

DOCKET ITEM #14 Subdivision #2019-00021 3601 Potomac Avenue North Potomac Yard

Application	G	eneral Data
Request:	<b>Planning Commission</b>	
Consideration of a subdivision	Hearing:	March 3, 2020
request to divide one existing lot	Approved Plat must	
into two lots.	be recorded by:	September 3, 2021
Addresses:	Zone:	CDD#19 / Coordinated
3601 Potomac Avenue		Development District #19
Applicant:	Small Area Plan:	North Potomac Yard
CPYR Theater, LLC represented by		
M. Catharine Puskar, Attorney		

**Staff Recommendation:** APPROVAL subject to compliance with all applicable codes and ordinances and the recommended conditions found in Section III of this report.

# **Staff Reviewers:**

Sara Brandt-Vorel, Urban Planner, P&Z, <u>Sara.BrandtVorel@alexandriava.gov</u> Dirk Geratz, Principal Planner, P&Z, <u>Dirk.Geratz@alexandriava.gov</u> Robert Kerns, AICP, Division Chief, P&Z, <u>Robert.Kerns@alexandriava.gov</u>



PROJECT LOCATION MAP

# I. DISCUSSION

The applicant, CPYR Theater, LLC, represented by attorney Catharine Puskar, requests subdivision approval to divide one existing lot into two lots at 3601 Potomac Avenue.

## PROJECT CONTEXT

This subdivision request represents one of the first steps towards the development of the Virginia Tech Innovation Campus within the North Potomac Yard Small Area Plan. In conjunction with Amazon's second headquarters' arrival in National Landing, Virginia Tech is developing a new graduate-level Innovation Campus that would provide academic classrooms, research and development facilities, incubator space and other office and support uses. Concurrent with development by Virginia Tech, CPYR Theater and Shopping Center LLCs are planning to construct new office, retail and residential uses adjacent to the forthcoming Potomac Yard Metrorail Station.

Concurrent with the subdivision request, the applicant team has requested strategic amendments to the North Potomac Yard Small Area plan to permit the construction of the Virginia Tech Innovation Campus while still preserving the intent of the Plan. Planning and Zoning staff is also advancing updates to the North Potomac Yard Urban Design Standards as part of these amendments.

## Next Steps: Future Development Requests

To ensure Virginia Tech's Innovation Campus is ready for students in September 2024, the applicant and staff have developed a phased approach to review the development proposals for Phase 1 of North Potomac Yard. In the coming months, the following Phase 1 reviews will be brought forward to Planning Commission, or Planning Commission and City Council, for their consideration.

- **CDD Concept Plan Amendment and Preliminary Infrastructure Development Site Plan:** The CDD Concept Plan amendment, expected to go to hearings in summer 2020, will update the underlying CDD Zone for consistency with the North Potomac Yard Small Area Plan. The Preliminary Infrastructure Site Plan will provide the road alignments and location of critical infrastructure in Phase 1 to allow the applicant to begin site work.
- **Development Special Use Permits:** expected in fall through winter 2020, each proposed building in Phase 1 will go through a full development review process. Building design will be reviewed by the Potomac Yard Design Advisory Committee for consistency with the Design Guidelines, in addition to public hearings.

Future development is envisioned in Phase 2 of North Potomac Yard consistent with the North Potomac Yard Small Area Plan and the CDD Concept Plan. No timeline has been identified for redevelopment in Phase 2.



# IMAGE 1: NORTH POTOMAC YARD PHASE 1 AND PHASE 2

## SITE DESCRIPTION

The subject site is located along Potomac Avenue and comprises one lot of record with a total area of 817,853 square feet (18.7 acres). The approximately 19-acre site is long, irregularly shaped, and bounded by Potomac Avenue to the west, Four Mile Run to the north, WMATA rail lines to the east and Potomac Yard Park to the south. An entrance to the future Potomac Yard Metrorail Station is proposed for the southern-most point of the site.

The existing lot, with approximately 2,212 feet of frontage along Potomac Avenue, is improved with one 74,000 square foot commercial building, known as the Regal Potomac Yard Cinema and associated surface parking lots. Access to the theater site is provided by four curb-cuts from Potomac Avenue into the surface parking lots. The site includes a grassy area along the eastern property line between the building and the adjacent rail lines. A limited number of mature trees are planted between the surface parking lots and Potomac Avenue, and interspersed in islands throughout the parking lots. Two stormwater detention ponds are also located on the site, one on the northern end and one on the southern end.

The surrounding area contains a mix of uses. Large-format retail, such as the Potomac Yard Center, a regional shopping center, is located directly west of the site. Mixed-use commercial, including office and residential multi-family buildings are located to the south and to the north. Other nearby uses include infrastructure uses such as the WMATA rail lines to the east and two stormwater detention ponds which bookend the northern and southern portions of the site.

## BACKGROUND & PREVIOUS APPROVALS

The site was the former home of the rail yard for the Richmond, Fredericksburg & Potomac (RF&P) