Special Use Permit #2015-0024
765 John Carlyle Street and 1900 Eisenhower Avenue - Carlyle Block P

Application	**General Data**	
Project Name: Carlyle Block P	PC Hearing:	May 5, 2015
	CC Hearing:	May 16, 2015
	If approved, Expiration:	N/A
	Plan Acreage:	~ 76 Acres (All of Carlyle)
Location: 765 John Carlyle St. 1900 Eisenhower Ave.	Zone:	CDD#1
	Proposed Use:	Office with ground level retail
	Dwelling Units:	N/A
	Gross Floor Area:	372,000 sq. ft
Applicant: Carlyle Plaza LLC, represented by Ken Wire	Small Area Plan:	King Street/Eisenhower Ave Metro Station
	Historic District:	Not Applicable
	Green Building:	LEED Silver for Office and Retail

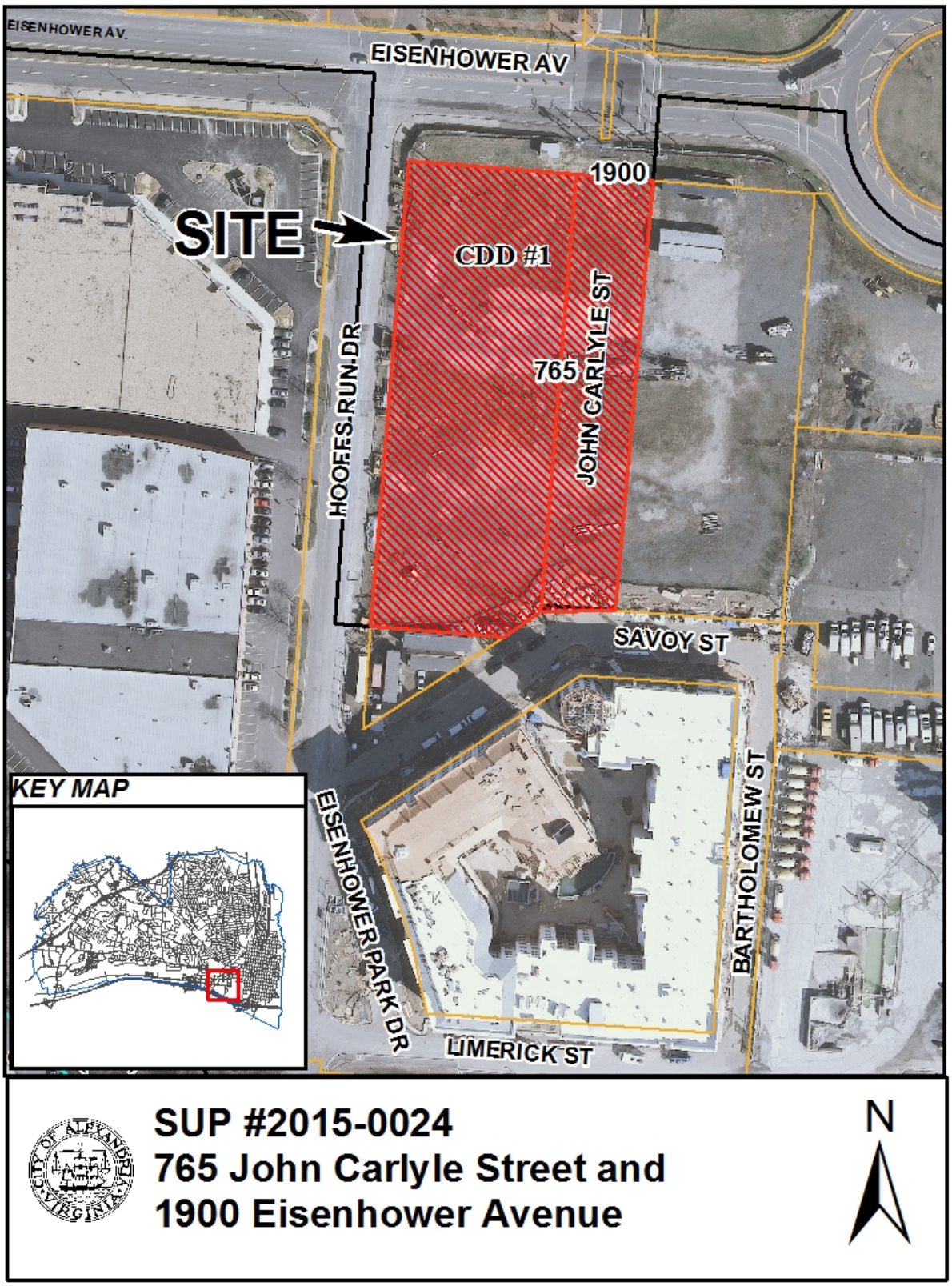
Purpose of Application
1. A request to amend the Carlyle SUP related to the construction of Block P.

Staff Recommendation: APPROVAL WITH CONDITIONS
Staff Reviewers: Robert M. Kerns, AICP, Chief of Development Gary Wagner, Principal Planner, gary.wagner@alexandriava.gov

PLANNING COMMISSION ACTION, MAY 5, 2015: On a motion by Commissioner Wasowski, seconded by Vice Chairman Dunn, the Planning Commission voted to recommend approval of Special Use Permit #2015-0024, subject to compliance with all applicable codes, ordinances, and staff recommendations with an amendment to condition 64 and 70A(m), and addition of Finding F-2 in the City Code Comments. The motion carried on a vote of 6 to 0 with Commissioner Lyle absent.

Reason: The Planning Commission agreed with the staff analysis and found the proposal to be consistent with the intent of the Eisenhower East and Carlyle Plans.

Speakers: Jonathan Rak, attorney, representing the applicant.


EISENHOWER AV.
EISENHOWER AV
1900
SITE
CDD #1
765
JOHN CARLYLE ST
HOOFFS RUN DR
SAVOY ST
KEY MAP
EISENHOWER PARK DR
BARTHOLOMEW ST
LIMERICK ST
SUP #2015-0024
765 John Carlyle Street and
1900 Eisenhower Avenue
N

I. SUMMARY

A. Recommendation

Staff recommends *approval* of the requested amendment to the Carlyle Special Use Permit regarding construction of Block P, the last remaining Block in Carlyle. If approved, the amendment would extend the timeframe for substantial construction of Block P to commence within 36 months of City Council approval. The applicant has not requested any changes to the building design or conditions of approval. However, staff has made some minor changes to the conditions to bring them up to current City standards and policies, and to also allow for the future construction of Block P.

II. BACKGROUND

A. General Project Description

Block P was approved for a mixed-use office building on a 2.18 acre site at the southwest corner of Eisenhower Avenue and John Carlyle Street, with 342,162 sq. ft. of office building and 29,724 sq. ft. of retail. The proposed building consists of two connected office towers on top of 5 levels of above-grade parking and a single story of retail space (see attached building graphic). Because of contaminated soils on the site, below grade parking was not possible. At 16 stories, the south tower stands approximately 183 ft tall. The north tower is 13 stories and approximately 148 ft in height. The building reads as two pre-cast clad office buildings with a continuous dark stone base along John Carlyle Street. The primary entrance to the building will be on John Carlyle Street, with retail facing Eisenhower Avenue and portions of John Carlyle St. Visible from the I-495 Beltway, the tallest portion is at the south end of the project, which is designed as a vertically oriented accent element. The project will also complete a portion of a pocket park that has already been partially constructed by Block 27.

B. Site Context

Block P is located within the 76 acre Carlyle neighborhood (CDD #1) that is broadly defined as the area bounded by Duke Street to the north, Holland Lane to the east, Eisenhower Avenue to the south, and Mill Road to the west. Block P is the only Carlyle block located south of Eisenhower Avenue. Across Eisenhower Ave. to the north is the Patent and Trade Office complex; to the west is an existing retail and office building owned by Hoffman Company; to the south is Block 27, a 5 story residential building, and Blocks 29 and 30, the AlexRenew expansion site under construction; and to the east the Carlyle Plaza II property owned by JM Zell Partnership. The development blocks that were established by the Eisenhower East Small Area Plan border Carlyle to the west and south. The map in the Graphics section of the report shows the Carlyle blocks as all of the lettered blocks and the Eisenhower East blocks as the numbered blocks.

C. Procedural Background

The Carlyle development was originally approved in 1990 through a Special Use Permit (SUP#2253). The SUP approval covered the entire 76 acre development and established the amount of floor area and types of uses permitted for each of the sixteen blocks within Carlyle. Over the years, amendments have been made to various components of this development, which have been processed as an amendment to the overall SUP (a list of the approved amendments is included in the Attachments section of the report). With each amendment, the conditions of approval established by the first approval have been updated to reflect the most current set of requirements for the development. Shortly after the 1990 approval, construction began in Carlyle per the SUP approval. The Carlyle Design Review Board (DRB) reviewed and approved final building design for each block per approved Design Guidelines. Block P was approved by the DRB on July 17, 2007 (See Attachment #3).

Twenty-five years after the original approval, Carlyle is nearly built-out, with only Block P remaining to develop. Because of the recent economic downturn, the applicant has been unable to attract a tenant to start construction. Block P has final site plan approval, and an approved building permit that is still valid. The applicant is hoping that recent residential and commercial development in the area will help attract a tenant in the near future in order to start construction.

D. Construction/Timing

In order to allow this development to move forward, Staff is recommending a change to Condition 64 which requires the applicant to "*diligently and continuously pursue completion of all development within the project area. In the event there is no substantial construction activity proceeding on a continuous basis within the project area for more than 24 months, applicant shall be deemed not to have satisfied the requirement that it "diligently and continuously pursue" completion of development within the project area*."

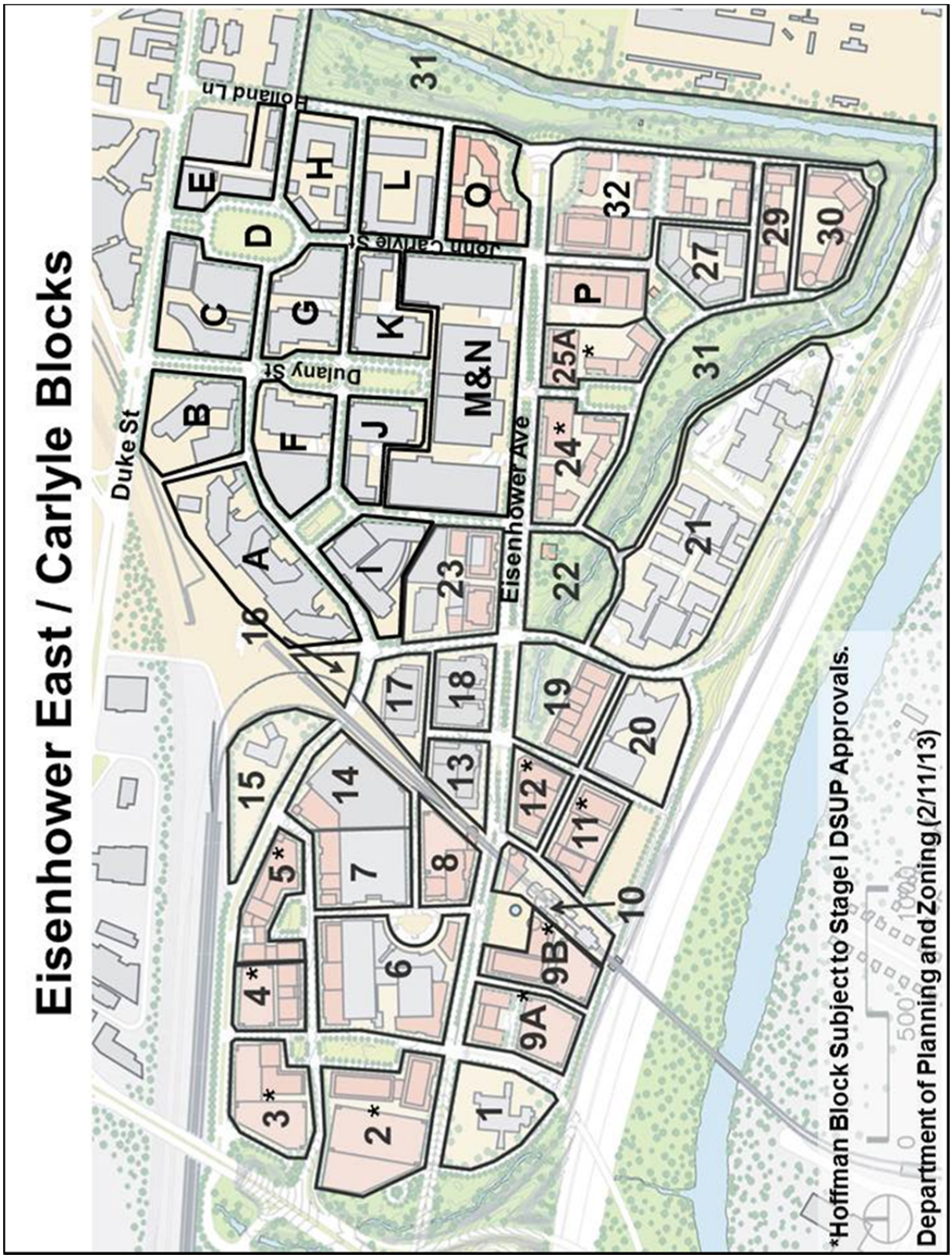
Staff has provided additional language to the above condition to allow for substantial construction of Block P to start no later than 36 months from the date of City Council approval, should this amendment be approved. Staff has also updated Condition 70A.m. related to the City's Green Building Policy to achieve a green building certification level of LEED Silver, and a new Finding in the Code Section related to sanitary and storm sewer adequate outfall analyses.

III. <u>CONCLUSION</u>

Staff recommends **approval** of the requested amendment to the Carlyle SUP to allow for the construction of Block P, subject to compliance with all applicable codes and the following staff recommendations.

Proposed Block P Building – Eisenhower Avenue View

IV. GRAPHICS


Eisenhower East / Carlyle Blocks
Duke St
Holland Ln
Dulany St
John Carlyle St
Eisenhower Ave
A
B
C
D
E
F
G
H
I
J
K
L
M&N
O
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1
2*
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9A*
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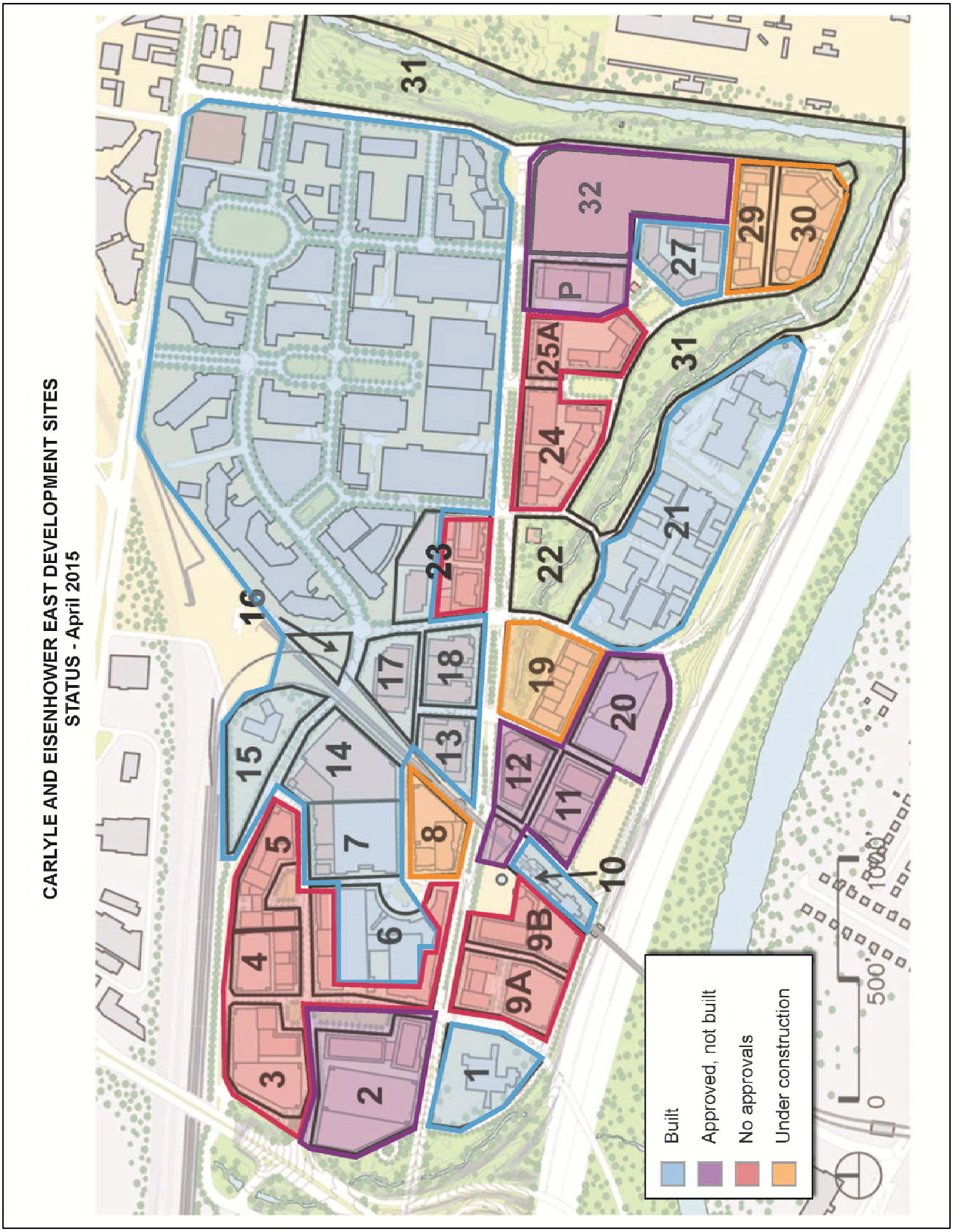
*Hoffman Block Subject to Stage I DSUP Approvals.
Department of Planning and Zoning (2/11/13)


CARLYLE AND EISENHOWER EAST DEVELOPMENT SITES
STATUS - April 2015
Built
Approved, not built
No approvals
Under construction
0
500'
1000'
1
2
3
4
5
6
7
8
9A
9B
10
11
12
13
14
15
16
17
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19
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25A
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32

V. STAFF RECOMMENDATIONS

Staff recommends **approval** subject to compliance with all applicable codes and ordinances.

Note: The following conditions are brought forward from SUP #2253, as amended; Condition 64 and 70A.m. have been amended and Finding F-2 (City Dept. Code Comments) has been added.

A. T&ES Conditions:

1. The construction or initial improvement of all public rights-of-way shown on the applicant's Plat of Subdivision, dated February 20, 1990, including the Black Heritage Park, shall be the responsibility of the applicant. Plans, profiles, and cross-sections, showing typical pavement and sidewalk sections, as well as full construction plans, for any street shown on the subdivision plat which is within or adjacent to the project area and which is to be constructed by applicant, shall be submitted with the final site plan for such construction or improvement and shall be approved prior to the release of the site plan. With the exception of landscaping (see ¶ III-15), the maintenance and repair of streets and sidewalks within public rights-of-way in the project area and of the Black Heritage Park shall be the responsibility of the city. With the exception of landscaping (see ¶ III-15), the maintenance and repair of all other public rights-of-way within the project area (primarily, medians running between the travel portions of streets) shall be the responsibility of applicant.

2. Preliminary plans and profiles for all storm and sanitary facilities for the entire project, together with all appropriate calculations, shall be submitted in conjunction with the first final site plan for the project and approved prior to the release of that site plan. These plans shall show any effects on upstream facilities which are or may be caused by the storm or sanitary lines or facilities serving the site.

3. The existing stone railroad bridge at Hooff's Run shall be retained as an historic 100 year old structure. Without disturbing the bridge, the Applicant shall design and construct, at its sole expense, a bypass structure and storm sewer to accommodate the stormwater flow from a 100 year storm; such design to be in accordance with a plan developed by the City Engineer or as mutually agreed upon by the City and the Applicant.

   The Applicant shall stabilize and improve the bridge in accordance with its historic character. This stabilization and improvement shall include the replacement and securing of eroded and loose brickwork and stones, especially along the wing walls, and the clearance and removal of vegetation and trees growing within the walls in a manner which minimizes any disturbance to these walls; the repairing of the northern parapet of the bridge and the installation of handrails along the north and south parapets of the bridge.

   The Applicant shall undertake and complete the work required by this condition in a manner which preserves the historical integrity and character of the bridge and its

immediate environs, and the work shall be performed to the satisfaction of the Director of Transportation and Environmental Services. Applicant's final design and plans for the work required by this condition shall be submitted to the director for his review and approval.

The construction of the bypass structure/storm sewer and the stabilization and improvement of the bridge shall commence within 60 days after the City has completed the undergrounding of the 230 kv power lines identified in Condition #34 and after the City has made available to the applicant the requisite easement across the property of Virginia Power to the north of the bridge.

Applicant shall dedicate the bridge and adjacent right of way for the extension of Jamieson Street within six months following the completion of the bypass structure/storm sewer and the stabilization and improvement of the bridge as required in this condition.

4. Slope protection and channel improvements shall be provided along Hooff's Run, to the extent specified by the Director of T&ES, to accommodate stormwater flow from the project site. Construction of this protection and these improvements shall occur at the same time the construction referenced in ¶ III-3 takes place.

5. Prior to the removal or abandonment of any existing storm or sanitary sewer on, serving or passing through the project site and except in situations covered by BOCA, a new replacement sewer shall be in place and in service, and all necessary dedications and easements shall have been recorded.

6. A plan and design providing channel protection along the portion of Hooff's Run which is adjacent to the Black Heritage Park and the adjacent cemeteries shall be submitted with the first final site plan for the project and shall be approved by the Director of T&ES before the release of that site plan. Construction of this channel protection shall be the responsibility of the applicant and shall commence within six months of the release of the site plan and thereafter shall be diligently pursued.

7. Preliminary plans for undergrounding utilities throughout the project site, along with the engineering plans and profiles required under ¶ II-5, shall be submitted with the first final site plan for the project, and shall be approved prior to the release of that site plan. No utility facility or component (e.g., electric transformers, switches, inter-connections) shall be located on any sidewalk within the project area, including those (if any) not located within a public access easement, or below such an area in a manner which has any visible or physical effect on the sidewalk (e.g., grates, ventilation shafts), unless expressly approved by the Director of T&ES and, where applicable, adequately screened to the satisfaction of the director. Nor shall any such facility or component be placed on any vehicular right-of-way within the project area. Unless otherwise expressly approved by the Director of T&ES, all utility facilities and components within the project area shall be located within project buildings and, where applicable, screened, to the satisfaction of the director, from the view of persons using a public right-of-way or pedestrian area within the project area.

8. Any traffic signalization proposed by the applicant and any signalization required by the Director of T&ES shall be shown on the final site plan for the portion of the project area in which the signalization is to be installed. The acquisition and installation costs of any traffic signal or signalization approved or required by the director shall be the responsibility of the applicant, and payment of such costs shall be made to the city prior to the release of the site plan. Any signalization approved or required by the Director as part of a final site plan shall be installed and properly operating prior to the issuance of a certificate of occupancy for any building which, in the director's view, is to be served by the signalization.

9. Specifications and associated calculations for the lighting of streets and other public rights-of-way and for the areas to be developed within the project area shall be submitted with final site plans. Prior to the release of any final site plan, the lighting for all streets and development areas covered by the plan shall be approved. In addition, light fixtures and poles proposed for streets and other public rights-of-way shall be identified in final site plans and shall be approved by the director of Planning and Community Development prior to the release of any plan. All fixtures located on or along streets and pedestrian access areas shall be uniform throughout the project area. The acquisition and installation costs of all lighting within the project area, including on public rights-of-way, and along the streets adjacent to the project area which the applicant is responsible for enlarging or otherwise improving (see ¶ II-5) shall be the responsibility of the applicant, and a bond in the amount of such costs shall be made to the city prior to the release of the site plan showing such lighting.

10. The names of all streets, within the project area shall be approved by the City's Planning Commission.

11. No demolition shall occur within the project area without a demolition permit issued by the City's Office of Code Enforcement.

12. All buildings constructed within the project area shall be protected against methane gas in a manner approved by the Director of T&ES or his designee. Applicant shall study the economic alternatives for using methane gas from the project area and shall furnish a report to City Council within four months of the date of approval of this permit.

13. Prior to the release of any final site plan for any area within the project area, an analysis of the soil within the project area as well as of the groundwater below the project shall be submitted to the Virginia Department of Waste Management and the city, and a remediation plan meeting all requirements of that department and the Virginia Water Control Board, and agreed to by the Directors of T&ES and the City's Department of Health ("DOH") and the applicant, shall be finalized. Unless otherwise required by a remediation plan, all remediation work in any portion of the project area required either by the Department of Waste Management, on the basis of the analysis submitted by applicant or otherwise, or by any other governmental entity having regulatory jurisdiction over such soil, groundwater, surface water or sediments, shall be completed in a manner

found acceptable by the department or such other governmental entity prior to the release of any grading, building or similar permit for that portion of the project area.

13A. Also prior to the release of any final site plan for any area within the project area, the applicant shall have initiated contact with the United States Army Corps of Engineers and the Virginia Marine Resource Commission regarding the potential jurisdiction of those agencies over any of the applicant's proposed activities with respect to the project area. All necessary authorizations of both agencies shall be obtained by the applicant before the release of any grading, building or similar permit that could allow activities subject to the jurisdiction of either agency.

14. No interim parking of vehicles shall be permitted on vacant land within the project area without a special use permit, except that construction and worker vehicles may be parked on such land with the approval of the Director of T&ES.

15. All landscaping within all public parks, and within all public street easements and public street medians shall be provided and maintained, including its replacement, by CDC and its successors with the following exceptions:

- Landscaping within the Block A park shall be maintained and replaced by the City.

- Any additional landscaping added by the City within the African American Heritage Park or the Block A Park after their dedication to the City shall be maintained by the City.

- The replacement of any landscaping which is damaged or destroyed due to catastrophic weather events, or due to traffic or other such accidents shall be the responsibility of the City.

16. Maintenance of George's Lane shall be the responsibility of the City upon acceptance by the City of the street. (SUP97-0157)

17. A detailed soils report, together with recommendations for sheeting and shoring, excavation and foundation design, shall be submitted with each final site plan and shall address the construction proposed by the plan. No site plan shall be released until applicant's plans for sheeting and shoring, excavation and foundation work have been approved. See ¶ III-83.

18. All buildings within the project area and all individual residential units, retail establishments, offices and other uses within those buildings shall be designed to accommodate the separation of waste materials (e.g., office paper, glass, plastics, newspapers, metal) to facilitate their collection and recycling.

19. A permanent storage area, no smaller than 20 feet by 20 feet, shall be provided within the project area for the short-term placement by the city of sweeper debris. The area shall be made available to the city after certificates of occupancy have been issued, in the

aggregate, for 1 million square feet of office space in the project area. The storage area shall be easily accessible by street sweeping and debris removal equipment, and may be incorporated in the waste disposal area of a building within the project area.

20. Trash receptacles, of a design approved by the Director of T&ES, shall be provided along streets within the project area at locations approved by the director. Applicant shall be responsible for the initial acquisition, the maintenance and, where required, the replacement of all such receptacles.

21. Each townhouse constructed within the project area shall be designed to accommodate the refuse can utilized at the time in the city's "Super Can" refuse collection program. Applicant shall be responsible for purchasing from the city at least one such can for each townhouse at the time a building permit for the townhouse is submitted.

22. Condition 22 is intentionally deleted.

23. Bus shelters, designed to the satisfaction of the Director of T&ES and the Alexandria Transit Company ("ATC"), shall be constructed throughout the project area at locations determined by the city, ATC and applicant. The costs of constructing all such shelters shall be the responsibility of the applicant. In addition, the maintenance of all such shelters shall be the responsibility of applicant.

24. The intersection at Duke Street and Diagonal Road shall be modified, to the satisfaction of the Director of T&ES, to restrict motor vehicle travel between the project area and the King Street Metro Station to busses only.

25. A pedestrian tunnel under Duke Street from the west side of Dulany Street to the west side of Diagonal Road and related items shall be designed and constructed, or in the case of some related items reconstructed, by the applicant at its sole expense to the satisfaction of the Directors of T&ES and P&Z. The related items shall consist of adjoining sidewalks, medians and the plaza at the Crescent Park, as well as lighting, gates, signage, security features and a kiosk or similar structure. No construction north of Duke Street shall be required except the minimum necessary to connect with the north side of the Duke Street right-of-way. Construction of the tunnel shall be completed by December 31, 2003 unless the U.S. Patent and Trademark Office relocation to Carlyle does not proceed, in which case the construction of the tunnel shall be completed by a date to be determined by City Council. Upon completion of construction of the tunnel and acceptance of the tunnel by the City, the City shall assume full responsibility for the tunnel, including all maintenance and liability, except that CDC and its successors or assigns acceptable to the City shall be responsible, at its or their sole expense, for providing cleaning/custodial services for the tunnel and for the costs to provide security for the tunnel. The City Manager shall determine the type and extent of security to be provided in the tunnel. The City Manager shall also determine the hours of operation for the tunnel. Funds for tunnel security may come from the TMP account for Carlyle, to the extent such funds are not otherwise obligated under paragraph 2 of the TMP.

26. Prior to the release of the first final site plan for the project area, applicant shall pay to the city $100,000 as a contribution towards construction of a pedestrian connection between the King Street Metro Station and the adjacent commuter rail train station.

27. Lot 514, as shown on applicant's Plat of Subdivision, dated February 20, 1990, shall be dedicated to the city within 6 months of the release of the first final site plan for the project. Within 6 months of the release of this site plan, all rails, ties and other track elements shall be removed from this land and from the land owned by the city and by the Norfolk Southern Railroad which lies to the south of Duke Street and the east of Holland Lane. Following the removal of all track elements from the land described in this paragraph, but no more than 6 months after the release of the first final site plan for the project, all such land shall be graded, to the satisfaction of the Director of T&ES, to provide adequate drainage.

28. All sidewalks within the project area, whether or not located within a public right-of-way, shall be constructed of brick and shall conform to all City of Alexandria construction standards.

29. All driveways entering a parking garage within the project area shall be aligned, to the satisfaction of the Director of T&ES, to minimize conflicting vehicle movements. The location and width of each driveway entrance shall be shown on a final site plan. Each such driveway shall provide one entrance and one exit lane for every 500 parking spaces, or portion thereof, within the garage it serves. Thus, for instance, the driveway serving a parking garage of 1,300 spaces shall have a minimum of 6 lanes--3 for ingress and 3 for egress. However, with the approval of the Director of T&ES, lanes may be made reversible, thereby reducing the number needed to be provided.

30. All on-street parking controls and restrictions within the project area shall be determined by the city. Any such controls and restrictions which applicant desires shall be shown on its final site plans. Any parking meters which are placed on public rights-of-way within the project area at applicant's request shall be acquired and installed, in accord with city specification, by applicant.

31. Any special paving materials which applicant decides to utilize within the project area for pedestrian crosswalks across public streets shall be approved by the Director of T&ES and shall be purchased, installed, maintained and, if needed, replaced by applicant. Following the release of the first site plan for the project area which includes office or residential buildings, applicant shall, at all times, store at least 1,000 such pavers within the project area.

32. Holland Lane between Duke Street and Eisenhower Avenue shall be widened by applicant at its sole expense to four undivided lanes with curbs and gutters, sidewalks along both sides of the right-of-way, street lights and landscaping. Engineering plans and profiles for this widening shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. See ¶ II-5. Construction of this

widening shall commence within 6 months of the release of such site plan and shall thereafter be diligently and continuously pursued until completion.

33. Eisenhower Avenue shall be extended by applicant at its sole expense from Hooff's Run Drive to Holland as a four lane divided roadway with curb and gutters, sidewalks along both sides of the right-of-way, street lights and landscaping. Design and engineering plans and profiles for this widening shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. See ¶ II-5. Construction of this widening shall commence within 6 months of the acquisition of all necessary land rights and shall thereafter be diligently and continuously pursued until completion.

34. The City of Alexandria shall underground the 230 kv power transmission lines along Holland Lane from the future location of Jamieson Street to a point approximately 150 feet south of the Alexandria Sanitation Authority bridge. The Applicant shall prepare a level pad site (approximately 70' x 150') at the southern point of this undergrounding and shall make available to Virginia Power any required easements relating to the undergrounding along Holland Lane. This undergrounding work shall be carefully coordinated with Applicant to ensure that it causes a minimum of disruption to other work which Applicant may be undertaking in the vicinity. Commencement of the undergrounding of the 230kv power lines shall begin as soon as practicable. Applicant shall reimburse the City for all costs associated with such undergrounding work in accordance with a schedule of payments to be determined by the Director of T&ES.

35. Condition 35 is intentionally deleted.

36. Modifications to the intersection of North Street and Mill Road shall be made by applicant at its sole expense, as defined by and to the satisfaction of the Director of T&ES. Design and engineering plans and profiles for these modifications shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. See ¶ II-5. Construction of the modifications shall commence within 6 months of the acquisition of all necessary land rights, and shall thereafter be diligently and continuously pursued until completion.

37. Modifications to the intersections of Eisenhower Avenue and streets providing access to the project area shall be designed and constructed by applicant at its sole expense, to the satisfaction of the Director of T&ES.

38. No traffic circle at the intersection of Eisenhower Avenue and Holland Lane shall be constructed unless it is designed to the satisfaction of the Director of T&ES.

39. All intersections of Duke Street and street providing access to the project area shall be designed and constructed by applicant at its sole expense, to the satisfaction of the Director of T&ES. Engineering design plans and profiles shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. Construction of these intersections shall commence either within 6 months of the release

of the site plan or by another date determined by the director, and shall thereafter be diligently and continuously pursued until completion.

40. (a) A collector/distributor roadway, generally as shown in a January 29, 1990, document entitled "Draft Justification and Study of Modifications of the Existing Interstate 95 Interchanges, U.S. Route 1 and Telegraph Road Interchanges, Alexandria, Virginia," shall be designed, engineered and constructed along the north side of the Capital Beltway which connects the U.S. Route 1 and Telegraph Road interchanges to the Beltway and provides access to and from Mill Road. If the alignment of this roadway disturbs in any manner the current access which the Alexandria Police Department and Sheriff have from Mill Road to the Alexandria Public Safety Center, any modifications to the alignment of, or other alterations or improvements to, Mill Road necessary to preserve such access, as determined by the Director of T&ES, shall be made. The costs of designing, engineering and constructing this connector/distributor roadway and any such modifications, alterations or improvements to Mill Road shall be the sole responsibility of applicant; provided, however, that applicant's responsibility shall be reduced by any federal or state funding received for the such design, engineering and construction work; and provided further, that any contributions toward this work received by the city from owners or developers of other property in the Eisenhower Valley shall be paid to applicant. The design and construction of the connector/distributor roadway shall comply with all applicable state and federal requirements and standards, and all design and engineering plans and profiles for the roadway shall be submitted to the Director of T&ES for his approval. In the event that the U.S. Patent and Trademark Office relocation to Carlyle does proceed in whole or in part, substantial construction of the collector/distributor roadway, pursuant to this condition, shall commence no later than July 1, 2003, and shall thereafter be diligently pursued to completion. As used herein, “construction” means the uniting together of construction materials on the site for the permanent, physical structure of the roadway. The applicant has agreed that, in the event it fails to comply with the requirements of the prior two sentences, it shall be subject to an action by the City, filed in the Circuit Court for the City of Alexandria, to enforce the requirements.

(b) No certificates of occupancy shall be issued for any office space located on Block P unless and until construction of the collector/distributor roadway described in paragraph (a) has been completed and the roadway is in operation.

(c) Notwithstanding any other provision in this condition, the requirement for the construction of the collector/distributor roadway described in paragraph (a), and the prohibition against the issuance of certificates of occupancy in paragraph (b), shall not apply in the event that, and for so long as, construction has commenced, and continues to be diligently pursued, of all or part of the Woodrow Wilson Bridge replacement project, said project being described in the Record of Decision issued by the United Stated Department of Transportation on November 25, 1997 (regardless whether that Record of Decision is supplemented or replaced by a subsequent similar decision document), and including access ramps providing direct access from the inner loop of the Beltway to Mill Road and from Mill Road to the outer loop of the Beltway. This condition shall be of no

further force or effect once these access ramps linking the Beltway with Mill Road are in operation.

41. Each building to be constructed within the project area shall be included in a final site plan, meeting all applicable requirements of the city's then existing site plan ordinance and filed with the Department of T&ES, and no construction of any building may commence until a final site plan encompassing the building has been approved and released by the department.

42. All parking garages shall have clearances, at least on their first parking level, which are adequate to accommodate full-size vans.

43. No structure within the project area shall be constructed at a height, in a location or otherwise in a manner which will obstruct, in any way, the nature or quality of micro-wave transmissions between the tower of the Masonic Temple, located at the intersection of King Street, Russell Road and Callahan Drive, and the city's Public Safety Center located on Mill Road. Nor shall any construction or other activity within or adjacent to the project area cause any obstruction to such microwave transmissions.

44. Pursuant to applicant's offer, in response to a request for proposals issued by the city in March 1989, to convey land within the project area to the city as the site for a new United States Courthouse and the city's March 18, 1989 acceptance of applicant's offer, applicant shall enter into a contract with the City within 30 days of the decision by City Council, under section 7-6-28(i) of the Alexandria City Code, to grant a special use permit approving a plan of development for the project area, for the conveyance of Block I to the city; provided, that applicant's obligation to convey Block I is contingent upon the city's subsequent conveyance of the block to the United States for construction of a new United States Courthouse.

45. Except as otherwise expressly stated in the code requirements and conditions set out above and in the conditions set out below, applicant shall develop the project area in full accord with, and shall be subject to all narrative statements and drawings made in, its Plan of Development, as defined in ¶ I-1.

B. <u>Recreation Conditions</u>:

46. Within six months of the issuance of this permit by city council, applicant shall contribute $200,000 to the city for upgrading, maintaining, lighting or otherwise improving one or more athletic fields within the city.

47. Two tennis courts shall be provided within the project on Block A. In addition, a dog run area shall be constructed on the adjoining 2.12 acres of land. The surface for the dog run area shall be the existing mix of gravel and landscaping, with no fewer than ten shade trees planted at locations around and/or within the area to the satisfaction of the Director of RP&CA. Further, the dog-run shall be fully fenced, water shall be provided to the site, and no fewer than four benches shall be provided. The courts and the dog run shall be

dedicated to the City for recreation purposes. Once the City accepts the dedication of the courts and dog area, the City shall be responsible for their maintenance.

48. Within 12 months of the approval of a special use permit for the project area, one or more athletic fields shall be constructed on Block P in the project area, in accordance with specifications provided by and to the satisfaction of the Director of Recreation and Cultural Affairs. Such construction shall include the clearing and grading of Block P in accordance with specifications provided by the Director of Recreation and Cultural Affairs. This athletic field or fields so constructed shall remain the sole use of Block P until the approval and release of a final site plan providing for the development of the block. Applicant shall not be responsible for lighting or maintaining any athletic field on Block P.

49. In connection with all street trees within the project area, below-grade planting troughs, meeting the specifications of the Director of Recreation and Cultural Affairs, shall be provided to increase available growing space, and adequate under drainage and soil mixtures shall be furnished. Trees located above parking garages shall be placed in above-grade planting troughs meeting the specifications of the director.

50. A playground shall be constructed in connection with the day care center to be built within the project area. The playground shall meet all specifications of the Director of Recreation and Cultural Affairs.

51. (a) John Carlyle Square, Dulany Gardens, The Crescent, Courthouse Square, and the Eisenhower Avenue Rotary are major open spaces which shall be constructed and maintained by the Carlyle Community Association, but subject to a public access easement. The design of these spaces shall be to the satisfaction of the Directors of P&Z and RP&CA who may consult with the DRB. At a minimum, the spaces shall be developed with the level of landscaping shown on the approved development plan. In addition, the following requirements shall be met:

(i) John Carlyle Square shall be designed consistent with the proposed Block D guidelines, to include landscaping and hardscaping intended to accommodate informal and formal outdoor events, shows and other activities for workers, residents, retail patrons and visitors to Carlyle, as well as residents of the city at-large. At a minimum, the Square shall include a small stage, fountain or similar design element, tables and benches for eating and playing chess or other games, space for lawn games, irrigation for landscaping and lights. Vendors shall be permitted to operate on the Square generally if approved specifically by separate SUP or, for specific events or activities, if authorized by the Director of RP&CA. The City shall have the right to program use of the Square for up to 10 events per year. Jamieson Street shall not go through the park.

(ii) Dulany Gardens shall be developed with lawn and landscaping, pathways, seating, and a fountain, in keeping with the design which has already been approved

by the Design Review Board for portions of the park as depicted on the plan entitled 'The Parks at Carlyle, Alexandria, Virginia, Dulany Gardens' and dated 3/03/95.

(b) The African American Heritage Park and the Block A Park shall be dedicated to the city.

52. Consideration shall be given to the development of an ice skating rink in the Gardens area which would convert to a fountain/pool in the summer.

53. Assistance in the planning of an extension of the bike trail from Eisenhower Avenue underneath the Beltway at Payne Street/Hooff's Run to link up with the Mt. Vernon Trail at Hunting Creek shall be provided.

53A. A good-faith effort shall be made by applicant to locate and develop active recreational space at the south end of the Black Heritage Park near the Alexandria Sanitation Authority or elsewhere within the project area.

C. Housing Conditions:

54. At least 40% of the floor area dedicated to residential use, excluding that provided for elderly housing, shall consist of dwelling units with not less than two bedrooms.

54A. Condition 54A is intentionally deleted.

55. Prior to the release of the first site plan for the project area, applicant shall contribute $2.3 million to the City's Housing Trust Fund. An additional $2.3 million shall be paid in five equal annual installments on the anniversary date of the first payment of $2.3 million, with each payment adjusted so that it is made in constant 1990 dollars. Constant 1990 dollars shall be defined according to the Index known as the "U.S. Bureau of Labor Statistics Consumer Price Index For All Urban Consumers: Selected Areas, By Expenditure Category And Commodity And Service Group," for the expenditure subcategory "shelter," for the Washington D.C.-Maryland-Virginia SMSA. In the event the subcategory "Shelter" shall cease to be maintained, the designated category shall be "All Items" of the aforesaid Index. The designated Index and category or subcategory published next before the initial payment of $2.3 million shall serve as the "base index," and like data published next before each subsequent installment shall serve as the "installment index." Each such annual installment shall be the sum of (i) $460,000 and (ii) an amount computed by multiplying the sum of $460,000 by the percent change in the designated CPI Index between the "base index" and the applicable "installment index."

All payments made pursuant to this paragraph shall be placed and retained in a special City fund until a report from staff is received and approved by City Council regarding the manner in which these monies are to be used to subsidize rents and/or home purchases at this project or elsewhere in the City.

55A. The Block O development is receiving additional residential density through the provisions of Section 7-700 of the Zoning Ordinance and shall be subject to the following:

a. The developer shall provide six (6) affordable units for income eligible households. Three (3) will be one-bedroom units and three (3) will be two-bedroom units. A parking space shall be provided with each unit.

b. The set aside units shall be of comparable size, construction quality and exterior design to the market rate units in the development and shall be located throughout the buildings. Interior finishes and features must be durable, of good quality and consistent with contemporary standards for new housing, and must meet or exceed the minimum standards set forth by the Virginia Housing Development Authority (VHDA) for the Low Income Housing Tax Credit Program. Renters or owners in these set aside units shall have access to all community amenities.

c. If the project is developed as rental development, the set-aside units shall be maintained as affordable rentals for a period of thirty (30) years. Rents (including utility allowances) for the set aside units shall not exceed maximum rents allowed under the federal Low Income Housing Tax Credit (LIHTC) program for households at or below 60% of the Washington DC Metropolitan Area Family Median Income.

d. The developer shall re-certify the incomes of qualifying households annually. The developer shall provide the City with access to the necessary records and information to enable annual monitoring of compliance with the above conditions for the 30-year affordability period.

e. Once an income-eligible household moves into a set-aside unit, that unit will be considered an affordable unit until the household's income increases to more than 140% of the then-current income limit. At that time, the over income household shall be allowed to remain, but the next available unit of comparable size (i.e., with the same number of bedrooms) must be made available to a qualified household as a set-aside unit. Once the comparable unit is rented, the rent of the over-income unit may then be increased to market rate in accordance with any lease restrictions.

f. Applicants receiving Housing Choice Voucher/Section 8 assistance will not be denied admission on the basis of receiving Housing Choice Voucher/Section 8 assistance. Such assistance payments will be treated as income for the purpose of determining minimum income eligibility.

g. If the market rents are less than anticipated, the set-aside unit rents (as adjusted for utility allowances) will continue to be used as the affordable rents; however, in the event the differential between the market rents and the set-aside unit rents falls below $150, the affordable rents shall be reduced to maintain a differential of at least $150 at all times.

h. If the set-aside units are marketed as condominiums to first time homebuyers, the sales price shall be in accordance with the current rate for purchasers qualifying for the City’s Moderate Income Homeownership Program (MIHP). The sales price shall include one parking space for each unit. Deed restrictions governing re-sale shall be consistent with the City’s policy at the time of sale.

i. In the event that a portion of the development is developed as rentals and a portion is developed as condominiums, the set aside units will be included in the rental portion.

j. If the developer proposes any amendments to the approved Affordable Housing Plan following occupancy, such amendments must be submitted to the Affordable Housing Advisory Committee for its consideration, and will require final approval from the City Manager. The number of total set-aside units shall remain the same. (SUP#2009-0081)

56. Applicant shall diligently pursue tax exempt financing, tax credits and other forms of housing subsidies which could be used together with the contributions provided under ¶ III-55 to maximize the number of non-elderly subsidized housing units constructed and occupied within the project area. In pursuing these matters, applicant shall work closely with the City's Office of Housing.

57. A plan for employer-assisted housing options to be presented to businesses leasing or purchasing space in the project area shall be submitted to the city's Office of Housing within 6 months of the issuance of the project's first certificate of occupancy. This plan shall be designed to assist employees working within the project area to reside there or elsewhere within the city.

58. First priority for the non-elderly subsidized housing provided within the project area shall be given to households with at least one member who works within the city, including within the project area, and second priority shall be given to households living but not working in the city.

59. Applicant shall work with the City's Department of Human Services Private Industry Council and the Urban League of Northern Virginia to develop and implement a job training and job placement program designed to provide training and employment opportunities to city residents with construction, retail, office and other employers working within the project area.

59A. The Oliver Carr Company will post notices of job openings (not filled internally) with Alexandria Office of Employment and Training, the Alexandria Urban League, the Virginia Employment Commission, and the Alexandria newspapers and use these entities as a first source for the hiring of engineers, porters, day matrons, security guards, receptionists and secretaries for the buildings managed by Carr within the CNS project. In addition, Carr will provide training for those employees at Carr's expense. It is anticipated that up to 150 to 200 employees will be hired for these positions.

In addition, CNS will educate the office and retail tenants and the hotel operator within the project regarding the services provided by the Alexandria Office of Employment and Training and will provide matching funds up to $100,000 to any tenant(s) who hire the Alexandria OET to train employees within the project.

D. Vesting, Phasing and Related Conditions:

60. Upon issuance of this special use permit by city council under section 7-6-28(i) of the Alexandria City Code and so long as all conditions set out in this permit, including the conditions in ¶ ¶ III-62, -63, -64 and -65 below, and in the permit issued by council under section 7-6-325 of the City Code are satisfied, applicant shall be entitled to develop the project area in accordance with the following schedule of uses and "gross square footage," as that term is defined below:

use	gsf
office	1,797,500
office with no more than one parking space per 1,000 gsf	1,000,000
courthouse	400,000
residential	3,147,500
hotel	300,000
retail and health club	258,000
day care center	4,500
total	6,907,000

"Gross square footage" shall mean the sum of all horizontal areas under a roof or roofs, measured from the exterior faces of walls or from the centerline of party walls, excluding (i) penthouses and other structures containing heating, cooling, ventilating and related equipment and not susceptible to storage or occupancy, (ii) areas uses exclusively for the parking of motor vehicles and ancillary areas (e.g., elevator lobbies and shafts, and stairwells, serving such parking areas), whether above or below grade, (iii) attic space less than 7 feet, 6 inches in height, and (iv) areas dedicated solely to pedestrian 'skywalks, arcades, tunnels and bridges' as identified on the preliminary plan for the PTO project, provided that all such connections across public streets shall be underground. In the event any of the conditions referenced above in this paragraph are not satisfied, this permit shall, unless otherwise provided by city council, become null and void as to all development within the project area on which construction has not commenced; provided, that it is understood and agreed that the United States of America (USA) as the owner of Lot 506 within the project area is not subject by law to the conditions herein, and that the failure of the USA as the owner of Lot 506 to comply with this Special Use Permit shall not void, nullify or otherwise invalidate the rights of the Applicant, its successors or assigns to develop the project area, in accordance with this Special Use Permit as amended. At such time, if ever USA conveys Lot 506 to a non-governmental entity, that the owner of the lot and the lot itself shall be subject to the provisions of this Special Use Permit, and the lot shall become a part of the owner's association for the lands subject to this Special Use Permit.

The gross square footage numbers in this condition are all maximum development levels and may be reduced on a block-by-block basis by the applicant as development progresses, notwithstanding the provisions of R-65, and so long as development remains consistent with the overall concept plan for the development and the block-by-block

design guidelines, as determined by the Director of Planning and Community Development.

61. Upon the occurrence of any event identified in subparagraphs (a) through (g) below, applicant may request permission from city council to "transfer" gross square feet of development, up to the number of feet specified below for each "event," from the category of "residential" or "office with one parking space per 1,000 gsf" use (the "transferor use") to "office" use (the "transferee use"), subject to the provisions in ¶ III-62; provided, however, that no transfer may occur unless and until the "event" identified in subparagraph (a) occurs and Norfolk Southern has engaged in serious and constructive dialogue regarding the extension of the commuter rail line beyond Manassas as determined by the City Manager. Without council approval of a transfer request made under this paragraph, the transfer from "transferor" to "transferee" use shall not be undertaken. Council may deny a request made pursuant to this paragraph upon a finding that the increase in morning or afternoon peak hour traffic traveling to or from, respectively, the project area which will result from the requested transfer (i) exceeds the additional traffic-carrying capacity of the road system serving the project area which will result from the "event" and (ii) will have a significantly adverse effect upon the morning or afternoon peak hour traffic conditions on that road system. In addressing the standard in the preceding sentence, council shall consider, in addition to all other evidence, a study, prepared by a qualified consultant who has been selected jointly by applicant and the city and who is compensated by applicant and the city or, at the city's discretion, solely by applicant, which analyzes and compares the traffic impacts of existing development within the project area and the "transferor" use without the "event," and the traffic impacts of such existing development and the "transferee" use with the "event." Council shall decide a request made pursuant to this paragraph within 60 days of the filing with the city of the consultant study and, if a decision has not been made within that period, the request shall be deemed approved, unless applicant consents to an extension of the 60-day period. "Events" and the maximum number of gross square feet which they will support are as follows:

a. commencement of construction of the collector/distributor roadway described in III-40: 500,000 gsf
b. commencement of construction of the Clermont interchange: 500,000 gsf
c. commencement of construction of the widening of the Wilson Bridge: 500,000 gsf
d. commencement of construction of the extension of Metro to Springfield: 500,000 gsf
e. commencement of construction of a flyover from westbound I-95 to Eisenhower Avenue at Stovall Street: 250,000 gsf
f. initiation of commuter rail operations from Fredericksburg and Manassas to Alexandria: 250,000 gsf
g. commencement of construction of Eastern Bypass to the Capital Beltway: 250,000 gsf

This paragraph does not limit or affect in any other manner applicant's right to transfer "office" or "office with no more than one parking space per 1,000 gsf" use to "residential" use.

Notwithstanding the foregoing, the applicant may transfer gross square feet of development, up to the number of feet specified for each event, from the category of residential or office with one parking space per 1,000 gsf use to office use, subject to the provisions in condition 62, provided that the General Services Administration selects Carlyle as the new location of the U.S. Patent and Trademark Office. Such transfers may occur regardless of whether the event identified in subparagraph a. above has occurred and shall not require further Council approval. (Amended SUP96-0092)

62. Any transfer of square feet of development to "office" use pursuant to ¶ III-61 is subject to the following limitations and conditions:

a. At the conclusion of all transfers authorized pursuant to R-61, the project shall not exceed the following schedule of uses and gross square footage:

USE	**GSF**
office	3,988,917
courthouse	400,000
residential*	2,036,508
hotel	230,000
retail and health club	228,297
day care center	4,500
Total	6,888,222

* Residential includes elderly housing
(Lipnick or other entity approved by the City)

b. no transfer after January 1, 1995, may result in development within the project area being inconsistent with the zoning regulations then applicable to the area; provided, that the regulations with which the development is inconsistent (i) become effective after January 1, 1995, (ii) are enacted pursuant to a rezoning of at least the area of the city addressed in the city's 1990 small area plan for the King Street Metro area and the Eisenhower Valley, which rezoning applicant, stipulates and agrees shall be a comprehensive rezoning for purposes of judicial review, and (iii) are, in the event of a judicial challenge, sustained by a court of law

c. no transfer may result in a combination of uses within the project area which is inconsistent with the percentages set out in ¶ III-63 below

d. no transfer may occur following the failure of applicant to satisfy the conditions set out in ¶ III-64 below

e. no transfer may result in conditions which are inconsistent with the Plan of Development unless expressly authorized by council. (Amended SUP96-0089) (Amended by SUP 2009-0066)

63. Condition 63 is intentionally deleted.

64. CONDITION AMENDED BY PLANNING COMMISSION: Construction of development, which for purposes of this paragraph includes infrastructure improvements, shall commence within the project area prior to April 18, 1995, and thereafter Applicant shall diligently and continuously pursue completion of all development within the project area. In the event there is no substantial construction activity proceeding on a continuous basis within the project area for more than 24 months, applicant shall be deemed not to have satisfied the requirement that it "diligently and continuously pursue" completion of development within the project area. Block P shall expire and become null and void, unless substantial construction of the project is commenced within 36 months of City Council approval (May 16, 2015) and such construction is thereafter pursued with due diligence. The applicant shall provide a written status report to staff 18 months after approval to update the City Council on the project status if substantial construction has not commenced at such time. (P&Z) (PC)

65. Minor revisions to the project area's Plan of Development, as authorized by this special use permit, may be approved by the Directors of T&ES and Planning and Community Development. Major revisions to the Plan of Development may only be approved by city council. The determination whether a proposed plan revision is a "major" or "minor" revision shall be made by the Directors of T&ES and Planning and Community Development; provided, that neither a transfer, request made under ¶ III-61, nor the changes to applicant's original Plan of Development which are necessary to bring it into conformity with the schedule in ¶ III-60 shall be deemed a major revision under this paragraph. In making this "major or minor" determination, the Directors shall be guided by the following criteria:

a. any significant change in the use of a building shall be a "major" revision
b. any significant change to a building footprint, including one which reduces the footprint, shall be a "major" revision
c. any significant increase to a building envelope shall be a "major" revision
d. any significant increase to the square footage of a building shall be a "major" revision

Notwithstanding any other provision in this permit to the contrary, in approving a "major" revision to the Plan of Development which is requested by applicant, city council may, in its sole discretion, adopt other revisions to the development plan, including to the terms and conditions in this permit; provided, that, prior to any council approval of a "major" revision, applicant shall have the opportunity to withdraw its request for the revision.

66. Applicant acknowledges and agrees that any "vested rights" it may have to the use or development of the land which makes up the project area shall arise solely, if at all, under

paragraphs ¶ III-60 through ¶ III-65 of this permit, and that no provisions of the Code of Virginia, including provisions which are enacted after the issuance of this permit, shall have any effect upon or applicability to its right or ability to develop such land. Under paragraphs ¶ III-60 through ¶ III-65, upon the issuance of this permit, applicant is vested in the uses and square footages set out in ¶ III-60 so long as applicant complies with all conditions set out in this permit and in the permit issued by council under section 7-6-325; provided that applicant's rights under this sentence shall always be subject to council's authority to modify such uses and square footages pursuant to ¶ III-65.

E. Design Review Conditions

67. A Design Review Board shall be established to review the architectural proposals for buildings within the project area. The Board shall include five members selected as follows: (1) one member of city council selected by council for a three year term beginning the September following the Council election; (2) the city manager or her designee; (3) one citizen member selected annually by City Council; provided, that once certificates of occupancy have been issued for more than 1.5 million gross square feet of development within the project area, this member shall be selected by council from a list of three persons nominated by the association or organization representing residents of the project area; and (4) two members from one or more design professions who shall be selected annually by the above three members and who shall be compensated by the city (which, in turn, shall be reimbursed for such costs by applicant). The Department of Planning and Zoning shall serve as staff to the Board.

68. For all blocks within Carlyle, the Design Review Board:
   a. shall approve the final design of each building to be constructed on the blocks or portions thereof, including but not limited to materials, color and architectural elements, and, in so doing, shall ensure that the design meets all applicable design guidelines in Plan of Development and the urban design policies stated below in this paragraph; and
   b. may approve minor changes sought by applicant to the design guidelines applicable to the blocks or portions thereof, but may not approve any increase in the height or gross square footage of any building or buildings to be constructed on the blocks or portions thereof or any change in the use or the square footage of any use approved for the blocks or portion thereof.

The urban design policies applicable under this paragraph are as follows:

* buildings should be oriented toward the street and designed to have a human scale at street level;
* building design should encourage street vitality by maximizing activity along the street and by creating many openings onto the street;
* buildings should be articulated vertically, as well as horizontally, in order to break up their mass;
* building entrances and lobbies should be given architectural prominence; and
* each building shall be compatible with and enhance the design of adjacent buildings and all other development within the project area.

69. Condition 69 is intentionally deleted.

70. With respect to Block O, applicant's design guidelines are not approved, and the Board:
    a. shall approve new design guidelines which shall provide for the residential development of the blocks and portions thereof at a gross square footage equal to or less than that provided in applicant's design guidelines in the Plan of Development and, in so doing, shall consider the urban design factors stated below in this paragraph;
    b. shall review and comment on the final design of each building to be constructed on the blocks or portions thereof and, in so doing, shall ensure that the design meets all applicable new design guidelines;
    c. shall approve the materials, color and minor architectural elements of each building to be constructed on the blocks or portions thereof; and
    d. may approve minor changes sought by applicant to the new design guidelines applicable to the blocks or portions thereof, but may not approve any increase in the height or gross square footage of any building or buildings to be constructed on the blocks or portions thereof or any change in the use or the square footage of any use approved for the blocks or portion thereof.

    The urban design factors applicable under this paragraph are as follows:
    * the solar orientation of the units;
    * the relationship of the units to open space; and
    * the relationship between residential units and very tall buildings.

70A. The development of Block P shall be consistent with the Design Guidelines dated 11/19/2009, the special use permit conditions contained herein, the approved transportation management plan, all applicable approvals and the following:
    a. The extension of John Carlyle Street, the construction of the approximately 30 ft. wide portion of the street to the south of the east block and the improvements to Hooffs Run shall be constructed and the street(s) and sidewalks(s) shall be operational prior to a certificate of occupancy permit for any of the building(s) for Block P.
    b. The applicant shall be responsible for a "temporary" emergency vehicle easement (EVE) along the southern portions of the property. The EVE shall be temporary until the street(s) on the adjoining block to the south (Block 27) are constructed. The temporary emergency vehicle easement on the west block shall be removed and replaced with open space when the streets to the south of the block are constructed to the satisfaction of the Directors of Code Enforcement and Planning and Zoning. The applicant shall be responsible for ensuring that the design, treatment and materials of the open space on the southern portion of the site shall be integrated with the design of the public park to the south of the site to the satisfaction of the Directors of P&Z and RP&CA.
    c. The applicant shall dedicate the right-of-way for Eisenhower Avenue prior to the release of the final site plan. Alternatively, if requested earlier by the City upon a written formal request by the City, the applicant shall provide the necessary plats,

and accompanying applicable documentation necessary for the City to accept dedication of the property by the City within 60 days.

d. A perpetual public access easement shall be provided for all streets and sidewalks. The street(s) shall contain public access easements or be dedicated to the City as determined by the Director of T&ES.

e. The amount of retail square footage shall continue to be 29,724 sq. ft. and the retail space shall comply with the following:
   i. A minimum of 15 ft. clear interior heights.
   ii. A minimum depth of 40 ft. on John Carlyle Street and 60 ft. on Eisenhower Avenue.
   iii. A portion of the retail space shall incorporate venting systems required for food preparation, exhaust vent shafts and grease traps, service corridors/areas to not preclude the provision for retail and/or restaurant uses.

f. The above grade parking on Eisenhower Avenue shall be setback a minimum of 30 ft and John Carlyle Street shall be setback a minimum of 22 ft. from the exterior building walls of the first and second floor of the street frontage.

g. The above grade parking on Hooff's Run Drive shall be architecturally treated to be in harmony with the overall building design and to screen interior lights, ceiling pipes, exposed row concrete etc.

h. The screening of the parking garages on John Carlyle and Eisenhower Avenue shall be revised pursuant to Condition #102 contained herein.

i. The applicant shall be responsible for improving all open space with amenities such as benches, trash receptacles. special paving, lighting, and landscaping within Block P to encourage its use to the satisfaction of the Director of P&Z and RP&CA.. A public access easement shall be granted over all ground level open space. The open space easement(s) shall be approved by the City prior to the release of the final site plan.

j. Condition deleted.

k. A freestanding subdivision or development sign shall be prohibited.

l. The height of retail pavilion shall be 30 ft. tall to comply with condition # 76 as contained herein.

m. CONDITION AMENDED BY PLANNING COMMISSION: ~~The applicant shall hire a LEED certified consultant as a member of the design and construction team. The consultant shall work with the team to incorporate sustainable design elements and innovative technologies into the project so that numerous building components may earn the developer points under the U.S. Green Building Council's system for LEED certification. The applicant shall include sustainable elements in design and construction that are sufficient to meet the requirements for seven (7) LEED Prerequisites and include a minimum of 26 LEED points for New Construction credits. The applicant shall register the project with the USGBC as assurance that the project will seek LEED certification. The applicant shall provide documentation to the Department of Planning & Zoning prior to the issuance of the certificate of occupancy for the building. The applicant shall provide documentation of LEED certification within one year of the issuance of the certificate of occupancy.~~ Per the City's Green Building Policy adopted April

18, 2009, achieve a green building certification level of LEED Silver to the satisfaction of the Directors of P&Z, and/or RP&CA and T&ES. Diligent pursuance and achievement of this certification shall be monitored through the following:

i. Provide evidence of the project's registration with LEED (or equivalent) with the submission of the first final site plan and provide a draft checklist showing how the project plans to achieve the certification.*

ii. Provide evidence of submission of materials for Design Phase credits to the U.S. Green Building Council (USGBC) (or equivalent) prior to issuance of a certificate of occupancy. ***

iii. Provide evidence of submission of materials for Construction Phase credits to USGBC (or equivalent) within six months of obtaining a final certificate of occupancy.

iv. Provide documentation of LEED Silver Certification from USGBC (or equivalent) within two years of obtaining a final certificate of occupancy.

v. Failure to achieve LEED Silver (or equivalent) for the commercial project will be evaluated by City staff, and if staff determines that a good faith, reasonable, and documented effort was not made to achieve these certification levels, then any City-wide Green Building policies existing at the time of staffs' release of Final Site Plan will apply.

vi. Provide documentation to future retail tenants encouraging them to operate their business consistently with the goals of LEED, as well as to pursue LEED for Retail or LEED for Commercial Interiors certification. [For use when applicant pursues core and shell with tenants to fit-out interior.] (P&Z)(RP&CA)(T&ES)(PC)

n. The applicant shall submit a wall check to the Department of Planning & Zoning prior to prior to the commencement of framing for the building(s) or parking structure(s). The building and garage footprint(s) depicted on the wall check shall comply with the approved final site plan. The wall check shall also provide the top-of-slab and first floor elevation as part of the wall check. The wall check shall be prepared and sealed by a registered engineer or surveyor. The wall check shall be approved by the City prior to commencement of framing.

o. As part of the request for a certificate of occupancy permit, the applicant shall submit a building and site location survey to the Department of P&Z for all site improvements, including the structured parking. The applicant shall also submit a certification of height for the building as part of the certificate of occupancy for each building(s). The certification shall be prepared and sealed by a registered architect and shall state that the height of the building complies with the height permitted pursuant to the approved special use permit and that the height was calculated based on all applicable provisions of the Zoning Ordinance.

p. Within twelve (12) months of the date of the approval of SUP#2007-0094, the applicant or its successors shall be responsible for submitting a report to the Planning Commission and City Council on the status of any transfers and/or redevelopment plans and/or proposals for the proposal for the portion of the eastern portion of the site. The information within the report shall include all necessary and applicable information as determined necessary for review by the

Director of P&Z. As part of the twelve (12) month review, the Planning Commission and/or City Council may require additional reports and/or information on an as needed basis.

q. The applicant shall be responsible for all appropriate signage directing customers and office workers to the garage. The parking signage shall be coordinated with the on-going signage–wayfinding efforts within Carlyle and Eisenhower East to the satisfaction of the Director of P&Z. (PC) (Amended by SUP 2009-0066)

71. The Board shall approve the new design guidelines, which applicant is required to submit under ¶ III-75, for the blocks within the project area which are affected by the changes applicant makes to its original Plan of Development in order to bring it into conformity with the schedule of uses and gross square footage in ¶ III-60.

72. The Board may recommend to city council changes to the design guidelines which it is without authority to approve under ¶ ¶ III-68, -69 and -70, but council may approve such changes only with the concurrence of applicant.

73. Decisions of the Board may be appealed to city council by the applicant. Such an appeal shall be filed in writing with the director of Planning and Community Development within 15 days of the Board decision, and shall be heard by council within 45 days of the filing.

73A. Buildings shall be predominantly masonry (brick, stone, cast stone, precast) and predominantly with punched windows.

F. Other Planning Conditions:

74. Within 6 weeks of the issuance of this permit by city council, applicant shall submit a revised plan for the project area showing, to the satisfaction of the director of Planning and Community Development, the location within the project area of the uses identified in ¶ III-60.

75. Within a time period to be determined by the director of Planning and Community Development, applicant shall submit revised design guidelines for the blocks identified in ¶ III-70, for review and consideration by the Design Review Board, and a composite plan for the project area which shows, to the satisfaction of the director, the uses identified in ¶ III-60 and the design guidelines applicable to such uses.

76. At the build-to line, all buildings facing Duke Street, Holland Lane, Eisenhower Avenue, Second Street, Fountain Court and Retail Square shall be at least three stories. At the build-to line, all other buildings in the project area shall be at least two stories. The requirements of this paragraph shall not apply where the design guidelines are revised by City Council to modify streetwall requirements. (Amended SUP94-374).

77. Within the project area, except along Eisenhower Avenue for the garages on the PTO property, the maximum uninterrupted streetwall length, without recesses or ground floor setbacks, shall be 150 feet, unless approved by the Director of Planning and Zoning.
78. Applicant shall consider moving the hotel from Block K to Block J.

G. Miscellaneous Conditions:

79. Applicant expressly agrees that all findings, code requirements and conditions set out in this permit shall run with the land which makes up the project area and shall be binding upon each and every person and legal entity who or which succeeds to any interest of applicant in any of such land. The term "applicant," as used in this permit, shall include all such successor persons and entities.

80. Condition deleted.

81. A soils report meeting the requirements of 1987 Uniform Statewide Building Code ("USBC") § 1202.1 shall be filed with the building permit application for every building to be constructed within the project area.

82. Separate demolition permits and asbestos certification reports shall be filed with the city's Office of Code Enforcement prior to the demolition of existing buildings within the project area.

83. Sheeting and shoring plans for each building to be constructed within the project area shall be approved, prior to the commencement of any construction activity, by the Department of T&ES and the Office of Code Enforcement.

84. All underground electrical vaults to be constructed within the project area shall be shown on a final site plan.

85. Permits for all outside fountains and pools shall be obtained from the Office of Code Enforcement prior to the commencement of construction of such items.

86. All "mixed use groups," within the meaning of USBC §313.0, shall be separated as required by that section of the code.

87. Any building over 50 feet in height shall contain fire suppression systems to the satisfaction of city's Office of Code Enforcement Fire Department.

88. Permits for any retaining walls shall be obtained from the Office of Code Enforcement prior to the commencement of construction of such walls.

89. Prior to the release of a building permit for any building within the project area, a code analysis shall be conducted by applicant and one or more code conferences with staff of the Office of Code Enforcement shall be held.

90. All construction within the project area shall comply with the provisions of the Virginia Uniform Statewide Building Code.

91. Emergency vehicle easements shall be provided the city over all private roads within the project area, and all such roads shall be no less than 22 feet in width. Such easements shall be given the city prior to the release of any final site plan containing private roads, and plats showing the easements shall be filed with the Fire Department prior to the release of the site plan.

92. Prior to the release of any final site plan, applicant shall discuss with the city's Chief of Police, or his designee, any security concerns of the Police Department and shall implement all reasonable security measure recommended by the chief or his designee.

93. No final site plan for the project area shall be released until the Chief of Police has reviewed the adequacy of the security measures to be undertaken in conjunction with the development proposed in the site plan.

94. Prior to the issuance of certificates of occupancy for 1 million gross square feet of development within the project area, applicant shall provide at least 800 net square feet of space within a building, which is located within the project area and is satisfactory to the Chief of Police, for use as a "store front facility" by the Police Department.

95. To the extent there are inconsistent provisions within the Plan of Development, the more restrictive provisions shall prevail and apply under this special use permit.

96. The areas above the parking decks on blocks H, L, and O will be landscaped to the satisfaction of the Director of Planning and Zoning.

97. Rooftop mechanical penthouses shall be permitted subject to the following limitations:
    a. Only one penthouse is permitted for each building unless the number is increased by the Design Review Board, except that three separate penthouses shall be permitted for the main PTO building, one on the main tower and one on each wing of the tower.
    b. The penthouse may exceed 15 feet in height with the approval of the Design Review Board but shall not exceed 22 feet in height without an amendment to this special use permit, except that penthouses on the PTO buildings may be up to 22' in height.
    c. The penthouse must be limited in size to the minimum space required to house necessary mechanical equipment and to provide access for maintenance of such equipment; and
    d. No equipment may be placed above the roof of the penthouse to increase its height if such equipment could be located elsewhere on the building.

98. The 10,955 sq.ft. of land vacated by the City generally located on the north side of Block B (case #VAC94-004) is hereby incorporated into the Carlyle special use permit and all

conditions of the Carlyle special use permit shall be applied to this added land area. (Added SUP94-374)

99. Incorporate the brewery site into the park to be developed at the corner of Duke and Dulany Streets and mark the site with a proper marker or plaque indicating it is a valued 19th century beer lager. (Added SUP94-374)

100. Call Alexandria Archeology immediately (703-838-4399) if any buried structural remains (foundation walls, wells, privies, cisterns, etc.) or concentrations of artifacts are discovered during construction activities. A City archaeologist will visit the site without delay to evaluate its significance and record the presence of the archaeological remains. The archeologist may also collect a sample of the artifacts from the site for further study in the laboratory. This will not result in construction delay or the expenditure of any funds beyond those additional funds already committed in the October 1993 agreement. (See attached January 20, 1994 letter from Wiley Mitchell). (Added SUP94-374)

101. Parking built above grade shall be set back a minimum of 30 feet from the exterior building walls of the first and second floor of the street frontage where commercial or retail uses are required at grade, except along John Carlyle Street and Elizabeth Lane, where the setback shall be a minimum of 22'. Where residential uses are required, the setback shall be the reasonable depth of a residential unit, as determined by the Director of P&Z. Blocks M, and N shall be exempt from this requirement along the Eisenhower Avenue street frontage in conjunction with the PTO project, if the garages facing Eisenhower Avenue are designed of high quality materials consistent with the other buildings in Carlyle, and with openings and other architectural treatments approved by the Carlyle Design Review Board.

102. A. Ground Floor Retail: Ground floor uses of areas designated as “retail” shall be limited to the following uses as defined below.

1. Permitted Uses:
   a. Retail Shopping Establishments.
   b. Personal Service Uses: Barbershops and beauty salons, dressmakers and tailors, dry-cleaning (limited to pick-up only), optical centers, professional photographer’s studios, and photocopying service
   c. A bank or financial investment office, if it does not adjoin another bank or a financial investment office.
   d. Realty offices.
   e. Tax preparation services.

2. Uses Allowed by Administrative Approval:
   a. Full-Service Restaurants: Full-service restaurants may be approved administratively by the Director of Planning and Zoning, provided that any restaurant approved under this provision complies with the conditions listed below and is compatible with the character of the Carlyle Development

District. Restaurants that do not meet these criteria may be approved subject to a special use permit.

i. Restaurants shall close no later than 12:00 a.m.

ii. All patrons shall be seated by a host or hostess, printed menus shall be provided at the tables, service shall be provided at the tables by a waiter or waitress, and tables shall be preset with non-disposable tableware and glassware.

iii. Deliveries to the business shall not take place between the hours of 7:00 a.m. and 9:30 a.m., or between 4:00 p.m. and 6:00 p.m., Monday through Friday. Deliveries to restaurants within residential buildings or whose service drive adjoins a residential building shall not take place before 7:00 a.m. or after 10:00 p.m.

iv. If any food delivery services are provided, they shall clearly be accessory to dine-in food sales, and all deliveries shall be nonvehicular (made on foot, via bicycle, etc.). Alcoholic beverages shall not be delivered off-site, and delivery of nonalcoholic beverages shall only be in association with food deliveries.

v. Alcoholic beverages may be sold for on-premises consumption only, and shall clearly be accessory to food sales.

vi. Grease traps shall be located within the building. Kitchen equipment shall not be cleaned outside, nor shall any cooking residue be washed into the streets, alleys, or storm sewers.

vii. No food, beverages, or other material shall be stored outside.

viii. Trash and garbage shall be placed in sealed containers, which do not allow odors to escape and shall be stored inside or in a closed container, which does not allow invasions by animals. No trash or debris shall be allowed to accumulate on-site outside of those containers.

ix. Litter on the site and on public rights-of-way and spaces adjacent to or within 75 feet of the premises shall be picked up at least twice a day and at the close of business, and more often if necessary, to prevent an unsightly or unsanitary accumulation, on each day that the business is open to the public.

x. Cooking odors, smoke and any other air pollution from operations at the site shall be properly ventilated and shall not be permitted to become a nuisance to neighboring properties, as determined by the Department of T&ES.

xi. The applicant shall contact the Crime Prevention Unit of the Alexandria Police Department for a security survey and a robbery awareness program for all employees.

xii. The design of the restaurant shall reflect the character and quality of materials consistent with the high standards established in Carlyle.

b. Restaurants - Outdoor Dining: Outdoor dining is encouraged and may be permitted administratively by the Director of Planning and Zoning subject to the following minimum criteria and conditions:

i. All outdoor dining areas shall be accessory to an approved indoor restaurant.
ii. An unobstructed pathway with a minimum width of 8 feet shall be provided at all times.
iii. Any permanent structures which are required for the outdoor seating area shall be subject to review and approval by the Carlyle DRB.
iv. No live entertainment shall be permitted in the outdoor seating area.
v. No sound amplification shall be permitted in the outdoor seating area.
vi. Any outdoor seating areas shall not include advertising signage. The design of the outdoor seating shall be compatible with the design of the building.
vii. On site alcohol service shall be permitted; no off-premise alcohol sales are permitted.
viii. No food, beverages, or other material shall be stored outside.
ix. The applicant shall provide, at its expense, one city trash container Model SD-42- exclusively for each outdoor dining area. The trash container shall be emptied at the close of business each day.
x. Trash and garbage shall be placed in sealed containers, which do not allow odors to escape and shall be stored inside or in a closed container, which does not allow invasions by animals. No trash and debris shall be allowed to accumulate on-site outside of those containers.
xi. Litter on the site and on public rights-of-way and spaces adjacent to or within 75 feet of the premises shall be picked up at least twice a day and at the close of business, and more often if necessary, to prevent an unsightly or unsanitary accumulation, on each day that the business is open to the public.
xii. The outside dining area shall be cleaned at the close of each day of operation.
xiii. The applicant shall control odors, smoke and any other air pollution from operations at the site and prevent them from leaving the property or becoming a nuisance to neighboring properties, as determined by the Department of T&ES.
xiv. The applicant shall contact the Crime Prevention Unit of the Alexandria Police Department for a security survey and a robbery awareness program for all employees.

c. Other Uses: The Director of Planning and Zoning may approve other commercial activities that involve a high degree of pedestrian activity subject to the following:
i. The use provides goods or services to the general public.
ii. The business is determined to be consistent with the high quality requirements, design and character of Carlyle.
iii. The primary entrance for the business shall open onto a public sidewalk or a retail lobby or court.
iv. Exterior signage, oriented to the public sidewalk, shall be provided.

v. Windows shall not be opaque or otherwise obstructed. Either well-maintained and regularly updated window displays shall be provided, or windows shall provide open views into the tenant space.

vi. In no cases shall these uses include pawn shops, laundromats, locksmiths, musical instrument repair, or furniture upholstering shops.

d. Private and public schools

e. Health clubs

f. Day care center, provided they comply with the criteria listed below. Day care centers that do not meet these criteria may apply for a separate special use permit.

i. A plan that shows drop off and pick up areas must be provided and must be reviewed to ensure that the drop off and pick up areas will create minimal impact on pedestrian and vehicular traffic and will be safe for the day care users. The plan must be approved by the Directors of P&Z and T&ES.

ii. Day care uses must not occupy more than 1/3 retail square footage.

g. The Director of Planning and Zoning shall promulgate procedures for the processing of applications and notifying the public that an application has been filed under this condition, such procedures to include at a minimum the posting of the site with a placard, a brief period for public comment to the Director, and the listing of the pending application on the City's web site. (PC)

3. Special Use Permit. The following uses may be allowed subject to a special use permit:

a. Restaurants which do not meet all of the minimum criteria described in §102A.2.a above.

b. Banks which do not meet the separation limitations in §102A.1.b above.

c. Financial investment offices

d. Entertainment uses.

102B. Condition deleted.

102C. The ground floor office use in the southeast quarter of the building at 333 John Carlyle Street shall be permitted to have a five-year lease term with an option for a five-year renewal. The permitted office lease term shall commence upon tenant occupancy of the space, but in no case shall the term extend beyond December 31, 2021. If an office tenant for this space terminates the lease or does not renew upon expiration of the five-year lease, the office use shall be discontinued upon termination or expiration of the five-year lease. All other uses which have been established as of June 12, 2004, and which do not meet the requirements of §102A and §102B above shall be considered to be noncomplying uses and subject to §12-300 of the Zoning Ordinance. (P&Z)(PC)(CC) (SUP 2009-0047)

102D. The ground floor of the townhouses at 400-412 John Carlyle Street shall be subject to the following: If, after making a good faith effort as determined using guidelines issued by the director, the building owner is unable to lease or sell space required by the design guidelines and the special use permit to be in retail use, the director may authorize that space to be leased for non-retail use for a period not to exceed ten years, after which time subsequent leases may be authorized on the same conditions. For the purpose of this requirement, retail uses shall include retail shopping establishments, restaurants, banks, financial investment and consulting offices, professional offices, travel agencies, realty offices, personal service uses, educational uses and any other commercial activity that involves a high degree of pedestrian activity, as determined by the Director of Planning & Zoning. The professional office use may be permitted with subsequent approval of the property owners, Homeowners Association and City Attorney. (PC)

102E. A grocery store of no less than 25,000 square feet shall be provided within the retail space at Carlyle, unless the grocery store approved in DSUP #2002-0009 for the corner of Duke Street and Holland Lane is constructed and operational. If the requirement for a grocery store is nullified, the 25,000 square feet shall be provided on Block P as retail use that is concentrated along the street and located at ground level.

102F. Retail space located within the building at 1900 Jamieson Avenue (Block G) shall be subject to the following:

a. Business and professional office uses are permitted in:
   i. the area designated as second floor retail;
   ii. the area designated as ground floor retail that only fronts Jamieson Avenue (as depicted by the graphic included with SUP 2012-0006); and
   iii. the area designated as ground floor retail that only fronts Ballenger Avenue (as depicted by the graphic included with SUP 2012-0006). (PC)

102G. Retail space located within the buildings at 1920 Ballenger Avenue (Block K) and 2050 Ballenger Avenue (Block J) shall be subject to the following:

a. Business and professional office uses are permitted in:
   i. the area designated as second floor retail; and
   ii. in the area designated as ground floor retail west of the office building entrance for 1920 Ballenger Avenue (as depicted by the graphic included with SUP 2012-0006). (PC) (SUP # 2009-0068)

103. The height for Carlyle Towers Building III shall be permitted to be increased to a maximum height of 193'. Prior to the release of any final site plan for a building which incorporates the increased height, the design guidelines sheet for Block A shall be updated to incorporate the height change and shall be provided to the City. (Added SUP99-0021.)

104. Maximum heights within the project shall be as shown on the approved design guidelines for each block. Two blocks have no approved guidelines: Blocks O and P. On Block O, heights shall not exceed 60', except along Holland Lane, where heights may increase up to 155', and along Eisenhower Avenue at its intersection with John Carlyle Street, where

heights may increase up to 110'. Heights on Block P shall be determined by City Council as part of its special use permit review of the applicant's revised design guidelines for Block P.

105. The 313 parking spaces not required by the PTO SFO but located within the PTO parking garages shall be made available to the public in the evening and on weekends until at least 10 p.m. In addition, at least 500 additional spaces within the garages shall be made available to the public on evenings and weekends if the Directors of P&Z and T&ES determine that all or a specific portion of such parking spaces are needed to serve uses in the surrounding area; in the event of such a determination, security for and related to these parking spaces, satisfactory to PTO, shall be provided. A fee may be charged for any parking provided pursuant to this condition.

105A. Sufficient spaces for PTO visitors shall be made available from the parking spaces allocated to PTO; provided that no more than 352 (10% of the total PTO spaces) shall be required to be made available for this purpose.

106. The following improvements are required as mitigation of the proposed relocation of the U.S. Patent and Trademark Office to Carlyle and shall be deleted as requirements if the relocation of the U.S. Patent & Trademark Office to Carlyle does not proceed. However, the City reserves the right to require some or all of the following improvements in the context of requests for other amendments to the Carlyle special use permit or in the context of a request for transfer of density pursuant to condition #61 of this special use permit.

(a) The applicant shall construct, at its own expense, or pay for the construction of the following road improvements as generally shown and described in the PBSJ Traffic Impact and Analysis Report on Carlyle dated 1/25/00:

1. Duke Street/Dulany Street/Diagonal Road: dual left turn lanes from westbound Duke Street into Dulany Street and from northbound Dulany Street to Duke Street, and enhancements to the pedestrian crossings at that intersection to include additional and widened sidewalks, and modified medians and crosswalks
2. Duke Street/John Carlyle Street/entrance to King Street Station: improved pedestrian crossings on Duke Street
3. Eisenhower Avenue: widen to provide one additional westbound lane between John Carlyle Street and Elizabeth Lane.
4. Eisenhower Avenue/John Carlyle Street: left turn bay from eastbound Eisenhower Avenue to John Carlyle Street.
5. Eisenhower Avenue/Elizabeth Lane: left turn bay from southbound Elizabeth Lane to Eisenhower Avenue.
6. Jamieson Avenue: extend to West Street.

All of the above improvements shall be accommodated within existing city right-of-way or on property under CDC's control and CDC shall not be required to acquire any additional property to meet these obligations.

(b) The applicant shall reimburse the city for the installation and initial timing of new signals and for retiming of existing signals at the following intersections:

1. Eisenhower Avenue/John Carlyle Street
2. Eisenhower Avenue/Elizabeth Lane
3. Eisenhower Avenue/Mill Road
4. Duke Street/Holland Lane
5. Duke Street/John Carlyle Street
6. Duke Street/Dulany Street/Daingerfield Road

Design and engineering profiles of all improvements required by this condition shall be submitted to and approved by the City as an infrastructure plan prior to release of any final site plan related to the PTO buildings. Construction shall commence within 12 months of the approval of the first final site plan for the PTO and shall thereafter be diligently pursued.

(c) The applicant shall pay the city $200,000 prior to July 1, 2001 to be utilized by the City for other traffic measures.

107. In the event the U.S. Patent and Trademark Office relocation to Carlyle does not proceed, approval of the design guidelines for the eastern portion of Block F, the western portion of Block G, and all of Blocks J, K, M and shall be suspended until such time as the applicant requests and City Council approves an amendment to the Carlyle special use permit to address the changes created by the loss of the PTO.

108. During the initial 20-year term of the lease of the five buildings within the Carlyle site to be leased to the United States of America for use by the United States Patent and Trademark Office, the real property subject to the lease is intended to remain in private ownership and to be subject to City of Alexandria real estate taxes. Prior to final site plan approval for any of the five buildings to be leased to the United States, the applicant or any successor in interest to the applicant shall cause to be recorded among the land records of the City of Alexandria, a covenant, approved by the city attorney, that provides that, before any voluntary sale of any of the real property that is being leased to the United States (the Property") to a purchaser which is not obligated to pay City of Alexandria real estate taxes, the seller of the real property, shall, at the election of the seller either (i) provide to the City a payment equal to the present value of the estimated real estate tax payments (to be calculated pursuant to a mutually agreeable formula to be set forth in the recorded covenant) which would otherwise become due on the Property during the balance of the initial 20-year term of the lease to the United States, or (ii) enter into a binding and enforceable agreement with the City, approved by the city attorney and including such surety as deemed necessary by the city attorney, that requires the seller to make semi-annual payments to the City during the balance of the 20-year term which shall be equal to and made at the same time as the real estate tax payments that would otherwise have been due on the Property. Such covenant shall expressly provide that (i) its terms and obligations shall run with the land and be an encumbrance upon the Property, for the benefit of the City, and the applicant or the applicant's successors in interest shall ensure that the covenant and the obligation thereof shall have priority over every mortgage, deed of trust, or other lien or encumbrance on the Property, whether

created prior to, or subsequent to, the grant of such covenant, and (ii) it shall be released of record in the event of a sale of the Property to a real estate tax exempt purchaser at such time as the foregoing conditions have been satisfied or the expiration of the 20 year term of the lease to the United States. In no event shall this condition or such agreement be deemed to impose the obligation to pay any City of Alexandria real estate taxes upon a real estate tax-exempt purchaser of any Property.

109. In addition to the requirements of the Transportation Management Plan for Carlyle, the applicant or its successor in interest to the PTO Property shall, within six months of approval of the SUP, initiate contact with, and shall thereafter use its best, good faith efforts to work with city staff, WMATA, the Virginia and Maryland Secretaries of Transportation, the developer of National Harbor, other local governments and interested parties, to develop and implement a transportation plan for public transit service across the Woodrow Wilson Bridge, from the Branch Avenue Metro Station (opening in 2001) to the Eisenhower Avenue Metro Station, with service stops at National Harbor, PTO, and other appropriate locations. Such service should be operational using buses, at the time of occupancy of the first PTO building, if feasible, and service should eventually be provided by light or heavy rail. This condition does not require the applicant to fund such transit service. (City Council)

110. The applicant shall update the Design Guidelines and provide digital originals to the City within 30 days from the approval date of the special use permit approval that reflect the current and all previous amendments to the Guidelines. The revised Guidelines shall be administratively approved by staff prior to an application for Blocks F, G, J and/or K. (P&Z)

111. The development of Blocks F, G, J and K shall be in accordance with the attached design guidelines dated May 23, 2003. (P&Z)

112. Condition deleted (PC)

113. The building setbacks for Block G shall be increased to a minimum of 10 feet along Ballenger and Jamieson Avenues at the 45-foot-height. A setback at the fifth level shall be provided if deemed necessary by the Director of P&Z.

114. The retail parking for Blocks F, G and P shall be limited to a maximum of 3.5 spaces/1,000 GSF. Blocks J and K shall provide a maximum of 277 parking spaces, of which no fewer than 2.214 spaces per 1,000 gsf of retail shall be provided for retail uses. The parking shall be allocated proportionally between the two blocks. (PC) (SUP # 2009-0068)

CITY DEPARTMENT CODE COMMENTS

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

Transportation and Environmental Services (T&ES)

F-1 Limited information was provided about parking for the proposed use. The applicant needs to confirm there is off-street garage parking available for use by workers and visitors of the proposed office space. (Transportation)

F-2 FINDING ADDED BY PLANNING COMMISSION: The Application requests an extension for three years with no changes to the Project Parameters. Per the application, if there is no change in land use, increase in number of units, or increase in impervious area then the Infrastructure & Right of Way division will deem the project as grandfathered for sanitary and storm sewer adequate outfall analyses. (T&ES- I-ROW/Storm)(PC)

VI. ATTACHMENTS

1. Land Use Allocation Table
2. Summary of Carlyle Applications and Amendments
3. Carlyle Design Review Board (DRB) Report

Land Use Allocation Table

Block	Office	Residential	Hotel	Retail	GSA	Daycare	Total
A		814,419		4,245			818,664
B	290,000			7,000			297,000
C	460,700			19,600			480,300
D							0
E	163,216			24,522			187,738
F	399,493	102,704	230,000	5,500			737,697
G	501,679			70,000			571,679
H		436,000		4,000			440,000
I					400,000		400,000
J	447,629			14,137			461,766
K	414,432			29,205		4,500	448,137
L		340,490		20,364			360,854
M	484,803						484,803
N	484,803						484,803
O		342,895					342,895
P	342,162			29,724			371,886
Total	**3,988,917**	**2,036,508**	**230,000**	**228,297**	**400,000**	**4,500**	**6,888,222**
% of All Uses	57.9%	29.6%	3.3%	3.3%	5.8%	0.1%	100%

Summary of Carlyle Applications and Amendments

Case Number	Date of CC Approval	Description
SUP 2253	4/18/90	Application for multi-phase mixed-use development project.
SUP 2254	4/18/90	Transportation Management Plan
Administrative Approval	5/30/90	Revision to the block-by-block table of gross square footage to increase the proportion of residential uses from the level proposed by the applicant to the level approved by City Council.
SUP 2253E	5/13/93	Increase by 5,000 gsf the residential component at Carlyle for the purpose of the Lipnick elderly housing.
Administrative Approval	12/30/93	Shift of additional residential space to Block A from other blocks and shift of retail space from Block A to other blocks.
SUP 2253H	6/18/94	Conversion of 7,500 gsf of retail space to residential space for the purpose of the Lipnick elderly housing and clarifying minor amendment procedures.
SUP 95-0168	12/16/95	Changes to Block E design guidelines and a reallocation of uses among blocks at Carlyle.
SUP 96-0089	6/15/96	Conversion of 120,000 gsf of retail density to office and residential density and changes to require design review for Block C.
SUP 96-0092	6/15/96	Change to conditions to allow transfer of residential use to office use without further Council approval for PTO, if Carlyle selected by GSA.
Administrative Approval	12/5/96	Revision to Block A to decrease the total residential density by 79,954 gsf and to increase the retail density by 242 gsf (density shifted to and from other blocks).
DSUP 98-0035	2/20/98	Amendment to transfer 15,000 residential square feet from the floating category to Block H.
DSUP 99-0055	3/21/00	Amendment to Conditions, including #60 and #62a, to delete Lipnick elderly housing as a separate line item and return the 112,000 gsf to the residential use category.
DSUP 99-0056	3/21/00	Amendment to allowed building heights, closure of Emerson Avenue and Dulany Street, and exclusion of pedestrian arcades and skywalks from floor area calculation.
Administrative Approval	12/12/01	Revisions to PTO building.
SUP 2003-0016	6/14/03	Conversion of office and hotel floor area to residential use on Block F, transfer of office space from Blocks F and P to Block G, increase in building height on Block G, transfer of office space from Block F to Blocks J and K, and adoption of Supplemental Design Guidelines for Blocks F, G, J and K, dated May 23, 2003.
SUP 2004-0003	2/21/04	Increase in allowable building height for a portion of Block O.

Case Number	Date of CC Approval	Description
SUP 2003-0066	3/13/04	Transfer floor area from Block P to Blocks J and K, increase the permitted building height for a portion of Blocks J and K, and change the definition of retail within Carlyle
SUP 2004-0028	6/12/04	Revisions to retail definition.
Minor Amendment	2/15/05	Amendment to transfer 2,600 square feet of office use from Block G to Block E as 1,750 square feet of office use and 850 square feet of retail use.
SUP 2005-0091	10/15/05	Amendment to transfer 5,000 square feet of floor area from Block L to Block O.
SUP 2006-0042	6/17/06	Amendment to the Carlyle Master Plan to approve the Design Guidelines for Block P within the Carlyle development.
SUP 2007-0094	10/13/2007	Amendment to use approximately 95% of the permitted floor area on the western block of Block P.
SUP 2009-0047	11/21/2009	Amendment to extend the timeframe during which office uses may be permitted in the southeastern corner of 333 John Carlyle Street.
SUP2009-0066	12/12/2009	Amendment to remove a portion of Block P (lots 803 and 804) from the Carlyle SUP.
SUP 2009-0067	1/23/2010	Amendment to allow additional retail uses in the ground floor retail area and allow business and professional office uses in the designated second floor retail area for 1900 Jamieson Avenue (Block G).
SUP 2009-0068	1/23/2010	Amendment to allow additional retail uses in the ground floor retail areas and allow business and professional office uses in the designated second floor retail area, and amend the retail parking requirement for 1920 and 2050 Ballenger Avenue (Blocks K and J).
SUP 2009-0081	3/13/2010	Amendments for Block O to convert retail floor area into residential floor area, and to obtain a density bonus for increased residential floor area through on-site provision of affordable housing units under Section 7-700 of the Zoning Ordinance.
SUP 2012-0006	4/14/2012	Amendment to 1) allow second floor retail uses in ground floor retail areas throughout Carlyle, and 2) allow business and professional office uses in ground floor retail areas for specifically designated locations in the buildings on Blocks G and K.
SUP 2015-0024	5/16/2015	Amendment of the Carlyle SUP to allow the site plan for Block P to remain valid for an additional 3 years.

*Current request for approval

Attachment #3

Carlyle/Eisenhower East Design Review Board
July 17, 2007

REQUEST: Design concept approvals for the building top concept, parking garage treatment, and parking garage landscape screening of an office building with ground-floor retail and above grade parking. Approval of building finishes and materials.

LOCATION: Carlyle Plaza, 1800 Eisenhower Avenue (Block P)

APPLICANT: JM Zell Partnership, by Elizabeth Wilcox

STAFF: Thomas Canfield, City Architect, Planning & Zoning
Natalie Sun, Urban Planner, Planning & Zoning

BOARD ACTION: On a motion by Mr. Lewis, seconded by Mr. McKinney, the Carlyle Design Review Board voted to approve the request for the final design of the materials, subject to compliance with all applicable codes, ordinances, and staff recommendations with the deletion of condition #3, the addition of conditions #5-9 and final approval of the treatment/screening of the parking garage. The motion carried on a vote of 3-1, with Ms. Hamer against.

I. REQUEST

JM Zell Partnership has requested DRB approval of the proposed concept design for the building top concept, parking garage treatment, and parking garage landscape screening of an office building with ground-floor retail and above grade parking for Carlyle Plaza, Phase I of a new mixed-use office building at 1800 Eisenhower Avenue. These items were previously deferred at the May 9, 2007 hearing at which the building concept design was approved. Prior to obtaining concept design approval, this case was heard and deferred by the DRB twice, at the March 14, 2007 and November 30, 2006 meetings.

II. PROJECT FACTS AND FIGURES

Project Location:
The proposed mixed-use office building will be located on a 2.18-acre currently vacant site. Eisenhower Avenue and a proposed five-story residential building on Block O are to the north; John Carlyle Street and Phase II of the subject project to the east; South Carlyle Square and a five-story residential building to the south; and Hooff's Run Drive and an anticipated 200-foot tall, 180,000 sf residential building to the west.

Project Details:

The proposed building consists of two connected office towers on top of 5 levels of above-grade parking and a single story of retail space. The south tower is approximately 182 ft tall. The north tower is lower, at approximately 147 ft high. The building reads as two pre-cast clad office blocks with a continuous dark stone base along John Carlyle Street. Visible from the I-495 Beltway, the tallest portion is the south end of the building, which is designed as a vertically oriented accent element.

Although the building is predominantly masonry, glass accents are proposed along Eisenhower Avenue and at the south end of the building. Additional stone is used as an accent material, primarily in the spandrels. Metal accents are also used minimally throughout the building.

III. STAFF ANALYSIS

At the May 9, 2007 meeting, the Board directed the applicant to undertake further study of certain aspects of the design of the building in compliance with conditions from both the Board and staff.

Building top

The challenge of creating a prominent skyline, particularly from the beltway, has been discussed extensively since the initial review submission for this proposal. The applicant has restudied the south tower, expressing the top as an extension of the building skin. However, the current proposal does not provide an interesting skyline (see applicant's photomontage) because the current proposal appears flat and boxy rather than memorable and articulated. Therefore, staff is recommending elimination of the grilles and a more memorable three-dimensional form. Because of the additional refinement, staff recommends deferral of the decision on the top and is requesting a physical model of sufficient scale and an updated photomontage to more accurately evaluate the proposal. Staff does not support the application of ornamental grilles at the tops of both the north and south towers. The use of the proposed ornamental grilles dilutes the eroded expression that the applicant is trying to achieve. A clear direction from the Planning Commission, City Council and the Eisenhower East Plan is to provide a memorable skyline and dramatic tops for this important gateway location for the City.

Garage treatment

The current solution involving metal louvers and decorative grilles does not satisfy the Block P Design Guidelines or the SUP, both of which require that garage façades on the north, east, and south shall be "treated with high quality materials to appear as an extension of the building(s); openings/fenestration shall be comparable to the building." Staff and the Board have suggested that glazing be incorporated at the garage levels above the retail façade, particularly for the Eisenhower Avenue frontage and the first three bays wrapping the corner onto Hooff's Run Drive. For the other frontages, staff recommends that the applicant further study the treatment and consider incorporating either precast or glass elements more consistent with the predominant building skin pattern (see attachments A-C). The applicant has been asked by staff and the Board on numerous occasions to study alternate treatments to address the five stories of exposed above grade parking facing Eisenhower Avenue, but has up to this point only presented schemes involving louvers or metal grillwork. While further articulation of the metal grilles and fins as

shown in the current submission has improved the appearance of these openings, staff continues to recommend using glass, precast, or other materials for the prominent facades (see attachments A-C). This building is the first visually prominent building on Eisenhower Avenue to proceed subsequent to the adoption of the Eisenhower East Plan. Therefore, it is critical that the design incorporate the highest quality façade treatments appropriate for this important site regardless of economic considerations. Other buildings within Carlyle and Eisenhower East have been required to provide elements such as liner uses (PTO) and glazing/shadow boxes (Mill Race) to conceal above grade parking. This project should be held to a comparable standard. Staff is therefore recommending restudy of the proposed garage screening.

In addition, staff recommends that the garage screen turn the corner onto the South Carlyle Square frontage only as far as was shown in the previous submission, dated April 11, 2007, which shows the landscape screening extending to approximately the width of the glass accent bay.

Table 1 details consistencies and conflicts with the applicable guidelines and conditions. Staff notes that there are a few outstanding inconsistencies, many of which have been previously approved by the DRB.

Table 1. Compliance with Block P Design Guidelines and Carlyle SUP Conditions[1]

	Block P Design Guidelines/ SUP Conditions	**Development Proposal**	**Consistent**
	DESIGN GUIDELINES		
Land Use	342,191 sf Office 53,991 sf Retail	336,536 sf Office 22,947 sf Retail	**No[2]**
Location of Easements	66 ft ROW on John Carlyle St	66 ft ROW on John Carlyle St	Yes
Sidewalk	<u>Eisenhower Ave:</u> W of John Carlyle St: ▪ 22-25 ft from property line <u>Hooff's Run Dr:</u> ▪ 14-ft wide sidewalk, consisting of 10 ft wide unobstructed sidewalk w/4 ft wide tree wells <u>John Carlyle St:</u> ▪ 14 ft from curb line	▪ Approx 33 ft from property line ▪ 18.75 ft sidewalks; 4 ft wide tree wells shown ▪ 22 ft from curb	Yes Yes Yes

	Block P Design Guidelines/ SUP Conditions	Development Proposal	Consistent
Ground floor summary			
Office	▪ Primary entries on John Carlyle St	▪ Office lobby on John Carlyle St	Yes
Retail	▪ Storefront retail entries on Eisenhower, portions of John Carlyle St, open space frontage	▪ Retail entrances on all the required frontages	Yes
	▪ Min 60 ft depth on Eisenhower Ave	▪ 60 ft depth along Eisenhower exclusive of stair	Yes
	▪ Min 40 ft depth on John Carlyle St	▪ 40 ft depth to be accommodated w/a portion of retail-leasable office lobby	Yes
Parking and/or Service Access Zones	<u>West property line:</u> 2 zones from Hooff's Run Dr at the N and S ends of the street shall be a max of 60' wide and 60' from the perpendicular property line	▪ 3 curb cuts provided ▪ North curb cut approximately 98 ft from perpendicular property line ▪ South curb cut approximately 110 ft from perpendicular property line	**No**[3]
On-street parking	Parallel parking on both sides of John Carlyle St & Hooffs Run Dr	Parallel parking provided on both sides of John Carlyle St; no parking provided on Hooff's Run Dr (need to show parking on west side)	**No**[3]
Parking above grade	<u>West of John Carlyle St:</u> *Below 20 Ft. Street Wall Line:* Located within area bounded within 90 ft from the Eisenhower Ave property line, 70 ft from centerline of JCS, 60 ft from the S property line and 16 ft from Hooff's Run Dr property line. *Above 20 Ft. Street Wall Line:* Located within area bounded within	Parking level begins at approx. 20 ft above average finish grade	Yes
	▪ 33 ft from Eisenhower Ave property line	▪ 33 ft	Yes
	▪ 33 ft from centerline of John Carlyle St	▪ Approx. 50 ft from centerline of John Carlyle St.	Yes
	▪ 30 ft from the south property line, and	▪ 30 ft	Yes
	▪ 16 ft from Hooff's Run Dr property line.	▪ Approx. 14 ft from property line	Yes

	Block P Design Guidelines/ SUP Conditions	Development Proposal	Consistent
Bulk Streetwalls	 John Carlyle St: 20 ft Eisenhower Ave: 60 ft (West of John Carlyle St)	 Approx. 35 ft Approx 18 ft	 **No**[3] **No**[3]
Heights	West of John Carlyle St: 175 ft at north end (Eisenhower Ave) & 200 ft max at the south end	North tower: 147 ft (top of roof) South tower : 181.6 ft (top of roof)	Yes
Ground floor setbacks	Eisenhower Ave (West of John Carlyle St): 22 to 25 ft from property line John Carlyle St: 14 ft from curb	▪ 33 ft from property line ▪ 22 ft from curb	Yes Yes
Upper floor setbacks	West of John Carlyle St: ▪ 3-7 ft max setbacks at a building height of 50-60 ft ▪ Additional 5-7 ft min setback at bldg height of 150-175 ft along Eisenhower Ave	 ▪ Approx. 4 ft setback at approx. 33 ft above AFG ▪ Buildings are 147 ft/181.6 ft (to top of roof)	 **No**[3] Yes
Architectural expression & lines	▪ Expression line at the top of the required street walls ▪ Exposed portions of above grade parking structure on Hooffs Run shall be consistent with EESAP Design Guidelines for "C" streets ▪ Parking structure shall be treated with high quality materials to appear as an extension of the building(s); openings/fenestration shall be comparable to the building	▪ Expression line provided ▪ Landscape screening provided ▪ Metal louvers & metal screen on John Carlyle, Eisenhower, Park facades; metal louvers & climbers on Hooffs Run facade	Yes Yes **No**
Minimum distance between buildings	Multiple towers above 80 ft tall must be placed 45 ft apart	Two towers, with three-story occupied link, approx 48 ft apart	Yes
SUP CONDITIONS (DESIGN-RELATED)			
Condition #42	All parking garages shall have clearances on the 1st parking level to accommodate full-size vans	Height of 1st parking level: 8.5 ft	Yes

	Block P Design Guidelines/ SUP Conditions	Development Proposal	Consistent
Condition #70A	b. - Applicant is responsible for "temporary" EVE along southern portion of the east & west blocks	▪ EVE provided south of west block	Yes for west block
	e.i - Min. interior retail height shall 15 ft clear;	▪ Min 15 ft clear	Yes
	e.ii - Min retail depth: 40 ft on John Carlyle St, 60 ft on Eisenhower Ave	▪ 40 ft depth to be accommodated w/a portion of retail-leasable office lobby; 60 ft depth on Eisenhower excl. stairs	Yes
	e.iii - A portion of the retail space shall incorporate venting systems required for food preparation, exhaust vent shafts & grease traps, service corridors/areas	▪ Provided	Yes
	f. - Above grade garage shall be setback a min of 30 ft on Eisenhower Ave & 22 ft on John Carlyle St from the exterior walls of the 1st & 2nd floor of the street frontage	▪ Because of 20 ft high retail, parking is considered to begin at 3rd level	Yes
	g. - Above grade garage on Hooff's Run Dr shall be treated architecturally to be in harmony with the overall building design	▪ Landscape screening provided	Yes
Condition #73A	Buildings shall be predominantly masonry and predominantly with punched windows	61% masonry provided; punched windows on all sides	Yes
Condition #77	Max. uninterrupted streetwall length w/o recesses or ground-floor setbacks shall be 150 ft	Adequate recesses provided on John Carlyle St & Hooffs Run Dr	Yes
Condition #97	a. - One penthouse per building b. - Penthouse 22 ft tall (DRB approved)	▪ One penthouse provided ▪ 22 ft high penthouse, including tower	Yes Yes
Condition #101	Above-grade parking shall be set back min 30 ft (Eisenhower Ave) & 22 ft (John Carlyle St) from the exterior building walls of the 1st & 2nd floor	Because of 20 ft high retail, parking is considered to begin at 3rd level	Yes

[1]Table 1 primarily reflects compliance items related to the west block of Block P.
[2]Only 5,655 sf of office space would remain for the east block of Block P, which is approximately 2.38 acres in size. This and any subsequent transfer of floor area will require subsequent SUP or applicable approval.
[3]Proposal approved by the DRB.

