terminated by
9 the City and the affected property owners by separate ordinance. The terminating ordinance shall
10 provide a reasonable period for the wind-down of operations of the District, including the release
11 of any CDD Conditions applicable to the properties then-subject to the District, and the assumption
12 by the City of any continuing obligations of the District that are not satisfied by then-existing funds
13 and reserves.

14 Section 12. **Effective Date.** That this ordinance shall become effective upon the date
15 and at the time of its final passage, however Supplemental Taxes shall not go into effect until the
16 date provided for in the Financial Plan.

17 JUSTIN WILSON
18 Mayor

19 Introduction:
20 First Reading:
21 Publication:
22 Public Hearing:
23 Second Reading:
24 Final Passage:

Exhibit B:
DRAFT BID By-Laws

**BYLAWS
OF
WEST END BUSINESS IMPROVEMENT DISTRICT**

(adopted _____, 2022)

**ARTICLE I
NAME**

The name of the service district is: West End Business Improvement District (the “**District**”).

**ARTICLE II
PURPOSE**

The District has been formed under §15.2-2400 et seq. Va. Code Ann. (the “**BID Act**”) for the purpose of providing additional, more complete and more timely governmental and public services in connection with the redevelopment of the former Landmark Mall site in the West End of Alexandria (the “**BID Area**”) as authorized by Alexandria City Council Ordinance No. _____ (the “**Ordinance**”). In furtherance of said purpose, the District may be operated as, and shall also be authorized to establish, an organization that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code. The District is further authorized to have and exercise any and all purposes, powers or privileges now or hereafter conferred by the laws of the Virginia upon corporations formed under the Virginia Nonstock Corporation Act, as amended from time to time, but only to the extent that the exercise of such purposes, powers and privileges are not precluded by the BID Act, the Ordinance, or by any contractual arrangements with the City. The boundaries of the District are depicted on the map attached as Exhibit A to the Ordinance and incorporated herein, which includes those parcels listed in Exhibit B attached to the Ordinance and incorporated herein, and such additional area as may be added pursuant to the BID Act.

**ARTICLE III
OFFICES**

The District may have such office(s) at such place(s) as the Board of Directors from time to time determines or as the activities of the District from time to time require.

**ARTICLE IV
DIRECTORS**

Section 1. General Powers and Duties. The affairs and property of the District shall be managed, controlled and directed by a Board of Directors. The Board of Directors shall have, and may exercise, any and all powers provided in the BID Act or which are otherwise necessary or convenient to carry out the purposes of the District.

Section 2. Composition.

A. The number of Directors constituting the Board of Directors shall be fixed by resolution of the Board of Directors but shall in no event be less than three (3) nor exceed

twenty-one (21). At all times at least two-thirds of the Directors must be representatives of owners of commercial properties subject to the Supplemental Tax (as such term is defined in the Ordinance).

B. Until such time as may be provided by resolution of the Board of Directors, the entire Board of Directors shall consist of the three (3) Directors constituting the initial Board of Directors, as set forth in Exhibit C attached to the Ordinance and incorporated herein, or such larger number of Directors as the initial Board of Directors may designate; thereafter, the entire Board of Directors shall be comprised of such number of Directors that may be specified by resolution of the Board of Directors.

C. Directors shall be elected at the annual meeting of the Board of Directors by the serving Directors in office. Directors need not be residents of the Commonwealth of Virginia. There shall be no limitation on the number of terms that a Director may serve.

D. New Directors shall be nominated for election at each annual meeting of the Board of Directors and may include any or all of the serving Directors in office. Directors shall be classified with respect to their term of office by dividing the Directors into classes, each of which shall contain the same number of Directors. If necessary, one (1) class may contain one (1) more or one (1) less Director than the other two (2) classes. Initially, there shall be three (3) classes of Directors for purposes of staggering the election of Directors so that approximately one-third of the Board is elected each year at the annual meeting of the Board of Directors (e.g., January 31), or at such other time as may otherwise be determined by the Directors.

E. A vacancy on the Board of Directors existing between annual meetings of the Board of Directors, including a vacancy created by an increase in the number of Directors, shall be filled by the Directors at a special meeting of the Board of Directors called for such purpose or at any regularly scheduled meeting. A Director so elected shall serve until the close of the next annual meeting of the Board of Directors.

F. A Director may resign at any time by giving notice thereof in writing to the Chairperson or Vice Chairperson of the Board. Unless otherwise specified in such notice, the resignation shall be effective upon delivery.

G. Any Director may be removed from office, with or without cause, by a vote of the remaining Directors.

H. The Board of Directors shall include: one (1) Director as Chairperson of the Board; and one (1) Director as Vice Chairperson of the Board, each to serve for a term of one (1) year unless otherwise determined by the Directors. There shall be no limitation on the number of terms that a Director may serve as Chairperson or Vice Chairperson. The Chairperson of the Board shall preside at all meetings of the Board of Directors at which he or she is present and shall perform such other duties as may be required of them by the Board of Directors. The Vice Chairperson of the Board, in the absence of the Chairperson of the Board, shall preside at its meetings and each shall perform such other duties as may be required by the Board of Directors.

I. Members of the Board of Directors shall receive no compensation for their services, but, by resolution of the Board of Directors, may be reimbursed for reasonable expenses

paid while acting on behalf of the District. Nothing herein shall preclude any Director from serving the District in any other capacity and receiving compensation therefor as authorized by the Board of Directors.

J. The City Council may appoint up to two (2) Ex-Officio Directors, which shall be filled by (i) the City Liaison to the Alexandria Economic Development Partnership, or a designee thereof, and/or (ii) the Assistant City Manager Public-Private Partnerships, or designee thereof. Ex-Officio Directors shall be permitted to attend regular meetings of the Board of Directors but whose presence or absence shall not count in the number of Directors required for a quorum in accordance with paragraph D of Section 3. Ex-Officio Directors shall not participate in any vote or action of the Board of Directors and shall not be permitted to attend Closed Executive Sessions, which may be attended only by voting Directors.

Section 3. Meetings of the Board of Directors.

A. The Board of Directors may hold meetings, annual, regular, or special, either within or without the Commonwealth of Virginia.

B. The Board of Directors shall hold a regular annual meeting at a time and place set by the Board of Directors. Notice of such meeting shall be given to each Director at least ten (10) business days prior to the date of the meeting.

C. Special meetings of the Board of Directors may be called by the Chairperson of the Board of Directors and shall be called by the Chairperson of the Board upon written request made by the greater of: (i) two (2) Directors and (ii) one-third (1/3) of the Directors eligible to vote on the purpose of the special meeting being requested. A special meeting may be held with three (3) business days' notice to each Director.

D. At all meetings of the Board of Directors, the presence of a majority of the serving Directors in office (i.e., excluding vacancies and unfilled, but authorized, Director positions) shall constitute a quorum for the transaction of business.

E. The affirmative act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, unless the affirmative act of a greater number of Directors is specifically required by law, the Ordinance, or these Bylaws. However, the following actions of the District shall require two-thirds vote of the Directors (each a "**Major Decision**"): (i) any increase in the Supplemental Tax by more than 10% in any given year; (ii) any amendment to these Bylaws; and (iii) any amendment to the boundaries of the BID Area.

F. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting and without formal notice if a unanimous consent which sets forth the action is given in writing or by electronic transmission by each member of the Board of Directors. Such consents (which may be in one instrument or several instruments) shall be filed with the minutes of the proceedings of the Board of Directors. Unless otherwise specified in such consents, the effective date of any action so taken is the date on which the last Director signs the consent.

G. The members of the Board of Directors may participate in a meeting by means of a conference call, a streaming platform, or similar communications software or equipment

(whether any of the foregoing modes of communication be analog, digital, wireless, internet, virtual, cloud-based and/or other currently existing or available in the future communications platform) by which all Directors participating in the meeting can hear each other at the same time, and which may but need not include a visual representation of the participants. Participation by means of any of the foregoing communications modes shall constitute presence in person at such meeting.

H. Whether or not a quorum is present, a majority of Directors present at a meeting of the Board of Directors may adjourn the meeting to another place, date, or time. When a meeting is adjourned to another place, date, or time, and the place, date, and time of the adjourned meeting are announced at the meeting at which adjournment is taken, written notice need not be given of the adjourned meeting unless the date thereof is more than thirty (30) days after the date for which the meeting was originally noticed. At any such adjourned meeting at which a quorum is present, any business may be transacted that might have been transacted at the meeting as originally noticed.

ARTICLE V **ADMINISTRATOR**

The Board may hire an administrator (the “**Administrator**”) to perform any or all of the Board’s duties at a commercially reasonable rate and upon such terms and conditions as the Board deems appropriate and advisable. The Administrator may be either a third party service provider, or an affiliated property manager, asset manager, or other representative individual or an entity affiliated with one or more of the owners of commercial properties located within the BID Area. The Administrator may in turn hire employees to perform any or all of the Board’s nonfiduciary duties at a commercially reasonable rate and upon such terms and conditions as the Board deems appropriate and advisable. Without limiting this Article V, among its other authorities the District may assume administrative roles and responsibilities relating to the BID Area, such as the Maintenance of the Shared Facilities as defined in the Reciprocal Easements and Covenants Agreement dated November 17, 2021 and recorded in the land records of the Clerk of the Circuit Court of Alexandria, Virginia on November 18, 2021 as Instrument No. 210026067 (as may be amended from time to time, the “**Project REA**”), including, but not limited to, assuming any or all obligations of the REA Manager under the Project REA and delegating any of such obligations to the Administrator.

ARTICLE VI **COMMITTEES**

Section 1. Committees of the Board. The Board of Directors may establish such committees having and exercising the authority of the Board of Directors as it deems necessary or proper. Each committee must be composed of at least two (2) members of the Board of Directors, which shall be the minimum number required to constitute a quorum for committee business. The Directors shall be the only voting members with respect to committee actions. Committees may be comprised of members who are not Directors, however, such committee members may participate in advisory capacity only. The Board of Directors may make such provisions for appointment of the members and chairpersons of such committees, establish such procedures to govern the committees’ activities, and delegate to the committees such authority as may be necessary or desirable for the efficient management of the affairs, business, and activities

of the District; provided, that the Board of Directors shall not delegate to any committee authority to (1) adopt or approve a plan of merger or consolidation; (2) authorize the voluntary dissolution of the District; (3) elect or appoint any Director or Officer; (4) amend, adopt, or repeal the Ordinance or these Bylaws; and (5) adopt or approve a Major Decision. The members of a committee present at any meeting of the committee may appoint a Director to act in place of an absent member of the committee, whether or not the members of the committee present constitute a quorum. In addition, the Chairperson and Vice Chairperson may serve as ex-officio committee members of any committee, regardless of whether the Chairperson or Vice Chairperson currently serve as members on such committee. Unless otherwise specified in the resolution establishing a committee, a committee's authority shall continue until terminated by the Board of Directors, and a vacancy in a committee shall occur when a member thereof ceases to be a Director or is removed from the committee by the affirmative act of the Board of Directors. Committees may adopt charters to further describe their roles, responsibilities and the scope of any delegated authority. Any charter adopted by committee must be ratified by the Board.

Section 2. Executive Committee. The Executive Committee shall be composed of the Chairperson, the Vice Chairperson, and such other members of the Board of Directors as the Board of Directors may designate. Between meetings of the Board of Directors, the general management of the District shall be governed by the Executive Committee and the Executive Committee shall be delegated, to the maximum extent permissible, all the rights, powers, duties and authority of the Board of Directors. The Executive Committee shall meet at the call of the Chairperson.

Section 3. Other Committees. By a majority vote of the Directors in office, the Board of Directors shall designate a Nomination Committee and an Audit Committee, each of which shall consist of at least two (2) Directors. The Board of Directors may create other committee(s) consisting of Directors or other persons, which committee(s) shall have such authority as the Board of Directors may by law direct.

Section 4. Committee Meetings. Meetings of any committee shall, to the extent not otherwise specified in resolutions of the Board of Directors, be conducted in accordance with the foregoing provisions of these Bylaws.

Section 5. Other Provisions Regarding Committees. The Board shall have the power at any time to fill vacancies in, change the membership of, or discharge any committee. Unless prohibited by law, the provisions of Section 3.F of Article IV shall apply to all committees from time to time created by the Board.

ARTICLE VII **OFFICERS**

Section 1. Positions. The Officers of the District shall be a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as the Board of Directors may determine are necessary or desirable. Any two (2) or more offices may be held by the same person, except the offices of President and Vice President.

Section 2. Election. The Officers shall be elected by the Board of Directors.

Section 3. Qualifications. Officers need not be residents of the Commonwealth of Virginia and shall be eligible for re-election. Officers may, but need not be, members of the Board of Directors.

Section 4. Tenure. An Officer shall serve from the date of their election until their successor has been elected and qualified, or until the effective date of their resignation, their death, or their removal with or without cause by the Board of Directors.

Section 5. Resignation. An Officer may resign at any time by giving written notice of their resignation to the Chairperson or Vice Chairperson of the Board of Directors. Unless otherwise specified in such notice, the resignation shall be effective upon delivery.

Section 6. Duties of Officers. Except as otherwise provided by the Board of Directors, the Officers shall have such powers and perform such duties as typically pertain to their offices, as well as such additional powers and duties as are prescribed from time to time by the Board of Directors or (in the case of officers other than the President) by the President, and that are not inconsistent with law, the Ordinance, or these Bylaws.

Section 7. Authorized Signatories. The President and such other Officers as may be authorized by the President may enter into and execute on behalf of the District contracts, leases, debt obligations and all other forms of agreements or instruments, whether under seal or otherwise, permitted by law, the Ordinance and these Bylaws, except where such documents are required by law to be otherwise signed and executed, or where the signing and execution thereof shall be exclusively delegated to the Administrator or to some other Officer or agent of the District.

Section 8. Compensation. By resolution of the Board of Directors, Officers may receive compensation for their services and may be reimbursed for reasonable expenses paid while acting on behalf of the District. Nothing herein shall preclude any Officer from serving the District in any other capacity and receiving compensation therefor as authorized by the Board of Directors.

ARTICLE VIII

FINANCIAL ADMINISTRATION, BOOKS & RECORDS

Section 1. Administration. All disbursements of monies or incurrence of debts on behalf of the District may be undertaken by such Officer(s) or agent(s) of the District, and in such manner, as shall from time to time be determined by resolution of the Board of Directors or of any committee to which such authority has been delegated by the Board of Directors. No later than December 15 each year, the Board shall adopt (i) the proposed rate for the Supplemental Tax, and (ii) the Financial Plan for the subsequent fiscal year.

Section 2. Deposits and Accounts. All funds of the District not otherwise employed shall be deposited from time to time in general or special accounts in such banks, trust companies, or other depositories as the Board of Directors or any committee to which such authority has been delegated by the Board of Directors may select, or as may be selected by any Officer(s) or agent(s) of the District to whom such power may from time to time be delegated by the Board of Directors. For the purpose of deposit and for the purpose of collection for the

account of the District, checks, drafts, and other orders of the District may be endorsed, assigned, and delivered on behalf of the District by such Officer(s) or agent(s) of the District as shall be determined by the Board of Directors.

Section 3. Corporate Books and Records. The District shall keep at its principal place of business (a) the original or a duplicate records of the proceedings of the Board of Directors and Committees, (b) the original or a copy of these Bylaws, including all amendments thereof to date, certified by the Secretary, and (c) appropriate, correct, and complete books and records of account.

ARTICLE IX **INSURANCE AND INDEMNIFICATION**

Section 1. Insurance. The District may purchase and maintain insurance on behalf of an individual who is or was a Director, Officer, employee or agent of the District, or who, while serving the District in such capacity, is or was serving at the request of the District as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against any liability asserted against and incurred by them in that capacity or arising out of their status as such, whether or not the District would have power to indemnify them against such liability pursuant to applicable law, the Ordinance, or these Bylaws.

Section 2. Indemnification. The District does hereby indemnify to the maximum extent legally permissible (but only to the extent of the District's assets) any person who was or is a party or threatened to be made a party to any threatened, pending, or completed action, suit or proceeding (other than an action by or on behalf of the District) which action, suit or proceeding arises out of or relates to any claim, issue or matter involving or affecting the District, by reason of the fact that such party is or was a Director, Officer, or an affiliate of any Director or Officer, or is or was serving at the request of the District as a shareholder, a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against all expenses, including attorney fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by such party in connection with such action, suit, or proceeding, so long as such party acted in good faith in a manner reasonably believed to be in or not opposed to the best interest of the District; provided that no indemnification shall be made in respect of any claim, issue, or matter as to which a party has been adjudged to be liable for fraudulent, willful, or wanton conduct or misconduct, or gross negligence, or with respect to any criminal action or proceeding. The indemnification provided by this Bylaw shall not be deemed exclusive of any other rights which are provided under any agreement, vote of the Board of Directors or otherwise.

Section 3. Indemnification Rights. Except as otherwise provided for herein, the District shall indemnify any person who is or was made, or is threatened to be made, a named defendant or respondent in any pending, completed, or threatened action, suit, or proceeding, whether civil, criminal, administrative, or investigative (a "proceeding"), because they are or were a Director, Officer, employee or agent of the District, or who, while serving the District in such capacity, is or was serving at the request of the District as a Director, Officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against judgments, penalties, fines, settlements,

and expenses (including attorneys' fees) actually and reasonably incurred in connection with such proceeding unless:

A. it is established that they committed an act or omission that was material to the matter giving rise to the proceeding, and that such act or omission was either (i) committed in bad faith, or (ii) the result of active and deliberate dishonesty;

B. it is established that they actually received an improper personal benefit, including money, property or services;

C. in the case of a criminal proceeding, it is established that they had reasonable cause to believe that the act or omission was unlawful; or

D. in the case of a proceeding brought by or in the right of the District, they is adjudged liable to the District.

Section 4. Mandatory Indemnification. The District shall indemnify any Director, Officer, employee or agent who has been successful, on the merits or otherwise, in the defense of any proceeding referred to in section 3 of this Article against reasonable expenses incurred by such person in connection with the proceeding.

Section 5. Limited Liability. The Directors, Officers, and the Administrator shall benefit from any provisions of federal, state and local law limiting the liability of the members of boards, commissions, agencies, authorities, and governing bodies of any local governmental or quasi-governmental entity and the directors, employees, officers, agents and officials thereof.

ARTICLE X **AMENDMENTS**

The Bylaws may be altered, amended or repealed, or new Bylaws may be adopted only as a Major Decision of the Board of Directors as set forth in Article IV hereof. The Ordinance may be amended as provided for in the Ordinance.

ARTICLE XI **MISCELLANEOUS**

Section 1. Fiscal Year. The fiscal year of the District shall be the same fiscal year as used by at the City, currently the twelve (12) month period commencing July 1 and ending June 30 of each year.

Section 2. Seal. The District may have a corporate seal in such form as approved by the Board of Directors from time to time. Alternatively, the District may place the word "(SEAL)" adjacent to the signature of the person authorized to sign any document on behalf of the District if a corporate seal is required.

Section 3. Conflicts. To the extent that any provision of these Bylaws conflicts with either the provisions of the BID Act or the Ordinance, the applicable provision of the BID Act or the Ordinance, as applicable, shall control. If there is a conflict between the provisions of the BID Act and the provisions of the Ordinance, the provisions of the BID Act shall control.

Section 4. Contracts. The Board may authorize any of its Officers to enter into, execute and deliver any contract, lease or other instrument in the name of and on behalf of the District. Such authority may be general or confined to specific instances or transactions.