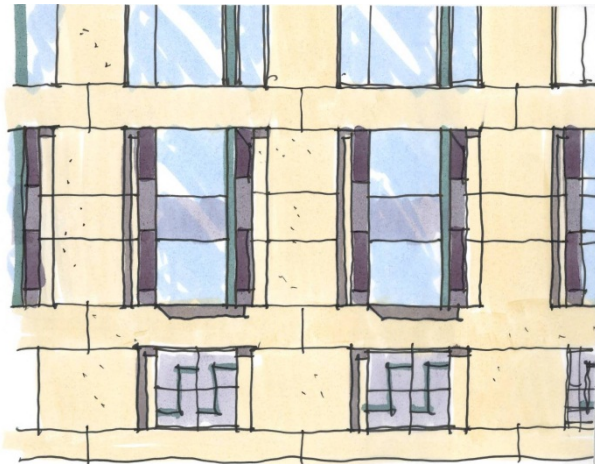
IV. STAFF RECOMMENDATION

Staff recommends final design approval of the building, subject to compliance with the following conditions*:

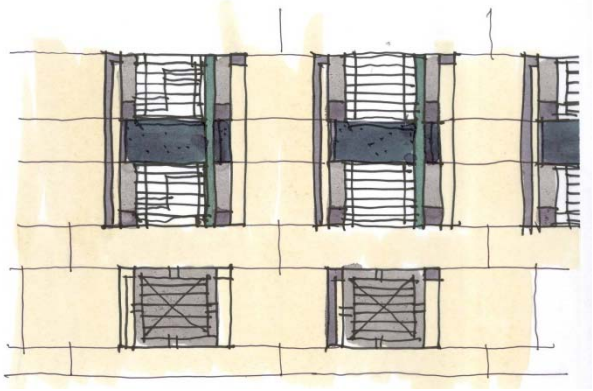
1. A full size mock-up shall be constructed on-site prior and approved by the Director of P&Z prior to final selection of materials.
2. The design materials of the penthouse shall be subject to the approval of the Director of P&Z.
3. CONDITION DELETED
4. Any changes to the final design, materials, colors and all design elements shall be subject to subsequent review and approval by the Board.
5. The pattern of the grillage is not in keeping with the simple building vocabulary. The applicant shall restudy this aspect of the building design.
6. The use of grilles in the top openings of the roof feature and north building detract from expression of the building wall and shall be removed.
7. The planter on the south elevation shall wrap past the vertical glass accent.
8. The applicant shall continue design development of the approved concept of the building top feature.
9. The applicant shall continue to investigate alternative treatments of the garage openings. The treatment of the garage openings facing Eisenhower Avenue and the northernmost two or three openings along Hooff's Run Drive shall be revised to comply with the language of the Block P Design Guidelines.

*Previous conditions that have been addressed are included in Attachment D.

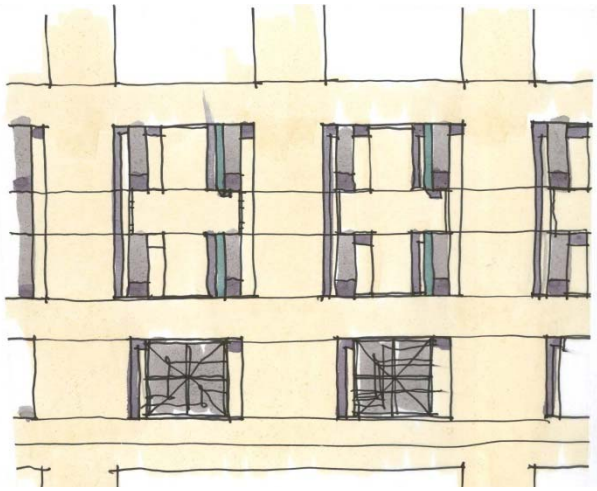
ATTACHMENTS A-C



A – glass and metal garage screening



B – metal and stone garage screening



C – precast and metal garage screening

1. The Applicant shall study further refinements of the building top concept that was presented at the CDRB hearing for review at a subsequent hearing.
2. The Applicant shall prepare an exhibit presenting approaches to address the SUP requirement for a minimum retail depth of 40’-0” along John Carlyle St subject to review at a subsequent hearing.
3. The Applicant shall study further refinements of the green garage screen concept that was presented at the CDRB hearing for review at a subsequent hearing.
4. In order to comply with Condition #70A of the Carlyle SUP, applicant shall increase the retail level such that the minimum clear height (slab-slab) shall be 18’-0”, while limiting the height of the top of parking (1st office floor) to not more than 64’-0”. In view of providing a ground level that is equivalent in height to two floors, the SUP requirement for parking setbacks along Eisenhower Ave and John Carlyle St will be deemed not to apply.
5. The Applicant shall shift the building 3’-0” to the west, to provide a minimum 20 foot wide sidewalk along John Carlyle St, adjacent to on-street parallel parking, and provide street trees on Hooff’s Run Dr as depicted at the CDRB hearing.
6. The Applicant shall demonstrate that the retail space incorporates venting systems required for food preparation, exhaust vent shafts and grease traps, service corridors/areas, in compliance with SUP Condition #70A.
7. The successful treatment of the north tower, where the solid wall is carried up past the roof to create open frames, should be explored for the top of the south tower.
8. The corner accent towers should be restudied to be stronger, more prominent and more vertical.
9. The stone base should be refined to be more tectonic in expression, more refined in detail and surface, and more clearly articulated from the building wall, as with a reveal. Even though the retail base successfully reads as a veil, its tone is too similar to the rest of the building and needs to be differentiated.
10. The west façade should be redesigned to provide a stronger break between buildings and to make the towers appear more vertical.
11. Property lines shall be provided on future plans to ensure compliance with the *Block P Design Guidelines* for sidewalks and ground floor setbacks.

APPLICATION
SPECIAL USE PERMIT

SPECIAL USE PERMIT # 2015-0024

PROPERTY LOCATION: 765 John Carlyle Street

TAX MAP REFERENCE: 079.01-01-17 **ZONE:** CDD#1

APPLICANT:

Name: Carlyle Plaza LLC

Address: 300 Chapel Hill Lane, PO Box 797, Berryville VA 22611

PROPOSED USE: applicant requests three year extension of existing SUP approval

[ ]**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	[signature]	3/13/15
Print Name of Applicant or Agent	Signature	Date
1750 Tysons Blvd, Suite 1800	703-712-5362	
Mailing/Street Address	Telephone #	Fax #
Tysons, VA 22102	kwire@mcguirewoods.com	
City and State / Zip Code	Email address	

ACTION-PLANNING COMMISSION: _____ **DATE:** _____

ACTION-CITY COUNCIL: _____ **DATE:** _____

SUP # 2015-0024

PROPERTY OWNER'S AUTHORIZATION

As the property owner of Property owner is the same as the applicant, I hereby
(Property Address)

grant the applicant authorization to apply for the _____ use as
(use)

described in this application.

Name: _____ Phone _____
Please Print

Address: _____ Email: _____

Signature: _____ **Date:** _____

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):*
[X] 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 ten percent.

See attached.

OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

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

Name	Address	Percent of Ownership
1. See 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 765 John Carlyle Street (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. 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 require to disclose **any** business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review. **All fields must be filled out completely. Do not leave blank. (If there are no relationships please indicated each person or entity and "None" in the corresponding fields).**

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

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

3/13/15 — Date

Kenneth W. Wire — Printed Name

Signature

SUP # 2015-0024

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.

NARRATIVE DESCRIPTION

3. 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. The description should fully discuss the nature of the activity. (Attach additional sheets if necessary.)

Applicant request three year extension of existing approval with no changes to the project parameters

SUP # 2015-0024

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:_____

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).

No change from existing approval

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

No change from existing approval

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

Day:	Hours:
No change from existing approval	

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

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

No change from existing approval

B. How will the noise be controlled?

No change from existing approval

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

No change from existing approval

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)

No change from existing approval

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

No change from existing approval

C. How often will trash be collected?

No change from existing approval

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

No change from existing approval

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:

No change from existing approval

SUP # 2015-0024

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:

No change from existing approval

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

No change from existing approval

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.

No change form existing approval

SUP # 2015-0024

PARKING AND ACCESS REQUIREMENTS

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

N/A Standard spaces

_____ Compact spaces

_____ Handicapped accessible spaces.

_____ Other.

Planning and Zoning Staff Only

Required number of spaces for use per Zoning Ordinance Section 8-200A_____

Does the application meet the requirement?

[ ] Yes [ ] No

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

[ ] on-site

[ ] off-site

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

N/A

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? _____

Planning and Zoning Staff Only

Required number of loading spaces for use per Zoning Ordinance Section 8-200_____

Does the application meet the requirement?

[ ] Yes [ ] No

SUP # 2015-0024

B. Where are off-street loading facilities located? _____

No change from existing approval

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

No change from existing approval

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

No change from existing approval

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?

No change from existing approval

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?

_____ 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:_____

End of Application

Ownership and Disclosure Statement For
Carlyle Plaza, LLC

Name	Address	Percentage of Ownership
Exceedingly LLC*	***300 Chapel Hill Lane*** ***P.O. Box 797*** ***Berryville, Virginia 22611***	**69.14% (see ownership breakdown on page 1)**
Alder Branch Carlyle LLC*	***300 Chapel Hill Lane*** ***P.O. Box 797*** ***Berryville, Virginia 22611***	***15.43%***
Joseph W. Henderson, III	300 Chapel Hill Lane P.O. Box 797 Berryville, Virginia 22611	Joseph W. Henderson, III owns 65% of Alder Branch Carlyle LLC
JM Zell Carlyle LLC*	***2900 K Street SW, Suite 525*** ***Washington, D.C., 20007***	***15.43%***
JM Zell Partners, Ltd^	***2900 K Street, SW Suite 525*** ***Washington, DC***	***100% of JM Zell Carlyle LLC***
Jeffrey M. Zell	2900 K Street, SW Suite 525 Washington, DC	Owner of 49.47% of JM Zell Partners, Ltd.

* Denotes direct owner of the applicant.

^100 Percent owner of the entity above

Ownership and Disclosure Statement For
Alder Branch Realty Limited Partnership LLLP

Name	Address	Percentage of Ownership
Exceedingly LLC*	***300 Chapel Hill Lane*** ***P.O. Box 797*** ***Berryville, Virginia 22611***	***40%***
Alder Branch Management, L.L.C.	300 Chapel Hill Lane P.O. Box 797 Berryville, Virginia 22611	Alder Branch Management, L.L.C. owns 50% of Exceedingly LLC
Alder Branch Management, L.L.C.*	***300 Chapel Hill Lane*** ***P.O. Box 797*** ***Berryville, Virginia 22611***	***17.299%***
Joseph W. Henderson, III	300 Chapel Hill Lane P.O. Box 797 Berryville, Virginia 22611	Joseph W. Henderson, III owns 66.342% of Alder Branch Management, L.L.C.
Alder Branch Carlyle LLC*	***300 Chapel Hill Lane*** ***P.O. Box 797*** ***Berryville, Virginia 22611***	***12.702%***
Joseph W. Henderson, III	300 Chapel Hill Lane P.O. Box 797 Berryville, Virginia 22611	Joseph W. Henderson, III owns 65% of Alder Branch Carlyle LLC
JM Zell Carlyle LLC*	***2900 K Street SW, Suite 525*** ***Washington, D.C., 20007***	***12.702%***
JM Zell Partners, Ltd^	***2900 K Street, SW Suite 525*** ***Washington, DC***	***100% of JM Zell Carlyle LLC***
Jeffrey M. Zell	2900 K Street, SW Suite 525 Washington, DC	Owner of 49.47% of JM Zell Partners, Ltd.

* Denotes direct owner of the applicant.

^100 Percent owner of the entity above

Docket Item #6

Carlyle Retail Amendment
Special Use Permit 2012-0006

Application	**General Data**	
Project Name: Amendment to the Carlyle Retail Condition **Location:** Carlyle neighborhood (area generally bounded by Duke Street, Holland Lane, Eisenhower Avenue, and Mill Road); 1900 Jamieson Avenue; 1920 Ballenger Avenue; **Applicant:** Carlyle Community Council (CCC); Carlyle Lane CFRI Venture II; 1900 Ballenger Avenue, LLC; and 1900 Duke Street LP; represented by Kenneth Wire, McGuireWoods	PC Hearing:	April 3, 2012
	CC Hearing:	April 14, 2012
	Plan Acreage:	~76 acres (all of Carlyle)
	Zone:	CDD #1
	Small Area Plan:	Eisenhower East
	Historic District:	n/a
	Green Building:	n/a

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Purpose of Application
To amend the Carlyle SUP to: (1) allow second floor retail uses in ground floor retail areas throughout Carlyle, and (2) allow business and professional office uses in ground floor retail areas for specifically designated locations in the buildings on Blocks G and K.
Staff Recommendation: APPROVAL WITH CONDITIONS
Staff Reviewers: Katye North, AICP, LEED AP (katye.north@alexandriava.gov) Gary Wagner, PLA (gary.wagner@alexandriava.gov) Gwen Wright (gwen.wright@alexandriava.gov)

STAFF REPORT

CITY COUNCIL ACTION, APRIL 14, 2012: City Council approved the Planning Commission recommendation.

PLANNING COMMISSION ACTION, APRIL 3, 2012: On a motion by Mr. Wagner, seconded by Ms. Fossum, the Planning Commission voted to **recommend approval** of SUP #2012-0006. The motion carried on a vote of 7 to 0. The Planning Commission also directed Staff to re-docket the Carlyle SUP in September if compliance with the parking requirements contained in Condition 105 has not been addressed.

Reason: The Planning Commission agreed with the staff analysis and recommendations.

Speakers:
Mr. Ken Wire, representing the applicant spoke in support of the proposal.

Mr. Sami Marina of Frizzles Salon, 534 John Carlyle Street raised concerns about available parking for his customers, specifically on weekends.

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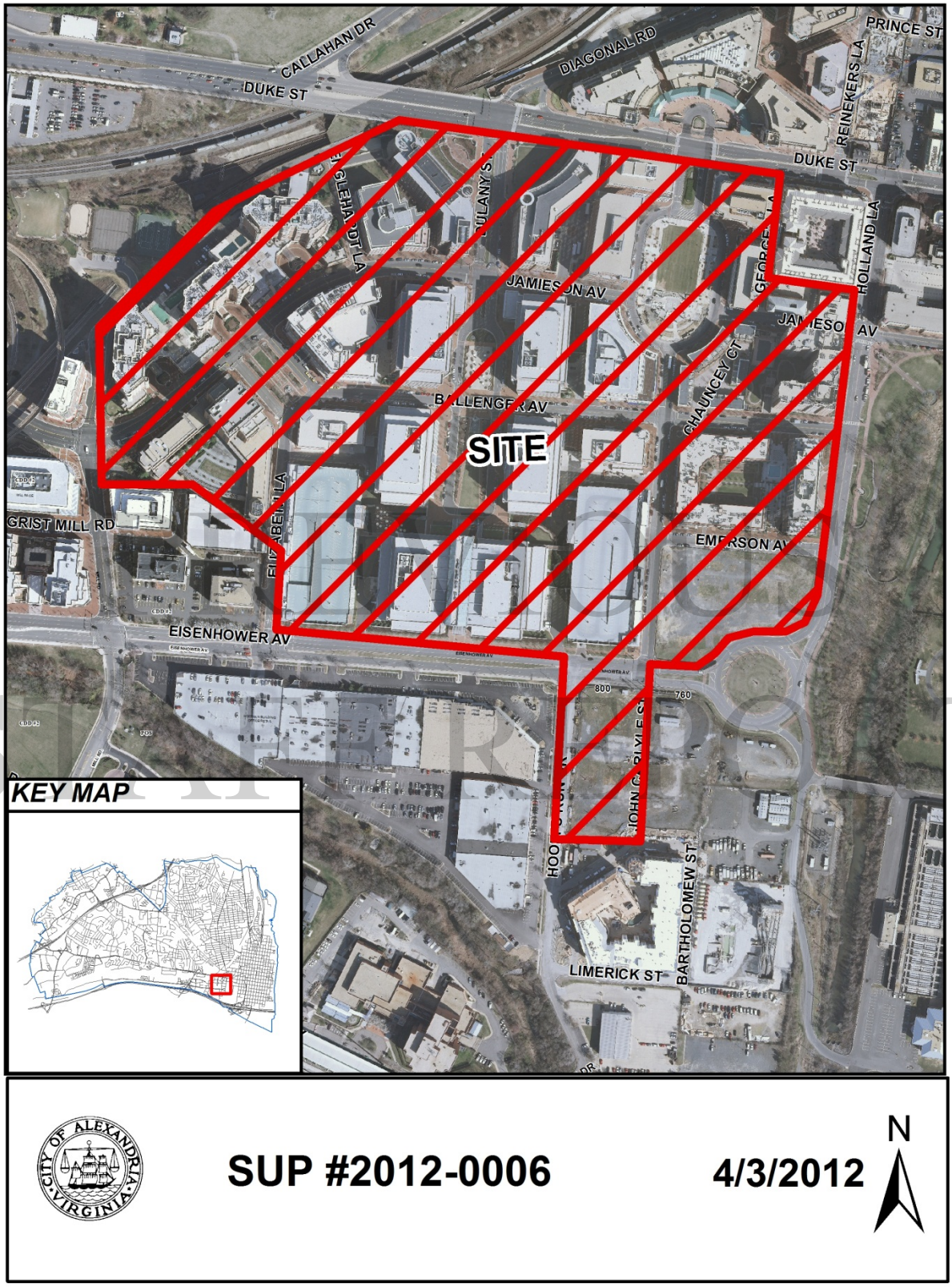

STAFF REPORT

I. SUMMARY

A. Recommendation

Staff recommends *approval* of the requested amendment to the Carlyle Special Use Permit. The amendment would revise the retail conditions to allow greater flexibility for uses allowed in ground floor retail locations, with an ability to provide maximum flexibility in areas that are not in the primary retail focus areas. The requested changes do not diminish the overall vision for Carlyle and are consistent with the recommendations of the retail study that was prepared in 2010 as part of the South Carlyle planning process and that was presented to the Planning Commission and City Council. By approving these amendments, additional leasing options will be afforded to the property owners. This in turn creates the benefit of having vacant storefronts occupied with uses that still generate some pedestrian activity and produce additional office workers to support the retail in Carlyle.

B. General Project Description

The Carlyle Community Council (CCC); Carlyle Lane CFRI Venture II, the owner of 1900 Jamieson Avenue (Block G); 1900 Ballenger Avenue, LLC, the owner of 1920 Ballenger Avenue (Block K); and 1900 Duke St LP, the owner of 333 John Carlyle Street (Block C) request an amendment to the Carlyle Special Use Permit to:

(1) allow second floor retail uses, as defined by Condition 102B of the SUP, in the ground floor retail space for all buildings within Carlyle; and
(2) allow business and professional office uses in ground floor retail areas for specifically designated locations in the buildings on Blocks G and K.

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II. BACKGROUND

A. Procedural Background

The Carlyle development was originally approved in 1990 through a Special Use Permit. The SUP approval covered the entire 76 acre development and established the amount of floor area and types of uses permitted for each of the sixteen blocks within Carlyle. Over the years, amendments have been made to various components of this development, which have been processed as an amendment to the overall SUP (a list of the approved amendments is included in the Attachments section of the report). With each amendment, the conditions of approval established by the first approval have been updated to reflect the most current set of requirements for the development.

Shortly after the 1990 approval, construction began in Carlyle per the SUP approval. The Carlyle Design Review Board (DRB) reviewed and approved final building design for each block per approved Design Guidelines. Twenty years after the original approval, Carlyle is nearly built-out, with only two blocks left to develop. Block O is under construction and should be complete and occupied by the end of the year. Block P has an approved building permit and final site plan, and will begin construction once they have a tenant for the office building.

B. Site Context

Carlyle
The 76 acre Carlyle neighborhood is broadly defined as the area bounded by Duke Street to the north, Holland Lane to the east, Eisenhower Avenue to the south, and Mill Road to the west. One Carlyle block, Block P, is located south of Eisenhower Avenue. The development blocks that were established by the Eisenhower East Small Area Plan border Carlyle to the west and south. The map in the Graphics section of the report shows the Carlyle blocks as all of the lettered blocks and the Eisenhower East blocks as the numbered blocks. Within Carlyle, there are three streets running east-west and three running north-south to break the area into smaller, urban blocks.

Block G-1900 Jamieson Avenue
The five-story building on the east half of Block G was completed in 2007 and includes three floors of office (98,342 sf) and two floors of retail (70,000 sf). The building has frontage on Jamieson Avenue, John Carlyle Street, and Ballenger Avenue and is southwest of John Carlyle Square Park. The retail uses within this building include Potbelly Sandwiches, the Carlyle Club, HSBC Bank, Starbucks, and Robeks Smoothies on the ground floor, and GWU (satellite campus) and the Learning Tree on the second floor. Currently there are three vacant retail spaces on the first floor totaling 9,400 sf and one vacant retail space on the second floor totaling 2,800 sf, none of which have been leased since the building's completion.

Block K-1920 Ballenger Avenue
The four-story building on the east half of Block K was completed in 2009 and includes two floors of office (32,594 sf) and two floors of retail (29,048 sf). The building is located at the southwest corner of John Carlyle Street and Ballenger Avenue. Currently, none of the retail or office floor area has been leased.

PREVIOUS STAFF REPORT

C. Project Evolution

The vision for Carlyle since the original approval in 1990 has been to "create an active, vibrant area of the City with an environment of unsurpassed quality". To achieve this goal, the plan proposed a mixture of uses throughout the neighborhood. Retail was always an important component of the Carlyle Plan, although secondary to office and residential, and a required retail area was assigned to many of the blocks (see the Attachment section for land use allocation for each block).

Exceptions for what could be permitted in the retail areas have occurred throughout Carlyle's evolution. Several amendments to the Carlyle SUP that have been approved over the years have allowed for other uses, such as office, to occupy the retail areas, usually with a time restriction. Most recently, in January 2010, an amendment was approved to allow office uses in second floor retail areas and to allow second floor retail uses in the ground floor retail space, with a ten year time limit, at 1900 Jamieson (Block G),1920 Ballenger Avenue (Block K), and 2050 Ballenger Avenue (Block J).

A retail study was conducted as part of the South Carlyle planning process and a summary of the findings was presented to the Planning Commission and City Council in December 2010. The purpose of this retail study was to identify the appropriate amount of retail (if any) for the South Carlyle region of the area, while considering the retail in Carlyle, Eisenhower East, and nearby shopping centers in the region. One of the main findings from the study was that there is too much retail floor area for the area to support. As a result, a high percentage of this space is vacant and may remain vacant. The retail consultants recommended expanding the definition of retail for Carlyle to include more uses, cluster retail where possible rather than spread it throughout the area, and increase density to increase the office worker and residential populations, which will ultimately support the retail.

Staff believes that the main recommendations of the 2010 retail study are still relevant and pertinent in Carlyle. Although some additional businesses have opened in the past year or so, particularly in Block L, there have also continued to be long-standing retail vacancies. Staff believes that the general idea of identifying target areas for clusters of retail and allowing greater flexibility outside of these target areas, as recommended in the retail study, is an appropriate strategy to implement. This proposed SUP amendment would essentially implement the recommendations in the retail study.

III. STAFF ANALYSIS

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A. Second Floor Retail Uses on the Ground Floor

The current retail definition in the Carlyle SUP distinguishes between uses allowed in ground floor and second floor retail spaces. Ground floor uses that are permitted include retail shops, personal service uses (beauty salons, dry cleaning, etc.), and restaurants. Per the condition, the Director of P&Z can also approve other uses that involve a high degree of pedestrian activity. The second floor retail uses include financial investment offices, private schools, public schools, health clubs, realty offices, and tax preparation services. Second floor retail uses are currently allowed on the ground floor of buildings on Blocks G, J, and K (per the 2010 SUP amendment), but are limited to a lease period of ten years. Under this request, second floor retail uses would be permitted in any retail space in Carlyle with no time limit.

Considering the recommendations of the retail consultant to expand the retail definition, staff is supportive of this request. Although these uses are not the traditional retail uses the condition originally envisioned, they are still fairly active uses that would generate pedestrian activity at the street level and are uses that are found on the ground floor in many locations throughout the City. Furthermore, by expanding the types of uses, there is a better chance of filling the vacant spaces in the area, which also improves the pedestrian experience.

As opposed to the 2010 amendment, this revision would apply to any retail space within Carlyle. Given the trouble with leasing retail space in Carlyle and the benefit of expanding the types of uses that could go into these spaces, staff is comfortable with applying the revision to all of Carlyle. The conditions have been updated to remove the distinction between ground floor and second floor retail uses so that the uses listed would be allowed in any retail space as a permitted use or through an administrative approval or special use permit.

B. Office Uses in Retail Locations

The 2010 amendment that allowed second floor retail uses on the ground floor of 1900 Jamieson Avenue (Block G) and 1920 Ballenger Avenue (Block K) was approved in an effort to help occupy the vacant retail spaces in these buildings. Two years later, no new uses have gone into these spaces and the property owners are requesting an amendment that would allow office uses in retail spaces on the ground floor for parts of their buildings.

In the retail study, the consultants had noted the importance of clustering retail areas. Much of the retail in Carlyle is spread out among the 16 blocks, but John Carlyle Square and John Carlyle Street is one of the few places in the neighborhood that does cluster retail. Both of the 1900 Jamieson and 1920 Ballenger buildings are located along John Carlyle Street and the Block G building fronts a portion of John Carlyle Square. In consideration of this finding, the property owners have proposed keeping the spaces along John Carlyle Street retail, but allowing for office uses in the spaces fronting Jamieson and Ballenger Avenues (see the Graphics for plans delineating these areas). The area that could become office space represents approximately 9,000 sf of the 35,000 sf ground floor retail for Block G and approximately 8,000 sf of the 16,000 sf of ground floor retail for Block K. These two areas account for only 7% of the 228,000 sf of retail approved for Carlyle.

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Staff is supportive of this request since it upholds the efforts to cluster retail along John Carlyle Street, while providing greater flexibility for uses in the less retail oriented spaces along the side streets. Unlike the first part of this amendment, the change would only apply to these two buildings. Since changing retail space to office is a bigger difference than allowing other retail uses, staff believes this type of request should be considered on a case by case basis depending on the location rather than an across the board change.

STAFF REPORT

C. Day Care Uses in Retail Locations

In addition to allowing the second floor retail uses on the ground floor, staff has recommended adding day care uses as an allowable use in retail space. This use was not specifically requested by the applicant, but over the years, day cares have been noted as a missing use for the neighborhood. Since changes were proposed to the retail conditions, it seemed an appropriate time to add this use to the retail condition. Per Condition 102A, day care uses would be allowed through administrative approval, which would require information about the drop-off and pick-up areas. Also, consistent with other developments recently approved, day care uses would be limited to no more than one third of the retail space in a building.

IV. COMMUNITY

This amendment was discussed at the Carlyle/Eisenhower East Design Review Board (DRB) meeting in March, which was open to the public and which was attended by representatives of the Carlyle Community Council (CCC). The Board agreed with the intent of the amendment and was supportive of this application. There were no comments from the public on this issue. The

CCC, who is one of the applicants, has discussed this issue with the property owners in Carlyle that make up the CCC.

V. CONCLUSION

Staff recommends **approval** of the amendments to the Carlyle Special Use Permit subject to compliance with all applicable codes and the following staff recommendations.

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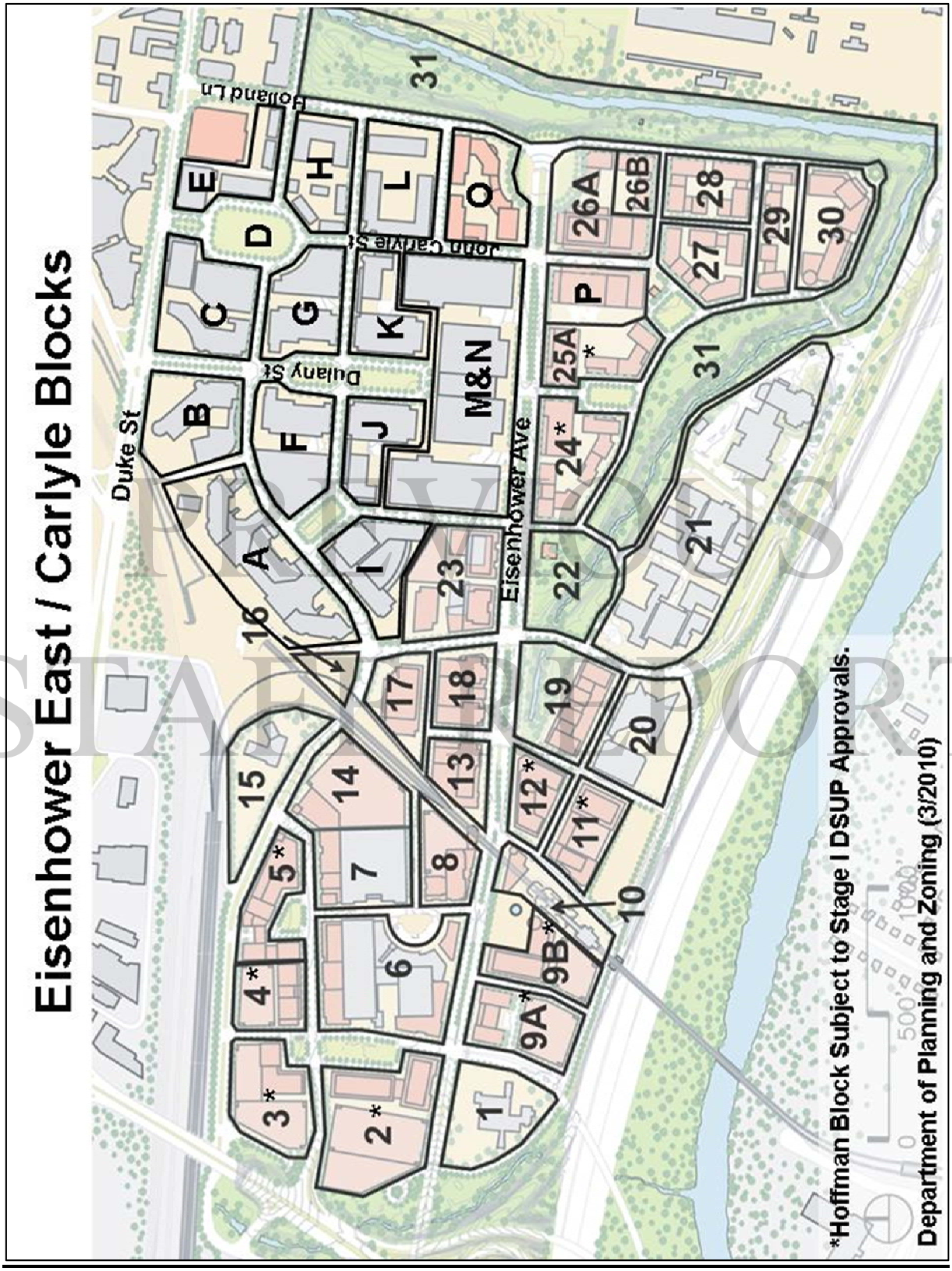
VI. GRAPHICS



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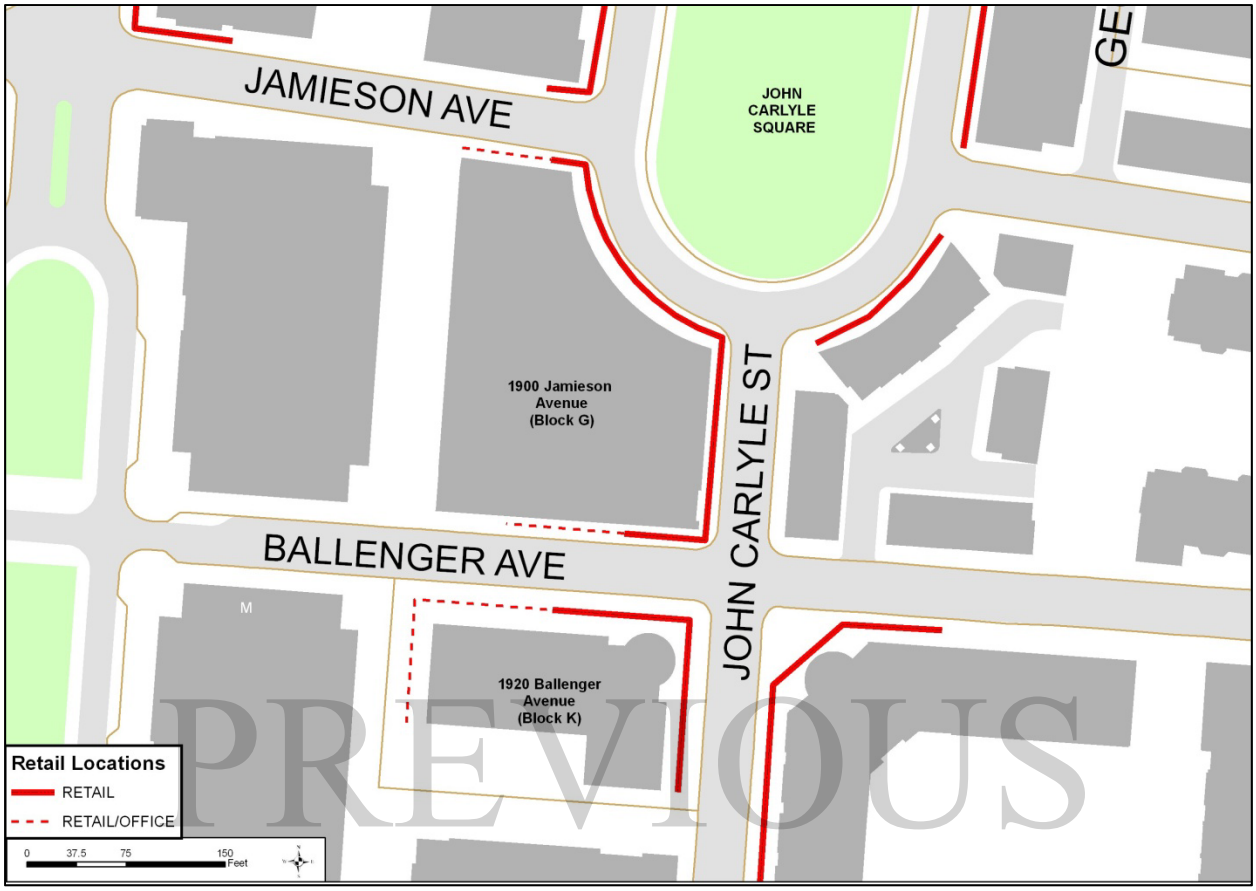

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VII. STAFF RECOMMENDATIONS

Staff recommends **approval** subject to compliance with all applicable codes and ordinances.

Note: The following conditions are brought forward from SUP #2253, as amended; Condition #102 has been amended.

A. T&ES Conditions:

1. The construction or initial improvement of all public rights-of-way shown on the applicant's Plat of Subdivision, dated February 20, 1990, including the Black Heritage Park, shall be the responsibility of the applicant. Plans, profiles, and cross-sections, showing typical pavement and sidewalk sections, as well as full construction plans, for any street shown on the subdivision plat which is within or adjacent to the project area and which is to be constructed by applicant, shall be submitted with the final site plan for such construction or improvement and shall be approved prior to the release of the site plan. With the exception of landscaping (see ¶ III-15), the maintenance and repair of streets and sidewalks within public rights-of-way in the project area and of the Black Heritage Park shall be the responsibility of the city. With the exception of landscaping (see ¶ III-15), the maintenance and repair of all other public rights-of-way within the project area (primarily, medians running between the travel portions of streets) shall be the responsibility of applicant.

2. Preliminary plans and profiles for all storm and sanitary facilities for the entire project, together with all appropriate calculations, shall be submitted in conjunction with the first final site plan for the project and approved prior to the release of that site plan. These plans shall show any effects on upstream facilities which are or may be caused by the storm or sanitary lines or facilities serving the site.

3. The existing stone railroad bridge at Hooff's Run shall be retained as an historic 100 year old structure. Without disturbing the bridge, the Applicant shall design and construct, at its sole expense, a bypass structure and storm sewer to accommodate the stormwater flow from a 100 year storm; such design to be in accordance with a plan developed by the City Engineer or as mutually agreed upon by the City and the Applicant.

   The Applicant shall stabilize and improve the bridge in accordance with its historic character. This stabilization and improvement shall include the replacement and securing of eroded and loose brickwork and stones, especially along the wing walls, and the clearance and removal of vegetation and trees growing within the walls in a manner which minimizes any disturbance to these walls; the repairing of the northern parapet of the bridge and the installation of handrails along the north and south parapets of the bridge.

   The Applicant shall undertake and complete the work required by this condition in a manner which preserves the historical integrity and character of the bridge and its immediate environs, and the work shall be performed to the satisfaction of the Director of

PREVIOUS STAFF REPORT

Transportation and Environmental Services. Applicant's final design and plans for the work required by this condition shall be submitted to the director for his review and approval.

The construction of the bypass structure/storm sewer and the stabilization and improvement of the bridge shall commence within 60 days after the City has completed the undergrounding of the 230 kv power lines identified in Condition #34 and after the City has made available to the applicant the requisite easement across the property of Virginia Power to the north of the bridge.

Applicant shall dedicate the bridge and adjacent right of way for the extension of Jamieson Street within six months following the completion of the bypass structure/storm sewer and the stabilization and improvement of the bridge as required in this condition.

4. Slope protection and channel improvements shall be provided along Hooff's Run, to the extent specified by the Director of T&ES, to accommodate stormwater flow from the project site. Construction of this protection and these improvements shall occur at the same time the construction referenced in ¶ III-3 takes place.

5. Prior to the removal or abandonment of any existing storm or sanitary sewer on, serving or passing through the project site and except in situations covered by BOCA, a new replacement sewer shall be in place and in service, and all necessary dedications and easements shall have been recorded.

6. A plan and design providing channel protection along the portion of Hooff's Run which is adjacent to the Black Heritage Park and the adjacent cemeteries shall be submitted with the first final site plan for the project and shall be approved by the Director of T&ES before the release of that site plan. Construction of this channel protection shall be the responsibility of the applicant and shall commence within six months of the release of the site plan and thereafter shall be diligently pursued.

7. Preliminary plans for undergrounding utilities throughout the project site, along with the engineering plans and profiles required under ¶ II-5, shall be submitted with the first final site plan for the project, and shall be approved prior to the release of that site plan. No utility facility or component (e.g., electric transformers, switches, inter-connections) shall be located on any sidewalk within the project area, including those (if any) not located within a public access easement, or below such an area in a manner which has any visible or physical effect on the sidewalk (e.g., grates, ventilation shafts), unless expressly approved by the Director of T&ES and, where applicable, adequately screened to the satisfaction of the director. Nor shall any such facility or component be placed on any vehicular right-of-way within the project area. Unless otherwise expressly approved by the Director of T&ES, all utility facilities and components within the project area shall be located within project buildings and, where applicable, screened, to the satisfaction of the director, from the view of persons using a public right-of-way or pedestrian area within the project area.

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8. Any traffic signalization proposed by the applicant and any signalization required by the Director of T&ES shall be shown on the final site plan for the portion of the project area in which the signalization is to be installed. The acquisition and installation costs of any traffic signal or signalization approved or required by the director shall be the responsibility of the applicant, and payment of such costs shall be made to the city prior to the release of the site plan. Any signalization approved or required by the Director as part of a final site plan shall be installed and properly operating prior to the issuance of a certificate of occupancy for any building which, in the director's view, is to be served by the signalization.

9. Specifications and associated calculations for the lighting of streets and other public rights-of-way and for the areas to be developed within the project area shall be submitted with final site plans. Prior to the release of any final site plan, the lighting for all streets and development areas covered by the plan shall be approved. In addition, light fixtures and poles proposed for streets and other public rights-of-way shall be identified in final site plans and shall be approved by the director of Planning and Community Development prior to the release of any plan. All fixtures located on or along streets and pedestrian access areas shall be uniform throughout the project area. The acquisition and installation costs of all lighting within the project area, including on public rights-of-way, and along the streets adjacent to the project area which the applicant is responsible for enlarging or otherwise improving (see ¶ II-5) shall be the responsibility of the applicant, and a bond in the amount of such costs shall be made to the city prior to the release of the site plan showing such lighting.

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10. The names of all streets, within the project area shall be approved by the City's Planning Commission.

11. No demolition shall occur within the project area without a demolition permit issued by the City's Office of Code Enforcement.

12. All buildings constructed within the project area shall be protected against methane gas in a manner approved by the Director of T&ES or his designee. Applicant shall study the economic alternatives for using methane gas from the project area and shall furnish a report to City Council within four months of the date of approval of this permit.

13. Prior to the release of any final site plan for any area within the project area, an analysis of the soil within the project area as well as of the groundwater below the project shall be submitted to the Virginia Department of Waste Management and the city, and a remediation plan meeting all requirements of that department and the Virginia Water Control Board, and agreed to by the Directors of T&ES and the City's Department of Health ("DOH") and the applicant, shall be finalized. Unless otherwise required by a remediation plan, all remediation work in any portion of the project area required either by the Department of Waste Management, on the basis of the analysis submitted by applicant or otherwise, or by any other governmental entity having regulatory jurisdiction

over such soil, groundwater, surface water or sediments, shall be completed in a manner found acceptable by the department or such other governmental entity prior to the release of any grading, building or similar permit for that portion of the project area.

13A. Also prior to the release of any final site plan for any area within the project area, the applicant shall have initiated contact with the United States Army Corps of Engineers and the Virginia Marine Resource Commission regarding the potential jurisdiction of those agencies over any of the applicant's proposed activities with respect to the project area. All necessary authorizations of both agencies shall be obtained by the applicant before the release of any grading, building or similar permit that could allow activities subject to the jurisdiction of either agency.

14. No interim parking of vehicles shall be permitted on vacant land within the project area without a special use permit, except that construction and worker vehicles may be parked on such land with the approval of the Director of T&ES.

15. All landscaping within all public parks, and within all public street easements and public street medians shall be provided and maintained, including its replacement, by CDC and its successors with the following exceptions:

- Landscaping within the Block A park shall be maintained and replaced by the City.

- Any additional landscaping added by the City within the African American Heritage Park or the Block A Park after their dedication to the City shall be maintained by the City.

- The replacement of any landscaping which is damaged or destroyed due to catastrophic weather events, or due to traffic or other such accidents shall be the responsibility of the City.

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16. Maintenance of George's Lane shall be the responsibility of the City upon acceptance by the City of the street. (SUP97-0157)

17. A detailed soils report, together with recommendations for sheeting and shoring, excavation and foundation design, shall be submitted with each final site plan and shall address the construction proposed by the plan. No site plan shall be released until applicant's plans for sheeting and shoring, excavation and foundation work have been approved. See ¶ III-83.

18. All buildings within the project area and all individual residential units, retail establishments, offices and other uses within those buildings shall be designed to accommodate the separation of waste materials (e.g., office paper, glass, plastics, newspapers, metal) to facilitate their collection and recycling.

19. A permanent storage area, no smaller than 20 feet by 20 feet, shall be provided within the project area for the short-term placement by the city of sweeper debris. The area shall be made available to the city after certificates of occupancy have been issued, in the aggregate, for 1 million square feet of office space in the project area. The storage area shall be easily accessible by street sweeping and debris removal equipment, and may be incorporated in the waste disposal area of a building within the project area.

20. Trash receptacles, of a design approved by the Director of T&ES, shall be provided along streets within the project area at locations approved by the director. Applicant shall be responsible for the initial acquisition, the maintenance and, where required, the replacement of all such receptacles.

21. Each townhouse constructed within the project area shall be designed to accommodate the refuse can utilized at the time in the city's "Super Can" refuse collection program. Applicant shall be responsible for purchasing from the city at least one such can for each townhouse at the time a building permit for the townhouse is submitted.

22. Condition 22 is intentionally deleted.

23. Bus shelters, designed to the satisfaction of the Director of T&ES and the Alexandria Transit Company ("ATC"), shall be constructed throughout the project area at locations determined by the city, ATC and applicant. The costs of constructing all such shelters shall be the responsibility of the applicant. In addition, the maintenance of all such shelters shall be the responsibility of applicant.

PREVIOUS STAFF REPORT

24. The intersection at Duke Street and Diagonal Road shall be modified, to the satisfaction of the Director of T&ES, to restrict motor vehicle travel between the project area and the King Street Metro Station to busses only.

25. A pedestrian tunnel under Duke Street from the west side of Dulany Street to the west side of Diagonal Road and related items shall be designed and constructed, or in the case of some related items reconstructed, by the applicant at its sole expense to the satisfaction of the Directors of T&ES and P&Z. The related items shall consist of adjoining sidewalks, medians and the plaza at the Crescent Park, as well as lighting, gates, signage, security features and a kiosk or similar structure. No construction north of Duke Street shall be required except the minimum necessary to connect with the north side of the Duke Street right-of-way. Construction of the tunnel shall be completed by December 31, 2003 unless the U.S. Patent and Trademark Office relocation to Carlyle does not proceed, in which case the construction of the tunnel shall be completed by a date to be determined by City Council. Upon completion of construction of the tunnel and acceptance of the tunnel by the City, the City shall assume full responsibility for the tunnel, including all maintenance and liability, except that CDC and its successors or assigns acceptable to the City shall be responsible, at its or their sole expense, for providing cleaning/custodial services for the tunnel and for the costs to provide security for the tunnel. The City Manager shall determine the type and extent of security to be provided in the tunnel. The City Manager shall also determine the hours of operation for

the tunnel. Funds for tunnel security may come from the TMP account for Carlyle, to the extent such funds are not otherwise obligated under paragraph 2 of the TMP.

26. Prior to the release of the first final site plan for the project area, applicant shall pay to the city $100,000 as a contribution towards construction of a pedestrian connection between the King Street Metro Station and the adjacent commuter rail train station.

27. Lot 514, as shown on applicant's Plat of Subdivision, dated February 20, 1990, shall be dedicated to the city within 6 months of the release of the first final site plan for the project. Within 6 months of the release of this site plan, all rails, ties and other track elements shall be removed from this land and from the land owned by the city and by the Norfolk Southern Railroad which lies to the south of Duke Street and the east of Holland Lane. Following the removal of all track elements from the land described in this paragraph, but no more than 6 months after the release of the first final site plan for the project, all such land shall be graded, to the satisfaction of the Director of T&ES, to provide adequate drainage.

28. All sidewalks within the project area, whether or not located within a public right-of-way, shall be constructed of brick and shall conform to all City of Alexandria construction standards.

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29. All driveways entering a parking garage within the project area shall be aligned, to the satisfaction of the Director of T&ES, to minimize conflicting vehicle movements. The location and width of each driveway entrance shall be shown on a final site plan. Each such driveway shall provide one entrance and one exit lane for every 500 parking spaces, or portion thereof, within the garage it serves. Thus, for instance, the driveway serving a parking garage of 1,300 spaces shall have a minimum of 6 lanes--3 for ingress and 3 for egress. However, with the approval of the Director of T&ES, lanes may be made reversible, thereby reducing the number needed to be provided.

30. All on-street parking controls and restrictions within the project area shall be determined by the city. Any such controls and restrictions which applicant desires shall be shown on its final site plans. Any parking meters which are placed on public rights-of-way within the project area at applicant's request shall be acquired and installed, in accord with city specification, by applicant.

31. Any special paving materials which applicant decides to utilize within the project area for pedestrian crosswalks across public streets shall be approved by the Director of T&ES and shall be purchased, installed, maintained and, if needed, replaced by applicant. Following the release of the first site plan for the project area which includes office or residential buildings, applicant shall, at all times, store at least 1,000 such pavers within the project area.

32. Holland Lane between Duke Street and Eisenhower Avenue shall be widened by applicant at its sole expense to four undivided lanes with curbs and gutters, sidewalks along both sides of the right-of-way, street lights and landscaping. Engineering plans and profiles for this widening shall be submitted with, and shall be approved prior to the

release of, the first final site plan for the project area. See ¶ II-5. Construction of this widening shall commence within 6 months of the release of such site plan and shall thereafter be diligently and continuously pursued until completion.

33. Eisenhower Avenue shall be extended by applicant at its sole expense from Hooff's Run Drive to Holland as a four lane divided roadway with curb and gutters, sidewalks along both sides of the right-of-way, street lights and landscaping. Design and engineering plans and profiles for this widening shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. See ¶ II-5. Construction of this widening shall commence within 6 months of the acquisition of all necessary land rights and shall thereafter be diligently and continuously pursued until completion.

34. The City of Alexandria shall underground the 230 kv power transmission lines along Holland Lane from the future location of Jamieson Street to a point approximately 150 feet south of the Alexandria Sanitation Authority bridge. The Applicant shall prepare a level pad site (approximately 70' x 150') at the southern point of this undergrounding and shall make available to Virginia Power any required easements relating to the undergrounding along Holland Lane. This undergrounding work shall be carefully coordinated with Applicant to ensure that it causes a minimum of disruption to other work which Applicant may be undertaking in the vicinity. Commencement of the undergrounding of the 230kv power lines shall begin as soon as practicable. Applicant shall reimburse the City for all costs associated with such undergrounding work in accordance with a schedule of payments to be determined by the Director of T&ES.

35. Condition 35 is intentionally deleted.

36. Modifications to the intersection of North Street and Mill Road shall be made by applicant at its sole expense, as defined by and to the satisfaction of the Director of T&ES. Design and engineering plans and profiles for these modifications shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. See ¶ II-5. Construction of the modifications shall commence within 6 months of the acquisition of all necessary land rights, and shall thereafter be diligently and continuously pursued until completion.

37. Modifications to the intersections of Eisenhower Avenue and streets providing access to the project area shall be designed and constructed by applicant at its sole expense, to the satisfaction of the Director of T&ES.

38. No traffic circle at the intersection of Eisenhower Avenue and Holland Lane shall be constructed unless it is designed to the satisfaction of the Director of T&ES.

39. All intersections of Duke Street and street providing access to the project area shall be designed and constructed by applicant at its sole expense, to the satisfaction of the Director of T&ES. Engineering design plans and profiles shall be submitted with, and shall be approved prior to the release of, the first final site plan for the project area. Construction of these intersections shall commence either within 6 months of the release

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of the site plan or by another date determined by the director, and shall thereafter be diligently and continuously pursued until completion.

40. (a) A collector/distributor roadway, generally as shown in a January 29, 1990, document entitled "Draft Justification and Study of Modifications of the Existing Interstate 95 Interchanges, U.S. Route 1 and Telegraph Road Interchanges, Alexandria, Virginia," shall be designed, engineered and constructed along the north side of the Capital Beltway which connects the U.S. Route 1 and Telegraph Road interchanges to the Beltway and provides access to and from Mill Road. If the alignment of this roadway disturbs in any manner the current access which the Alexandria Police Department and Sheriff have from Mill Road to the Alexandria Public Safety Center, any modifications to the alignment of, or other alterations or improvements to, Mill Road necessary to preserve such access, as determined by the Director of T&ES, shall be made. The costs of designing, engineering and constructing this connector/distributor roadway and any such modifications, alterations or improvements to Mill Road shall be the sole responsibility of applicant; provided, however, that applicant's responsibility shall be reduced by any federal or state funding received for the such design, engineering and construction work; and provided further, that any contributions toward this work received by the city from owners or developers of other property in the Eisenhower Valley shall be paid to applicant. The design and construction of the connector/distributor roadway shall comply with all applicable state and federal requirements and standards, and all design and engineering plans and profiles for the roadway shall be submitted to the Director of T&ES for his approval. In the event that the U.S. Patent and Trademark Office relocation to Carlyle does proceed in whole or in part, substantial construction of the collector/distributor roadway, pursuant to this condition, shall commence no later than July 1, 2003, and shall thereafter be diligently pursued to completion. As used herein, “construction” means the uniting together of construction materials on the site for the permanent, physical structure of the roadway. The applicant has agreed that, in the event it fails to comply with the requirements of the prior two sentences, it shall be subject to an action by the City, filed in the Circuit Court for the City of Alexandria, to enforce the requirements.

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(b) No certificates of occupancy shall be issued for any office space located on Block P unless and until construction of the collector/distributor roadway described in paragraph (a) has been completed and the roadway is in operation.

(c) Notwithstanding any other provision in this condition, the requirement for the construction of the collector/distributor roadway described in paragraph (a), and the prohibition against the issuance of certificates of occupancy in paragraph (b), shall not apply in the event that, and for so long as, construction has commenced, and continues to be diligently pursued, of all or part of the Woodrow Wilson Bridge replacement project, said project being described in the Record of Decision issued by the United Stated Department of Transportation on November 25, 1997 (regardless whether that Record of Decision is supplemented or replaced by a subsequent similar decision document), and including access ramps providing direct access from the inner loop of the Beltway to Mill Road and from Mill Road to the outer loop of the Beltway. This condition shall be of no

further force or effect once these access ramps linking the Beltway with Mill Road are in operation.

41. Each building to be constructed within the project area shall be included in a final site plan, meeting all applicable requirements of the city's then existing site plan ordinance and filed with the Department of T&ES, and no construction of any building may commence until a final site plan encompassing the building has been approved and released by the department.

42. All parking garages shall have clearances, at least on their first parking level, which are adequate to accommodate full-size vans.

43. No structure within the project area shall be constructed at a height, in a location or otherwise in a manner which will obstruct, in any way, the nature or quality of micro-wave transmissions between the tower of the Masonic Temple, located at the intersection of King Street, Russell Road and Callahan Drive, and the city's Public Safety Center located on Mill Road. Nor shall any construction or other activity within or adjacent to the project area cause any obstruction to such microwave transmissions.

44. Pursuant to applicant's offer, in response to a request for proposals issued by the city in March 1989, to convey land within the project area to the city as the site for a new United States Courthouse and the city's March 18, 1989 acceptance of applicant's offer, applicant shall enter into a contract with the City within 30 days of the decision by City Council, under section 7-6-28(i) of the Alexandria City Code, to grant a special use permit approving a plan of development for the project area, for the conveyance of Block I to the city; provided, that applicant's obligation to convey Block I is contingent upon the city's subsequent conveyance of the block to the United States for construction of a new United States Courthouse.

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45. Except as otherwise expressly stated in the code requirements and conditions set out above and in the conditions set out below, applicant shall develop the project area in full accord with, and shall be subject to all narrative statements and drawings made in, its Plan of Development, as defined in ¶ I-1.

B. Recreation Conditions:

46. Within six months of the issuance of this permit by city council, applicant shall contribute $200,000 to the city for upgrading, maintaining, lighting or otherwise improving one or more athletic fields within the city.