Section 5. Checks. All checks, drafts, orders for the payment of money, notes and other similar financial instruments shall be signed in the name of and on behalf of the District by any Officer designated by the Board, or by any senior staff person so authorized and designated by the Board from time to time.

Section 6. Interpretation. Any reference in these Bylaws to the term “law” shall be a reference to the laws of the Commonwealth of Virginia, including the BID Act, and to the extent applicable the Ordinance. These Bylaws are intended to be in compliance with the BID Act, and the regulations promulgated thereunder, and the Ordinance, and shall be construed in a manner consistent with the BID Act, and, to the extent applicable, the provisions of the Ordinance.

Section 7. Severability. Every provision of these Bylaws is intended to be severable, and if any term or provision is invalid for any reason whatsoever, such invalidity shall not affect the validity of any other terms or provisions of these Bylaws.

Section 8. Dispute Resolution. Any disputes arising with respect to any charge under the BID Act or any activity conducted by the District shall be resolved through mediation, or, if mediation is unsuccessful, arbitration. The Board of Directors shall, when necessary, adopt procedures for such mediation or arbitration.

Exhibit C:
Draft BID Articles of Incorporation

ARTICLES OF INCORPORATION
FOR
WEST END BUSINESS IMPROVEMENT DISTRICT

The undersigned, for purposes of forming a nonstock corporation under the provisions of the Virginia Nonstock Corporation Act, hereby submits the following Articles of Incorporation.

ARTICLE ONE
NAME OF CORPORATION

The name of the corporation is West End Business Improvement District (the “**District**”).

ARTICLE TWO
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office address of the District is located in Chesterfield County, Virginia at 250 Browns Hill Court, Midlothian, Virginia 23114. The initial registered agent of the District is Cogency Global, Inc., with an address identical to the registered office. The initial registered agent is a foreign corporation authorized to transact business in Virginia.

ARTICLE THREE
POWERS AND PURPOSES

The District is organized exclusively for such lawful purposes as will further the common business interests of the owners of the real property that is subject to the Ordinance (defined below) (“**Property Owners**”) and qualify it for exemption from federal income tax as an organization described under Section 501(a) of the Code of the Internal Revenue Code of 1986 (as amended, the “**Code**”). Within the scope of the foregoing, the District is organized to provide for additional, more complete and more timely governmental and public services that may be needed or desired, as well as the performance of activities related or incidental to the furtherance of the District’s stated purposes and permitted under applicable law, including, without limitation, Alexandria City Council Ordinance No. _____ (the “**Ordinance**”), which established the District pursuant to §§15.2-2400 et seq. Va. Code Ann.

In addition to these Articles of Incorporation, the District is also governed by the Ordinance and its Bylaws, all of which shall be construed together and deemed to incorporate one another where necessary and appropriate. Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Ordinance or the Bylaws, as applicable. Notwithstanding any other provision of these Articles of Incorporation, the District shall not carry on any activities that are not permitted for an organization that is exempt from federal income taxation under Section 501(a) of the Code.

ARTICLE FOUR

NO CAPITAL STOCK

The District is not authorized to issue any capital stock and shall not be operated for profit. The District does not anticipate distributing dividends, gains or profits. No Property Owner shall have any personal liability for the debts or obligations of the District. No part of the net earnings of the District shall inure to the benefit of any private individual other than: (a) the reimbursement of reasonable expenditures; (b) the payment of reasonable compensation for personal services rendered; (c) the rebate of excess fees and assessments; or (d) the payment of other amounts in furtherance of the purposes set forth in Article Two hereof.

ARTICLE FIVE

MEMBERSHIP

There are no members of the District. All powers and duties of the District shall be exercised by the Board of Directors.

ARTICLE SIX

BOARD OF DIRECTORS

Members of the Board of Directors of the District shall be appointed or elected as more particularly set forth in the Ordinance and the Bylaws. The names and addresses of the initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Jay Kelly	12435 Park Potomac Avenue, Suite 200 Potomac, MD 20854
Sandy Paik	12435 Park Potomac Avenue, Suite 200 Potomac, MD 20854
Judd Ullom	12435 Park Potomac Avenue, Suite 200 Potomac, MD 20854

ARTICLE SEVEN

LIMIT ON LIABILITY AND INDEMNIFICATION

To the extent the limitation or elimination of liability of directors or officers of a corporation or service district is permitted under applicable law, the Directors and Officers of the District shall have the benefit of such limitation or limitation of liability and shall not be liable to the District as set forth below.