47. Two tennis courts shall be provided within the project on Block A. In addition, a dog run area shall be constructed on the adjoining 2.12 acres of land. The surface for the dog run area shall be the existing mix of gravel and landscaping, with no fewer than ten shade trees planted at locations around and/or within the area to the satisfaction of the Director of RP&CA. Further, the dog-run shall be fully fenced, water shall be provided to the site, and no fewer than four benches shall be provided. The courts and the dog run shall be

dedicated to the City for recreation purposes. Once the City accepts the dedication of the courts and dog area, the City shall be responsible for their maintenance.

48. Within 12 months of the approval of a special use permit for the project area, one or more athletic fields shall be constructed on Block P in the project area, in accordance with specifications provided by and to the satisfaction of the Director of Recreation and Cultural Affairs. Such construction shall include the clearing and grading of Block P in accordance with specifications provided by the Director of Recreation and Cultural Affairs. This athletic field or fields so constructed shall remain the sole use of Block P until the approval and release of a final site plan providing for the development of the block. Applicant shall not be responsible for lighting or maintaining any athletic field on Block P.

49. In connection with all street trees within the project area, below-grade planting troughs, meeting the specifications of the Director of Recreation and Cultural Affairs, shall be provided to increase available growing space, and adequate under drainage and soil mixtures shall be furnished. Trees located above parking garages shall be placed in above-grade planting troughs meeting the specifications of the director.

50. A playground shall be constructed in connection with the day care center to be built within the project area. The playground shall meet all specifications of the Director of Recreation and Cultural Affairs.

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51. (a) John Carlyle Square, Dulany Gardens, The Crescent, Courthouse Square, and the Eisenhower Avenue Rotary are major open spaces which shall be constructed and maintained by the Carlyle Community Association, but subject to a public access easement. The design of these spaces shall be to the satisfaction of the Directors of P&Z and RP&CA who may consult with the DRB. At a minimum, the spaces shall be developed with the level of landscaping shown on the approved development plan. In addition, the following requirements shall be met:

(i) John Carlyle Square shall be designed consistent with the proposed Block D guidelines, to include landscaping and hardscaping intended to accommodate informal and formal outdoor events, shows and other activities for workers, residents, retail patrons and visitors to Carlyle, as well as residents of the city at-large. At a minimum, the Square shall include a small stage, fountain or similar design element, tables and benches for eating and playing chess or other games, space for lawn games, irrigation for landscaping and lights. Vendors shall be permitted to operate on the Square generally if approved specifically by separate SUP or, for specific events or activities, if authorized by the Director of RP&CA. The City shall have the right to program use of the Square for up to 10 events per year. Jamieson Street shall not go through the park.

(ii) Dulany Gardens shall be developed with lawn and landscaping, pathways, seating, and a fountain, in keeping with the design which has already been approved

by the Design Review Board for portions of the park as depicted on the plan entitled 'The Parks at Carlyle, Alexandria, Virginia, Dulany Gardens' and dated 3/03/95.

(b) The African American Heritage Park and the Block A Park shall be dedicated to the city.

52. Consideration shall be given to the development of an ice skating rink in the Gardens area which would convert to a fountain/pool in the summer.

53. Assistance in the planning of an extension of the bike trail from Eisenhower Avenue underneath the Beltway at Payne Street/Hooff's Run to link up with the Mt. Vernon Trail at Hunting Creek shall be provided.

53A. A good-faith effort shall be made by applicant to locate and develop active recreational space at the south end of the Black Heritage Park near the Alexandria Sanitation Authority or elsewhere within the project area.

C. Housing Conditions:

54. At least 40% of the floor area dedicated to residential use, excluding that provided for elderly housing, shall consist of dwelling units with not less than two bedrooms.

54A. Condition 54A is intentionally deleted.

55. Prior to the release of the first site plan for the project area, applicant shall contribute $2.3 million to the City's Housing Trust Fund. An additional $2.3 million shall be paid in five equal annual installments on the anniversary date of the first payment of $2.3 million, with each payment adjusted so that it is made in constant 1990 dollars. Constant 1990 dollars shall be defined according to the Index known as the "U.S. Bureau of Labor Statistics Consumer Price Index For All Urban Consumers: Selected Areas, By Expenditure Category And Commodity And Service Group," for the expenditure subcategory "shelter," for the Washington D.C.-Maryland-Virginia SMSA. In the event the subcategory "Shelter" shall cease to be maintained, the designated category shall be "All Items" of the aforesaid Index. The designated Index and category or subcategory published next before the initial payment of $2.3 million shall serve as the "base index," and like data published next before each subsequent installment shall serve as the "installment index." Each such annual installment shall be the sum of (i) $460,000 and (ii) an amount computed by multiplying the sum of $460,000 by the percent change in the designated CPI Index between the "base index" and the applicable "installment index."

All payments made pursuant to this paragraph shall be placed and retained in a special City fund until a report from staff is received and approved by City Council regarding the manner in which these monies are to be used to subsidize rents and/or home purchases at this project or elsewhere in the City.

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55A. The Block O development is receiving additional residential density through the provisions of Section 7-700 of the Zoning Ordinance and shall be subject to the following:

a. The developer shall provide six (6) affordable units for income eligible households. Three (3) will be one-bedroom units and three (3) will be two-bedroom units. A parking space shall be provided with each unit.

b. The set aside units shall be of comparable size, construction quality and exterior design to the market rate units in the development and shall be located throughout the buildings. Interior finishes and features must be durable, of good quality and consistent with contemporary standards for new housing, and must meet or exceed the minimum standards set forth by the Virginia Housing Development Authority (VHDA) for the Low Income Housing Tax Credit Program. Renters or owners in these set aside units shall have access to all community amenities.

c. If the project is developed as rental development, the set-aside units shall be maintained as affordable rentals for a period of thirty (30) years. Rents (including utility allowances) for the set aside units shall not exceed maximum rents allowed under the federal Low Income Housing Tax Credit (LIHTC) program for households at or below 60% of the Washington DC Metropolitan Area Family Median Income.

d. The developer shall re-certify the incomes of qualifying households annually. The developer shall provide the City with access to the necessary records and information to enable annual monitoring of compliance with the above conditions for the 30-year affordability period.

e. Once an income-eligible household moves into a set-aside unit, that unit will be considered an affordable unit until the household's income increases to more than 140% of the then-current income limit. At that time, the over income household shall be allowed to remain, but the next available unit of comparable size (i.e., with the same number of bedrooms) must be made available to a qualified household as a set-aside unit. Once the comparable unit is rented, the rent of the over-income unit may then be increased to market rate in accordance with any lease restrictions.

f. Applicants receiving Housing Choice Voucher/Section 8 assistance will not be denied admission on the basis of receiving Housing Choice Voucher/Section 8 assistance. Such assistance payments will be treated as income for the purpose of determining minimum income eligibility.

g. If the market rents are less than anticipated, the set-aside unit rents (as adjusted for utility allowances) will continue to be used as the affordable rents; however, in the event the differential between the market rents and the set-aside unit rents falls below $150, the affordable rents shall be reduced to maintain a differential of at least $150 at all times.

h. If the set-aside units are marketed as condominiums to first time homebuyers, the sales price shall be in accordance with the current rate for purchasers qualifying for the City's Moderate Income Homeownership Program (MIHP). The sales price shall include one parking space for each unit. Deed restrictions governing re-sale shall be consistent with the City's policy at the time of sale.

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i. In the event that a portion of the development is developed as rentals and a portion is developed as condominiums, the set aside units will be included in the rental portion.

j. If the developer proposes any amendments to the approved Affordable Housing Plan following occupancy, such amendments must be submitted to the Affordable Housing Advisory Committee for its consideration, and will require final approval from the City Manager. The number of total set-aside units shall remain the same. (SUP#2009-0081)

56. Applicant shall diligently pursue tax exempt financing, tax credits and other forms of housing subsidies which could be used together with the contributions provided under ¶ III-55 to maximize the number of non-elderly subsidized housing units constructed and occupied within the project area. In pursuing these matters, applicant shall work closely with the City's Office of Housing.

57. A plan for employer-assisted housing options to be presented to businesses leasing or purchasing space in the project area shall be submitted to the city's Office of Housing within 6 months of the issuance of the project's first certificate of occupancy. This plan shall be designed to assist employees working within the project area to reside there or elsewhere within the city.

58. First priority for the non-elderly subsidized housing provided within the project area shall be given to households with at least one member who works within the city, including within the project area, and second priority shall be given to households living but not working in the city.

59. Applicant shall work with the City's Department of Human Services Private Industry Council and the Urban League of Northern Virginia to develop and implement a job training and job placement program designed to provide training and employment opportunities to city residents with construction, retail, office and other employers working within the project area.

59A. The Oliver Carr Company will post notices of job openings (not filled internally) with Alexandria Office of Employment and Training, the Alexandria Urban League, the Virginia Employment Commission, and the Alexandria newspapers and use these entities as a first source for the hiring of engineers, porters, day matrons, security guards, receptionists and secretaries for the buildings managed by Carr within the CNS project. In addition, Carr will provide training for those employees at Carr's expense. It is anticipated that up to 150 to 200 employees will be hired for these positions.

In addition, CNS will educate the office and retail tenants and the hotel operator within the project regarding the services provided by the Alexandria Office of Employment and Training and will provide matching funds up to $100,000 to any tenant(s) who hire the Alexandria OET to train employees within the project.

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D. Vesting, Phasing and Related Conditions:

60. Upon issuance of this special use permit by city council under section 7-6-28(i) of the Alexandria City Code and so long as all conditions set out in this permit, including the conditions in ¶ ¶ III-62, -63, -64 and -65 below, and in the permit issued by council under section 7-6-325 of the City Code are satisfied, applicant shall be entitled to develop the project area in accordance with the following schedule of uses and "gross square footage," as that term is defined below:

use	gsf
office	1,797,500
office with no more than one parking space per 1,000 gsf	1,000,000
courthouse	400,000
residential	3,147,500
hotel	300,000
retail and health club	258,000
day care center	4,500
total	6,907,000

"Gross square footage" shall mean the sum of all horizontal areas under a roof or roofs, measured from the exterior faces of walls or from the centerline of party walls, excluding (i) penthouses and other structures containing heating, cooling, ventilating and related equipment and not susceptible to storage or occupancy, (ii) areas uses exclusively for the parking of motor vehicles and ancillary areas (e.g., elevator lobbies and shafts, and stairwells, serving such parking areas), whether above or below grade, (iii) attic space less than 7 feet, 6 inches in height, and (iv) areas dedicated solely to pedestrian 'skywalks, arcades, tunnels and bridges' as identified on the preliminary plan for the PTO project, provided that all such connections across public streets shall be underground. In the event any of the conditions referenced above in this paragraph are not satisfied, this permit shall, unless otherwise provided by city council, become null and void as to all development within the project area on which construction has not commenced; provided, that it is understood and agreed that the United States of America (USA) as the owner of Lot 506 within the project area is not subject by law to the conditions herein, and that the failure of the USA as the owner of Lot 506 to comply with this Special Use Permit shall not void, nullify or otherwise invalidate the rights of the Applicant, its successors or assigns to develop the project area, in accordance with this Special Use Permit as amended. At such time, if ever USA conveys Lot 506 to a non-governmental entity, that the owner of the lot and the lot itself shall be subject to the provisions of this Special Use Permit, and the lot shall become a part of the owner's association for the lands subject to this Special Use Permit.

The gross square footage numbers in this condition are all maximum development levels and may be reduced on a block-by-block basis by the applicant as development progresses, notwithstanding the provisions of R-65, and so long as development remains consistent with the overall concept plan for the development and the block-by-block

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design guidelines, as determined by the Director of Planning and Community Development.

61. Upon the occurrence of any event identified in subparagraphs (a) through (g) below, applicant may request permission from city council to "transfer" gross square feet of development, up to the number of feet specified below for each "event," from the category of "residential" or "office with one parking space per 1,000 gsf" use (the "transferor use") to "office" use (the "transferee use"), subject to the provisions in ¶ III-62; provided, however, that no transfer may occur unless and until the "event" identified in subparagraph (a) occurs and Norfolk Southern has engaged in serious and constructive dialogue regarding the extension of the commuter rail line beyond Manassas as determined by the City Manager. Without council approval of a transfer request made under this paragraph, the transfer from "transferor" to "transferee" use shall not be undertaken. Council may deny a request made pursuant to this paragraph upon a finding that the increase in morning or afternoon peak hour traffic traveling to or from, respectively, the project area which will result from the requested transfer (i) exceeds the additional traffic-carrying capacity of the road system serving the project area which will result from the "event" and (ii) will have a significantly adverse effect upon the morning or afternoon peak hour traffic conditions on that road system. In addressing the standard in the preceding sentence, council shall consider, in addition to all other evidence, a study, prepared by a qualified consultant who has been selected jointly by applicant and the city and who is compensated by applicant and the city or, at the city's discretion, solely by applicant, which analyzes and compares the traffic impacts of existing development within the project area and the "transferor" use without the "event," and the traffic impacts of such existing development and the "transferee" use with the "event." Council shall decide a request made pursuant to this paragraph within 60 days of the filing with the city of the consultant study and, if a decision has not been made within that period, the request shall be deemed approved, unless applicant consents to an extension of the 60-day period. "Events" and the maximum number of gross square feet which they will support are as follows:

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a. commencement of construction of the collector/distributor roadway described in III-40: 500,000 gsf
b. commencement of construction of the Clermont interchange: 500,000 gsf
c. commencement of construction of the widening of the Wilson Bridge: 500,000 gsf
d. commencement of construction of the extension of Metro to Springfield: 500,000 gsf
e. commencement of construction of a flyover from westbound I-95 to Eisenhower Avenue at Stovall Street: 250,000 gsf
f. initiation of commuter rail operations from Fredericksburg and Manassas to Alexandria: 250,000 gsf
g. commencement of construction of Eastern Bypass to the Capital Beltway: 250,000 gsf

This paragraph does not limit or affect in any other manner applicant's right to transfer "office" or "office with no more than one parking space per 1,000 gsf" use to "residential" use.

Notwithstanding the foregoing, the applicant may transfer gross square feet of development, up to the number of feet specified for each event, from the category of residential or office with one parking space per 1,000 gsf use to office use, subject to the provisions in condition 62, provided that the General Services Administration selects Carlyle as the new location of the U.S. Patent and Trademark Office. Such transfers may occur regardless of whether the event identified in subparagraph a. above has occurred and shall not require further Council approval. (Amended SUP96-0092)

62. Any transfer of square feet of development to "office" use pursuant to ¶ III-61 is subject to the following limitations and conditions:

a. At the conclusion of all transfers authorized pursuant to R-61, the project shall not exceed the following schedule of uses and gross square footage:

USE	GSF
office	3,988,917
courthouse	400,000
residential*	2,036,508
hotel	230,000
retail and health club	228,297
day care center	4,500
Total	6,888,222

* Residential includes elderly housing
(Lipnick or other entity approved by the City)

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b. no transfer after January 1, 1995, may result in development within the project area being inconsistent with the zoning regulations then applicable to the area; provided, that the regulations with which the development is inconsistent (i) become effective after January 1, 1995, (ii) are enacted pursuant to a rezoning of at least the area of the city addressed in the city's 1990 small area plan for the King Street Metro area and the Eisenhower Valley, which rezoning applicant, stipulates and agrees shall be a comprehensive rezoning for purposes of judicial review, and (iii) are, in the event of a judicial challenge, sustained by a court of law

c. no transfer may result in a combination of uses within the project area which is inconsistent with the percentages set out in ¶ III-63 below

d. no transfer may occur following the failure of applicant to satisfy the conditions set out in ¶ III-64 below

e. no transfer may result in conditions which are inconsistent with the Plan of Development unless expressly authorized by council. (Amended SUP96-0089) (Amended by SUP 2009-0066)

63. Condition 63 is intentionally deleted.

64. Construction of development, which for purposes of this paragraph includes infrastructure improvements, shall commence within the project area prior to April 18, 1995, and thereafter Applicant shall diligently and continuously pursue completion of all development within the project area. In the event there is no substantial construction activity proceeding on a continuous basis within the project area for more than 24 months, applicant shall be deemed not to have satisfied the requirement that it "diligently and continuously pursue" completion of development within the project area.

65. Minor revisions to the project area's Plan of Development, as authorized by this special use permit, may be approved by the Directors of T&ES and Planning and Community Development. Major revisions to the Plan of Development may only be approved by city council. The determination whether a proposed plan revision is a "major" or "minor" revision shall be made by the Directors of T&ES and Planning and Community Development; provided, that neither a transfer, request made under ¶ III-61, nor the changes to applicant's original Plan of Development which are necessary to bring it into conformity with the schedule in ¶ III-60 shall be deemed a major revision under this paragraph. In making this "major or minor" determination, the Directors shall be guided by the following criteria:

a. any significant change in the use of a building shall be a "major" revision
b. any significant change to a building footprint, including one which reduces the footprint, shall be a "major" revision
c. any significant increase to a building envelope shall be a "major" revision
d. any significant increase to the square footage of a building shall be a "major" revision

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Notwithstanding any other provision in this permit to the contrary, in approving a "major" revision to the Plan of Development which is requested by applicant, city council may, in its sole discretion, adopt other revisions to the development plan, including to the terms and conditions in this permit; provided, that, prior to any council approval of a "major" revision, applicant shall have the opportunity to withdraw its request for the revision.

66. Applicant acknowledges and agrees that any "vested rights" it may have to the use or development of the land which makes up the project area shall arise solely, if at all, under paragraphs ¶ III-60 through ¶ III-65 of this permit, and that no provisions of the Code of Virginia, including provisions which are enacted after the issuance of this permit, shall have any effect upon or applicability to its right or ability to develop such land. Under paragraphs ¶ III-60 through ¶ III-65, upon the issuance of this permit, applicant is vested in the uses and square footages set out in ¶ III-60 so long as applicant complies with all conditions set out in this permit and in the permit issued by council under section 7-6-

325; provided that applicant's rights under this sentence shall always be subject to council's authority to modify such uses and square footages pursuant to ¶ III-65.

E. Design Review Conditions

67. A Design Review Board shall be established to review the architectural proposals for buildings within the project area. The Board shall include five members selected as follows: (1) one member of city council selected by council for a three year term beginning the September following the Council election; (2) the city manager or her designee; (3) one citizen member selected annually by City Council; provided, that once certificates of occupancy have been issued for more than 1.5 million gross square feet of development within the project area, this member shall be selected by council from a list of three persons nominated by the association or organization representing residents of the project area; and (4) two members from one or more design professions who shall be selected annually by the above three members and who shall be compensated by the city (which, in turn, shall be reimbursed for such costs by applicant). The Department of Planning and Zoning shall serve as staff to the Board.

68. For all blocks within Carlyle, the Design Review Board:
   a. shall approve the final design of each building to be constructed on the blocks or portions thereof, including but not limited to materials, color and architectural elements, and, in so doing, shall ensure that the design meets all applicable design guidelines in Plan of Development and the urban design policies stated below in this paragraph; and
   b. may approve minor changes sought by applicant to the design guidelines applicable to the blocks or portions thereof, but may not approve any increase in the height or gross square footage of any building or buildings to be constructed on the blocks or portions thereof or any change in the use or the square footage of any use approved for the blocks or portion thereof.

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The urban design policies applicable under this paragraph are as follows:
   * buildings should be oriented toward the street and designed to have a human scale at street level;
   * building design should encourage street vitality by maximizing activity along the street and by creating many openings onto the street;
   * buildings should be articulated vertically, as well as horizontally, in order to break up their mass;
   * building entrances and lobbies should be given architectural prominence; and
   * each building shall be compatible with and enhance the design of adjacent buildings and all other development within the project area.

69. Condition 69 is intentionally deleted.

70. With respect to Block O, applicant's design guidelines are not approved, and the Board:
   a. shall approve new design guidelines which shall provide for the residential development of the blocks and portions thereof at a gross square footage equal to

or less than that provided in applicant's design guidelines in the Plan of Development and, in so doing, shall consider the urban design factors stated below in this paragraph;

b. shall review and comment on the final design of each building to be constructed on the blocks or portions thereof and, in so doing, shall ensure that the design meets all applicable new design guidelines;

c. shall approve the materials, color and minor architectural elements of each building to be constructed on the blocks or portions thereof; and

d. may approve minor changes sought by applicant to the new design guidelines applicable to the blocks or portions thereof, but may not approve any increase in the height or gross square footage of any building or buildings to be constructed on the blocks or portions thereof or any change in the use or the square footage of any use approved for the blocks or portion thereof.

The urban design factors applicable under this paragraph are as follows:

* the solar orientation of the units;
* the relationship of the units to open space; and
* the relationship between residential units and very tall buildings.

70A. The development of Block P shall be consistent with the Design Guidelines dated 11/19/2009, the special use permit conditions contained herein, the approved transportation management plan, all applicable approvals and the following:

a. The extension of John Carlyle Street, the construction of the approximately 30 ft. wide portion of the street to the south of the east block and the improvements to Hooffs Run shall be constructed and the street(s) and sidewalks(s) shall be operational prior to a certificate of occupancy permit for any of the building(s) for Block P.

b. The applicant shall be responsible for a "temporary" emergency vehicle easement (EVE) along the southern portions of the property. The EVE shall be temporary until the street(s) on the adjoining block to the south (Block 27) are constructed. The temporary emergency vehicle easement on the west block shall be removed and replaced with open space when the streets to the south of the block are constructed to the satisfaction of the Directors of Code Enforcement and Planning and Zoning. The applicant shall be responsible for ensuring that the design, treatment and materials of the open space on the southern portion of the site shall be integrated with the design of the public park to the south of the site to the satisfaction of the Directors of P&Z and RP&CA.

c. The applicant shall dedicate the right-of-way for Eisenhower Avenue prior to the release of the final site plan. Alternatively, if requested earlier by the City upon a written formal request by the City, the applicant shall provide the necessary plats, and accompanying applicable documentation necessary for the City to accept dedication of the property by the City within 60 days.

d. A perpetual public access easement shall be provided for all streets and sidewalks. The street(s) shall contain public access easements or be dedicated to the City as determined by the Director of T&ES.

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e. The amount of retail square footage shall continue to be 29,724 sq. ft. and the retail space shall comply with the following:
   i. A minimum of 15 ft. clear interior heights.
   ii. A minimum depth of 40 ft. on John Carlyle Street and 60 ft. on Eisenhower Avenue.
   iii. A portion of the retail space shall incorporate venting systems required for food preparation, exhaust vent shafts and grease traps, service corridors/areas to not preclude the provision for retail and/or restaurant uses.

f. The above grade parking on Eisenhower Avenue shall be setback a minimum of 30 ft and John Carlyle Street shall be setback a minimum of 22 ft. from the exterior building walls of the first and second floor of the street frontage.

g. The above grade parking on Hooff's Run Drive shall be architecturally treated to be in harmony with the overall building design and to screen interior lights, ceiling pipes, exposed row concrete etc.

h. The screening of the parking garages on John Carlyle and Eisenhower Avenue shall be revised pursuant to Condition #102 contained herein.

i. The applicant shall be responsible for improving all open space with amenities such as benches, trash receptacles. special paving, lighting, and landscaping within Block P to encourage its use to the satisfaction of the Director of P&Z and RP&CA.. A public access easement shall be granted over all ground level open space. The open space easement(s) shall be approved by the City prior to the release of the final site plan.

j. Condition deleted.

k. A freestanding subdivision or development sign shall be prohibited.

l. The height of retail pavilion shall be 30 ft. tall to comply with condition # 76 as contained herein.

m. The applicant shall hire a LEED certified consultant as a member of the design and construction team. The consultant shall work with the team to incorporate sustainable design elements and innovative technologies into the project so that numerous building components may earn the developer points under the U.S. Green Building Council's system for LEED certification. The applicant shall include sustainable elements in design and construction that are sufficient to meet the requirements for seven (7) LEED Prerequisites and include a minimum of 26 LEED points for New Construction credits. The applicant shall register the project with the USGBC as assurance that the project will seek LEED certification. The applicant shall provide documentation to the Department of Planning & Zoning prior to the issuance of the certificate of occupancy for the building. The applicant shall provide documentation of LEED certification within one year of the issuance of the certificate of occupancy.

n. The applicant shall submit a wall check to the Department of Planning & Zoning prior to prior to the commencement of framing for the building(s) or parking structure(s). The building and garage footprint(s) depicted on the wall check shall comply with the approved final site plan. The wall check shall also provide the top-of-slab and first floor elevation as part of the wall check. The wall check

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shall be prepared and sealed by a registered engineer or surveyor. The wall check shall be approved by the City prior to commencement of framing.

o. As part of the request for a certificate of occupancy permit, the applicant shall submit a building and site location survey to the Department of P&Z for all site improvements, including the structured parking. The applicant shall also submit a certification of height for the building as part of the certificate of occupancy for each building(s). The certification shall be prepared and sealed by a registered architect and shall state that the height of the building complies with the height permitted pursuant to the approved special use permit and that the height was calculated based on all applicable provisions of the Zoning Ordinance.

p. Within twelve (12) months of the date of the approval of SUP#2007-0094, the applicant or its successors shall be responsible for submitting a report to the Planning Commission and City Council on the status of any transfers and/or redevelopment plans and/or proposals for the proposal for the portion of the eastern portion of the site. The information within the report shall include all necessary and applicable information as determined necessary for review by the Director of P&Z. As part of the twelve (12) month review, the Planning Commission and/or City Council may require additional reports and/or information on an as needed basis.

q. The applicant shall be responsible for all appropriate signage directing customers and office workers to the garage. The parking signage shall be coordinated with the on-going signage–wayfinding efforts within Carlyle and Eisenhower East to the satisfaction of the Director of P&Z. (PC) (Amended by SUP 2009-0066)

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71. The Board shall approve the new design guidelines, which applicant is required to submit under ¶ III-75, for the blocks within the project area which are affected by the changes applicant makes to its original Plan of Development in order to bring it into conformity with the schedule of uses and gross square footage in ¶ III-60.

72. The Board may recommend to city council changes to the design guidelines which it is without authority to approve under ¶ ¶ III-68, -69 and -70, but council may approve such changes only with the concurrence of applicant.

73. Decisions of the Board may be appealed to city council by the applicant. Such an appeal shall be filed in writing with the director of Planning and Community Development within 15 days of the Board decision, and shall be heard by council within 45 days of the filing.

73A. Buildings shall be predominantly masonry (brick, stone, cast stone, precast) and predominantly with punched windows.

F. <u>Other Planning Conditions</u>:

74. Within 6 weeks of the issuance of this permit by city council, applicant shall submit a revised plan for the project area showing, to the satisfaction of the director of Planning

and Community Development, the location within the project area of the uses identified in ¶ III-60.

75. Within a time period to be determined by the director of Planning and Community Development, applicant shall submit revised design guidelines for the blocks identified in ¶ III-70, for review and consideration by the Design Review Board, and a composite plan for the project area which shows, to the satisfaction of the director, the uses identified in ¶ III-60 and the design guidelines applicable to such uses.

76. At the build-to line, all buildings facing Duke Street, Holland Lane, Eisenhower Avenue, Second Street, Fountain Court and Retail Square shall be at least three stories. At the build-to line, all other buildings in the project area shall be at least two stories. The requirements of this paragraph shall not apply where the design guidelines are revised by City Council to modify streetwall requirements. (Amended SUP94-374).

77. Within the project area, except along Eisenhower Avenue for the garages on the PTO property, the maximum uninterrupted streetwall length, without recesses or ground floor setbacks, shall be 150 feet, unless approved by the Director of Planning and Zoning.

78. Applicant shall consider moving the hotel from Block K to Block J.

G. Miscellaneous Conditions:

79. Applicant expressly agrees that all findings, code requirements and conditions set out in this permit shall run with the land which makes up the project area and shall be binding upon each and every person and legal entity who or which succeeds to any interest of applicant in any of such land. The term "applicant," as used in this permit, shall include all such successor persons and entities.

80. Condition deleted.

81. A soils report meeting the requirements of 1987 Uniform Statewide Building Code ("USBC") § 1202.1 shall be filed with the building permit application for every building to be constructed within the project area.

82. Separate demolition permits and asbestos certification reports shall be filed with the city's Office of Code Enforcement prior to the demolition of existing buildings within the project area.

83. Sheeting and shoring plans for each building to be constructed within the project area shall be approved, prior to the commencement of any construction activity, by the Department of T&ES and the Office of Code Enforcement.

84. All underground electrical vaults to be constructed within the project area shall be shown on a final site plan.

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85. Permits for all outside fountains and pools shall be obtained from the Office of Code Enforcement prior to the commencement of construction of such items.

86. All "mixed use groups," within the meaning of USBC §313.0, shall be separated as required by that section of the code.

87. Any building over 50 feet in height shall contain fire suppression systems to the satisfaction of city's Office of Code Enforcement Fire Department.

88. Permits for any retaining walls shall be obtained from the Office of Code Enforcement prior to the commencement of construction of such walls.

89. Prior to the release of a building permit for any building within the project area, a code analysis shall be conducted by applicant and one or more code conferences with staff of the Office of Code Enforcement shall be held.

90. All construction within the project area shall comply with the provisions of the Virginia Uniform Statewide Building Code.

91. Emergency vehicle easements shall be provided the city over all private roads within the project area, and all such roads shall be no less than 22 feet in width. Such easements shall be given the city prior to the release of any final site plan containing private roads, and plats showing the easements shall be filed with the Fire Department prior to the release of the site plan.

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92. Prior to the release of any final site plan, applicant shall discuss with the city's Chief of Police, or his designee, any security concerns of the Police Department and shall implement all reasonable security measure recommended by the chief or his designee.

93. No final site plan for the project area shall be released until the Chief of Police has reviewed the adequacy of the security measures to be undertaken in conjunction with the development proposed in the site plan.

94. Prior to the issuance of certificates of occupancy for 1 million gross square feet of development within the project area, applicant shall provide at least 800 net square feet of space within a building, which is located within the project area and is satisfactory to the Chief of Police, for use as a "store front facility" by the Police Department.

95. To the extent there are inconsistent provisions within the Plan of Development, the more restrictive provisions shall prevail and apply under this special use permit.

96. The areas above the parking decks on blocks H, L, and O will be landscaped to the satisfaction of the Director of Planning and Zoning.

97. Rooftop mechanical penthouses shall be permitted subject to the following limitations:
    a. Only one penthouse is permitted for each building unless the number is increased by the Design Review Board, except that three separate penthouses shall be permitted for the main PTO building, one on the main tower and one on each wing of the tower.
    b. The penthouse may exceed 15 feet in height with the approval of the Design Review Board but shall not exceed 22 feet in height without an amendment to this special use permit, except that penthouses on the PTO buildings may be up to 22' in height.
    c. The penthouse must be limited in size to the minimum space required to house necessary mechanical equipment and to provide access for maintenance of such equipment; and
    d. No equipment may be placed above the roof of the penthouse to increase its height if such equipment could be located elsewhere on the building.

98. The 10,955 sq.ft. of land vacated by the City generally located on the north side of Block B (case #VAC94-004) is hereby incorporated into the Carlyle special use permit and all conditions of the Carlyle special use permit shall be applied to this added land area. (Added SUP94-374)

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99. Incorporate the brewery site into the park to be developed at the corner of Duke and Dulany Streets and mark the site with a proper marker or plaque indicating it is a valued 19th century beer lager. (Added SUP94-374)

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100. Call Alexandria Archeology immediately (703-838-4399) if any buried structural remains (foundation walls, wells, privies, cisterns, etc.) or concentrations of artifacts are discovered during construction activities. A City archaeologist will visit the site without delay to evaluate its significance and record the presence of the archaeological remains. The archeologist may also collect a sample of the artifacts from the site for further study in the laboratory. This will not result in construction delay or the expenditure of any funds beyond those additional funds already committed in the October 1993 agreement. (See attached January 20, 1994 letter from Wiley Mitchell). (Added SUP94-374)

101. Parking built above grade shall be set back a minimum of 30 feet from the exterior building walls of the first and second floor of the street frontage where commercial or retail uses are required at grade, except along John Carlyle Street and Elizabeth Lane, where the setback shall be a minimum of 22'. Where residential uses are required, the setback shall be the reasonable depth of a residential unit, as determined by the Director of P&Z. Blocks M, and N shall be exempt from this requirement along the Eisenhower Avenue street frontage in conjunction with the PTO project, if the garages facing Eisenhower Avenue are designed of high quality materials consistent with the other buildings in Carlyle, and with openings and other architectural treatments approved by the Carlyle Design Review Board.

102. A. Ground Floor Retail: Ground floor uses of areas designated as “retail” shall be limited to the following uses as defined below.

1. Permitted Uses:
   a. Retail Shopping Establishments.
   b. Personal Service Uses: Barbershops and beauty salons, dressmakers and tailors, dry-cleaning (limited to pick-up only), optical centers, professional photographer's studios, and photocopying service
   c. A bank or financial investment office, if it does not adjoin another bank or a financial investment office.
   d. Realty offices.
   e. Tax preparation services.

2. Uses Allowed by Administrative Approval:
   a. Full-Service Restaurants: Full-service restaurants may be approved administratively by the Director of Planning and Zoning, provided that any restaurant approved under this provision complies with the conditions listed below and is compatible with the character of the Carlyle Development District. Restaurants that do not meet these criteria may be approved subject to a special use permit.
      i. Restaurants shall close no later than 12:00 a.m.
      ii. All patrons shall be seated by a host or hostess, printed menus shall be provided at the tables, service shall be provided at the tables by a waiter or waitress, and tables shall be preset with non-disposable tableware and glassware.
      iii. Deliveries to the business shall not take place between the hours of 7:00 a.m. and 9:30 a.m., or between 4:00 p.m. and 6:00 p.m., Monday through Friday. Deliveries to restaurants within residential buildings or whose service drive adjoins a residential building shall not take place before 7:00 a.m. or after 10:00 p.m.
      iv. If any food delivery services are provided, they shall clearly be accessory to dine-in food sales, and all deliveries shall be nonvehicular (made on foot, via bicycle, etc.). Alcoholic beverages shall not be delivered off-site, and delivery of nonalcoholic beverages shall only be in association with food deliveries.
      v. Alcoholic beverages may be sold for on-premises consumption only, and shall clearly be accessory to food sales.
      vi. Grease traps shall be located within the building. Kitchen equipment shall not be cleaned outside, nor shall any cooking residue be washed into the streets, alleys, or storm sewers.
      vii. No food, beverages, or other material shall be stored outside.
      viii. Trash and garbage shall be placed in sealed containers, which do not allow odors to escape and shall be stored inside or in a closed container, which does not allow invasions by animals. No trash or debris shall be allowed to accumulate on-site outside of those containers.
      ix. Litter on the site and on public rights-of-way and spaces adjacent to or within 75 feet of the premises shall be picked up at least twice a day

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and at the close of business, and more often if necessary, to prevent an unsightly or unsanitary accumulation, on each day that the business is open to the public.

x. Cooking odors, smoke and any other air pollution from operations at the site shall be properly ventilated and shall not be permitted to become a nuisance to neighboring properties, as determined by the Department of T&ES.

xi. The applicant shall contact the Crime Prevention Unit of the Alexandria Police Department for a security survey and a robbery awareness program for all employees.

xii. The design of the restaurant shall reflect the character and quality of materials consistent with the high standards established in Carlyle.

b. Restaurants - Outdoor Dining: Outdoor dining is encouraged and may be permitted administratively by the Director of Planning and Zoning subject to the following minimum criteria and conditions:

i. All outdoor dining areas shall be accessory to an approved indoor restaurant.

ii. An unobstructed pathway with a minimum width of 8 feet shall be provided at all times.

iii. Any permanent structures which are required for the outdoor seating area shall be subject to review and approval by the Carlyle DRB.

iv. No live entertainment shall be permitted in the outdoor seating area.

v. No sound amplification shall be permitted in the outdoor seating area.

vi. Any outdoor seating areas shall not include advertising signage. The design of the outdoor seating shall be compatible with the design of the building.

vii. On site alcohol service shall be permitted; no off-premise alcohol sales are permitted.

viii. No food, beverages, or other material shall be stored outside.

ix. The applicant shall provide, at its expense, one city trash container Model SD-42- exclusively for each outdoor dining area. The trash container shall be emptied at the close of business each day.

x. Trash and garbage shall be placed in sealed containers, which do not allow odors to escape and shall be stored inside or in a closed container, which does not allow invasions by animals. No trash and debris shall be allowed to accumulate on-site outside of those containers.

xi. Litter on the site and on public rights-of-way and spaces adjacent to or within 75 feet of the premises shall be picked up at least twice a day and at the close of business, and more often if necessary, to prevent an unsightly or unsanitary accumulation, on each day that the business is open to the public.

xii. The outside dining area shall be cleaned at the close of each day of operation.

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xiii. The applicant shall control odors, smoke and any other air pollution from operations at the site and prevent them from leaving the property or becoming a nuisance to neighboring properties, as determined by the Department of T&ES.

xiv. The applicant shall contact the Crime Prevention Unit of the Alexandria Police Department for a security survey and a robbery awareness program for all employees.

c. Other Uses: The Director of Planning and Zoning may approve other commercial activities that involve a high degree of pedestrian activity subject to the following:

i. The use provides goods or services to the general public.

ii. The business is determined to be consistent with the high quality requirements, design and character of Carlyle.

iii. The primary entrance for the business shall open onto a public sidewalk or a retail lobby or court.

iv. Exterior signage, oriented to the public sidewalk, shall be provided.

v. Windows shall not be opaque or otherwise obstructed. Either well-maintained and regularly updated window displays shall be provided, or windows shall provide open views into the tenant space.

vi. In no cases shall these uses include pawn shops, laundromats, locksmiths, musical instrument repair, or furniture upholstering shops.

d. Private and public schools

e. Health clubs

f. Day care center, provided they comply with the criteria listed below. Day care centers that do not meet these criteria may apply for a separate special use permit.

i. A plan that shows drop off and pick up areas must be provided and must be reviewed to ensure that the drop off and pick up areas will create minimal impact on pedestrian and vehicular traffic and will be safe for the day care users. The plan must be approved by the Directors of P&Z and T&ES.

ii. Day care uses must not occupy more than 1/3 retail square footage.

g. The Director of Planning and Zoning shall promulgate procedures for the processing of applications and notifying the public that an application has been filed under this condition, such procedures to include at a minimum the posting of the site with a placard, a brief period for public comment to the Director, and the listing of the pending application on the City's web site. (PC)

3. Special Use Permit. The following uses may be allowed subject to a special use permit:

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a. Restaurants which do not meet all of the minimum criteria described in §102A.2.a above.
b. Banks which do not meet the separation limitations in §102A.1.b above.
c. Financial investment offices
d. Entertainment uses.

102B. Condition deleted.

102C. The ground floor office use in the southeast quarter of the building at 333 John Carlyle Street shall be permitted to have a five-year lease term with an option for a five-year renewal. The permitted office lease term shall commence upon tenant occupancy of the space, but in no case shall the term extend beyond December 31, 2021. If an office tenant for this space terminates the lease or does not renew upon expiration of the five-year lease, the office use shall be discontinued upon termination or expiration of the five-year lease. All other uses which have been established as of June 12, 2004, and which do not meet the requirements of §102A and §102B above shall be considered to be noncomplying uses and subject to §12-300 of the Zoning Ordinance. (P&Z)(PC)(CC) (SUP 2009-0047)

102D. The ground floor of the townhouses at 400-412 John Carlyle Street shall be subject to the following: If, after making a good faith effort as determined using guidelines issued by the director, the building owner is unable to lease or sell space required by the design guidelines and the special use permit to be in retail use, the director may authorize that space to be leased for non-retail use for a period not to exceed ten years, after which time subsequent leases may be authorized on the same conditions. For the purpose of this requirement, retail uses shall include retail shopping establishments, restaurants, banks, financial investment and consulting offices, professional offices, travel agencies, realty offices, personal service uses, educational uses and any other commercial activity that involves a high degree of pedestrian activity, as determined by the Director of Planning & Zoning. The professional office use may be permitted with subsequent approval of the property owners, Homeowners Association and City Attorney. (PC)

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102E. A grocery store of no less than 25,000 square feet shall be provided within the retail space at Carlyle, unless the grocery store approved in DSUP #2002-0009 for the corner of Duke Street and Holland Lane is constructed and operational. If the requirement for a grocery store is nullified, the 25,000 square feet shall be provided on Block P as retail use that is concentrated along the street and located at ground level.

102F. Retail space located within the building at 1900 Jamieson Avenue (Block G) shall be subject to the following:

a. Business and professional office uses are permitted in:
   i. the area designated as second floor retail;
   ii. the area designated as ground floor retail that only fronts Jamieson Avenue (as depicted by the graphic included with SUP 2012-0006); and
   iii. the area designated as ground floor retail that only fronts Ballenger Avenue (as depicted by the graphic included with SUP 2012-0006). (PC)

102G. Retail space located within the buildings at 1920 Ballenger Avenue (Block K) and 2050 Ballenger Avenue (Block J) shall be subject to the following:

a. Business and professional office uses are permitted in:

i. the area designated as second floor retail; and

ii. in the area designated as ground floor retail west of the office building entrance for 1920 Ballenger Avenue (as depicted by the graphic included with SUP 2012-0006). (PC) (SUP # 2009-0068)

103. The height for Carlyle Towers Building III shall be permitted to be increased to a maximum height of 193'. Prior to the release of any final site plan for a building which incorporates the increased height, the design guidelines sheet for Block A shall be updated to incorporate the height change and shall be provided to the City. (Added SUP99-0021.)

104. Maximum heights within the project shall be as shown on the approved design guidelines for each block. Two blocks have no approved guidelines: Blocks O and P. On Block O, heights shall not exceed 60', except along Holland Lane, where heights may increase up to 155', and along Eisenhower Avenue at its intersection with John Carlyle Street, where heights may increase up to 110'. Heights on Block P shall be determined by City Council as part of its special use permit review of the applicant's revised design guidelines for Block P.

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105. The 313 parking spaces not required by the PTO SFO but located within the PTO parking garages shall be made available to the public in the evening and on weekends until at least 10 p.m. In addition, at least 500 additional spaces within the garages shall be made available to the public on evenings and weekends if the Directors of P&Z and T&ES determine that all or a specific portion of such parking spaces are needed to serve uses in the surrounding area; in the event of such a determination, security for and related to these parking spaces, satisfactory to PTO, shall be provided. A fee may be charged for any parking provided pursuant to this condition.

105A. Sufficient spaces for PTO visitors shall be made available from the parking spaces allocated to PTO; provided that no more than 352 (10% of the total PTO spaces) shall be required to be made available for this purpose.

106. The following improvements are required as mitigation of the proposed relocation of the U.S. Patent and Trademark Office to Carlyle and shall be deleted as requirements if the relocation of the U.S. Patent & Trademark Office to Carlyle does not proceed. However, the City reserves the right to require some or all of the following improvements in the context of requests for other amendments to the Carlyle special use permit or in the context of a request for transfer of density pursuant to condition #61 of this special use permit.

(a) The applicant shall construct, at its own expense, or pay for the construction of the following road improvements as generally shown and described in the PBSJ Traffic Impact and Analysis Report on Carlyle dated 1/25/00:

1. Duke Street/Dulany Street/Diagonal Road: dual left turn lanes from westbound Duke Street into Dulany Street and from northbound Dulany Street to Duke Street, and enhancements to the pedestrian crossings at that intersection to include additional and widened sidewalks, and modified medians and crosswalks
2. Duke Street/John Carlyle Street/entrance to King Street Station: improved pedestrian crossings on Duke Street
3. Eisenhower Avenue: widen to provide one additional westbound lane between John Carlyle Street and Elizabeth Lane.
4. Eisenhower Avenue/John Carlyle Street: left turn bay from eastbound Eisenhower Avenue to John Carlyle Street.
5. Eisenhower Avenue/Elizabeth Lane: left turn bay from southbound Elizabeth Lane to Eisenhower Avenue.
6. Jamieson Avenue: extend to West Street.

All of the above improvements shall be accommodated within existing city right-of-way or on property under CDC's control and CDC shall not be required to acquire any additional property to meet these obligations.

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(b) The applicant shall reimburse the city for the installation and initial timing of new signals and for retiming of existing signals at the following intersections:

1. Eisenhower Avenue/John Carlyle Street
2. Eisenhower Avenue/Elizabeth Lane
3. Eisenhower Avenue/Mill Road
4. Duke Street/Holland Lane
5. Duke Street/John Carlyle Street
6. Duke Street/Dulany Street/Daingerfield Road

Design and engineering profiles of all improvements required by this condition shall be submitted to and approved by the City as an infrastructure plan prior to release of any final site plan related to the PTO buildings. Construction shall commence within 12 months of the approval of the first final site plan for the PTO and shall thereafter be diligently pursued.

(c) The applicant shall pay the city $200,000 prior to July 1, 2001 to be utilized by the City for other traffic measures.

107. In the event the U.S. Patent and Trademark Office relocation to Carlyle does not proceed, approval of the design guidelines for the eastern portion of Block F, the western portion of Block G, and all of Blocks J, K, M and shall be suspended until such time as the applicant requests and City Council approves an amendment to the Carlyle special use permit to address the changes created by the loss of the PTO.

108. During the initial 20-year term of the lease of the five buildings within the Carlyle site to be leased to the United States of America for use by the United States Patent and Trademark Office, the real property subject to the lease is intended to remain in private ownership and to be subject to City of Alexandria real estate taxes. Prior to final site plan approval for any of the five buildings to be leased to the United States, the applicant or any successor in interest to the applicant shall cause to be recorded among the land records of the City of Alexandria, a covenant, approved by the city attorney, that provides that, before any voluntary sale of any of the real property that is being leased to the United States (the Property") to a purchaser which is not obligated to pay City of Alexandria real estate taxes, the seller of the real property, shall, at the election of the seller either (i) provide to the City a payment equal to the present value of the estimated real estate tax payments (to be calculated pursuant to a mutually agreeable formula to be set forth in the recorded covenant) which would otherwise become due on the Property during the balance of the initial 20-year term of the lease to the United States, or (ii) enter into a binding and enforceable agreement with the City, approved by the city attorney and including such surety as deemed necessary by the city attorney, that requires the seller to make semi-annual payments to the City during the balance of the 20-year term which shall be equal to and made at the same time as the real estate tax payments that would otherwise have been due on the Property. Such covenant shall expressly provide that (i) its terms and obligations shall run with the land and be an encumbrance upon the Property, for the benefit of the City, and the applicant or the applicant's successors in interest shall ensure that the covenant and the obligation thereof shall have priority over every mortgage, deed of trust, or other lien or encumbrance on the Property, whether created prior to, or subsequent to, the grant of such covenant, and (ii) it shall be released of record in the event of a sale of the Property to a real estate tax exempt purchaser at such time as the foregoing conditions have been satisfied or the expiration of the 20 year term of the lease to the United States. In no event shall this condition or such agreement be deemed to impose the obligation to pay any City of Alexandria real estate taxes upon a real estate tax-exempt purchaser of any Property.

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109. In addition to the requirements of the Transportation Management Plan for Carlyle, the applicant or its successor in interest to the PTO Property shall, within six months of approval of the SUP, initiate contact with, and shall thereafter use its best, good faith efforts to work with city staff, WMATA, the Virginia and Maryland Secretaries of Transportation, the developer of National Harbor, other local governments and interested parties, to develop and implement a transportation plan for public transit service across the Woodrow Wilson Bridge, from the Branch Avenue Metro Station (opening in 2001) to the Eisenhower Avenue Metro Station, with service stops at National Harbor, PTO, and other appropriate locations. Such service should be operational using buses, at the time of occupancy of the first PTO building, if feasible, and service should eventually be provided by light or heavy rail. This condition does not require the applicant to fund such transit service. (City Council)

110. The applicant shall update the Design Guidelines and provide digital originals to the City within 30 days from the approval date of the special use permit approval that reflect the current and all previous amendments to the Guidelines. The revised Guidelines shall be administratively approved by staff prior to an application for Blocks F, G, J and/or K. (P&Z)

111. The development of Blocks F, G, J and K shall be in accordance with the attached design guidelines dated May 23, 2003. (P&Z)

112. Condition deleted (PC)

113. The building setbacks for Block G shall be increased to a minimum of 10 feet along Ballenger and Jamieson Avenues at the 45-foot-height. A setback at the fifth level shall be provided if deemed necessary by the Director of P&Z.

114. The retail parking for Blocks F, G and P shall be limited to a maximum of 3.5 spaces/1,000 GSF. Blocks J and K shall provide a maximum of 277 parking spaces, of which no fewer than 2.214 spaces per 1,000 gsf of retail shall be provided for retail uses. The parking shall be allocated proportionally between the two blocks. (PC) (SUP # 2009-0068)

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CITY DEPARTMENT CODE COMMENTS

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

Transportation and Environmental Services (T&ES)

F-1 Limited information was provided about parking for the proposed use. The applicant needs to confirm there is off-street garage parking available for use by workers and visitors of the proposed office space. (Transportation)

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VIII. ATTACHMENTS

1. Land Use Allocation Table
2. Summary of Carlyle Applications and Amendments

Land Use Allocation Table

Block	Office	Residential	Hotel	Retail	GSA	Daycare	Total
A		814,419		4,245			818,664
B	290,000			7,000			297,000
C	460,700			19,600			480,300
D							0
E	163,216			24,522			187,738
F	399,493	102,704	230,000	5,500			737,697
G	501,679			70,000			571,679
H		436,000		4,000			440,000
I					400,000		400,000
J	447,629			14,137			461,766
K	414,432			29,205		4,500	448,137
L		340,490		20,364			360,854
M	484,803						484,803
N	484,803						484,803
O		342,895					342,895
P	342,162			29,724			371,886
Total	**3,988,917**	**2,036,508**	**230,000**	**228,297**	**400,000**	**4,500**	**6,888,222**
% of All Uses	57.9%	29.6%	3.3%	3.3%	5.8%	0.1%	100%

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Summary of Carlyle Applications and Amendments

Case Number	Date of CC Approval	Description
SUP 2253	4/18/90	Application for multi-phase mixed-use development project.
SUP 2254	4/18/90	Transportation Management Plan
Administrative Approval	5/30/90	Revision to the block-by-block table of gross square footage to increase the proportion of residential uses from the level proposed by the applicant to the level approved by City Council.
SUP 2253E	5/13/93	Increase by 5,000 gsf the residential component at Carlyle for the purpose of the Lipnick elderly housing.
Administrative Approval	12/30/93	Shift of additional residential space to Block A from other blocks and shift of retail space from Block A to other blocks.
SUP 2253H	6/18/94	Conversion of 7,500 gsf of retail space to residential space for the purpose of the Lipnick elderly housing and clarifying minor amendment procedures.
SUP 95-0168	12/16/95	Changes to Block E design guidelines and a reallocation of uses among blocks at Carlyle.
SUP 96-0089	6/15/96	Conversion of 120,000 gsf of retail density to office and residential density and changes to require design review for Block C.
SUP 96-0092	6/15/96	Change to conditions to allow transfer of residential use to office use without further Council approval for PTO, if Carlyle selected by GSA.
Administrative Approval	12/5/96	Revision to Block A to decrease the total residential density by 79,954 gsf and to increase the retail density by 242 gsf (density shifted to and from other blocks).
DSUP 98-0035	2/20/98	Amendment to transfer 15,000 residential square feet from the floating category to Block H.
DSUP 99-0055	3/21/00	Amendment to Conditions, including #60 and #62a, to delete Lipnick elderly housing as a separate line item and return the 112,000 gsf to the residential use category.
DSUP 99-0056	3/21/00	Amendment to allowed building heights, closure of Emerson Avenue and Dulany Street, and exclusion of pedestrian arcades and skywalks from floor area calculation.
Administrative Approval	12/12/01	Revisions to PTO building.
SUP 2003-0016	6/14/03	Conversion of office and hotel floor area to residential use on Block F, transfer of office space from Blocks F and P to Block G, increase in building height on Block G, transfer of office space from Block F to Blocks J and K, and adoption of Supplemental Design Guidelines for Blocks F, G, J and K, dated May 23, 2003.
SUP 2004-0003	2/21/04	Increase in allowable building height for a portion of Block O.

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Case Number	Date of CC Approval	Description
SUP 2003-0066	3/13/04	Transfer floor area from Block P to Blocks J and K, increase the permitted building height for a portion of Blocks J and K, and change the definition of retail within Carlyle
SUP 2004-0028	6/12/04	Revisions to retail definition.
Minor Amendment	2/15/05	Amendment to transfer 2,600 square feet of office use from Block G to Block E as 1,750 square feet of office use and 850 square feet of retail use.
SUP 2005-0091	10/15/05	Amendment to transfer 5,000 square feet of floor area from Block L to Block O.
SUP 2006-0042	6/17/06	Amendment to the Carlyle Master Plan to approve the Design Guidelines for Block P within the Carlyle development.
SUP 2007-0094	10/13/2007	Amendment to use approximately 95% of the permitted floor area on the western block of Block P.
SUP 2009-0047	11/21/2009	Amendment to extend the timeframe during which office uses may be permitted in the southeastern corner of 333 John Carlyle Street.
SUP2009-0066	12/12/2009	Amendment to remove a portion of Block P (lots 803 and 804) from the Carlyle SUP.
SUP 2009-0067	1/23/2010	Amendment to allow additional retail uses in the ground floor retail area and allow business and professional office uses in the designated second floor retail area for 1900 Jamieson Avenue (Block G).
SUP 2009-0068	1/23/2010	Amendment to allow additional retail uses in the ground floor retail areas and allow business and professional office uses in the designated second floor retail area, and amend the retail parking requirement for 1920 and 2050 Ballenger Avenue (Blocks K and J).
SUP 2009-0081	3/13/2010	Amendments for Block O to convert retail floor area into residential floor area, and to obtain a density bonus for increased residential floor area through on-site provision of affordable housing units under Section 7-700 of the Zoning Ordinance.
SUP 2012-0006*	-	Amendment to 1) allow second floor retail uses in ground floor retail areas throughout Carlyle, and 2) allow business and professional office uses in ground floor retail areas for specifically designated locations in the buildings on Blocks G and K.

*Current request for approval

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