(a) Indemnification of Directors and Officers. The District shall indemnify any individual who was or is threatened to be made a party to a civil, criminal, administrative, investigative or other proceeding (including, without limitation, a proceeding by or in the right of the District) because such individual is or was a Director or Officer of the District, or is a fiduciary of an employee benefit plan established at the direction of the District against all liabilities and reasonable expenses incurred by him or her on account of the proceeding, except such liabilities

and expenses as are incurred because of his or her willful misconduct or knowing violation of the criminal law. Before any indemnification is paid, a determination shall be made that indemnification is permissible in the circumstances because the person seeking indemnification has met the standard of conduct set forth above. Such determination shall be made in the manner provided by Virginia law for determining the extent to which the indemnification of a Director is permissible, provided, however, that if a majority of the Directors of the District has changed after the date of the alleged conduct giving rise to a claim for indemnification, the determination that indemnification is permissible shall, at the option of the person claiming indemnification, be made by special legal counsel agreed upon by the Board of Directors and such person. Unless a determination has been made that indemnification is not permissible, the District shall make advances and reimbursement for expenses incurred by any of the persons named above upon receipt of an undertaking from him or her to repay the same if it is ultimately determined that such individual is not entitled to indemnification. The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent shall not of itself create a presumption that a Director or Officer acted in such a manner as to make such Director or Officer ineligible for indemnification. The District is authorized to contract in advance to indemnify any of the persons named above to the extent it is required to indemnify them pursuant to this paragraph (a).

(b) Indemnification of Others. The District may, to a lesser extent or to the same extent that it is required to provide indemnification and make advances and reimbursements for expenses to its Directors and Officers, provide indemnification and make advances and reimbursements for expenses to its employees and agents, the Directors, Officers, employees and agents of its subsidiaries and predecessor entities, and any person serving any other legal entity in any capacity at the request of the District, and may contract in advance to do so. The determination that indemnification under this paragraph (b) is permissible, the authorization of such indemnification and the evaluation as to the reasonableness of expenses in a specific case shall be made as authorized from time to time by general or specific action of the Board of Directors, which action may be taken before or after a claim for indemnification is made, or as otherwise provided by applicable law. No person's rights under Article Seven, paragraph (a) above, shall be limited by the provisions of this paragraph (b).

(c) Miscellaneous. The rights of each person entitled to indemnification under this Article shall inure to the benefit of such person's heirs, executors and administrators. Indemnification pursuant to this Article shall not be exclusive of any other right of indemnification to which any person may be entitled, including indemnification pursuant to a valid contract, indemnification by legal entities other than the District and indemnification under policies of insurance purchased and maintained by the District or others. However, no person shall be entitled to indemnification by the District to the extent he or she is indemnified by another, including an insurer.

ARTICLE EIGHT

DISSOLUTION

The District shall exist in perpetuity unless dissolved.

Upon dissolution of the District, other than incident to a merger or consolidation, the assets of the District, if any, remaining after the payment or provision for payment for all liabilities of the District shall be distributed to the property owners pro rata in accordance with the Supplemental Taxes assessed to their properties. The District shall take no action to terminate or dissolve the District except in accordance with the Ordinance and the Bylaws.

ARTICLE NINE **AMENDMENTS**

These Articles of Incorporation may be altered, amended or repealed, or new Articles of Incorporation may be adopted only as a Major Decision of the Board of Directors as set forth in Article IV of the Ordinance.

[Signature Page Follows]

IN WITNESS WHEREOF, under the laws of the Commonwealth of Virginia, the undersigned incorporator for the District hereby executes these Articles of Incorporation this _____ day of _____, 2022.

By: _____

Name: _____

Title: Incorporator

DRAFT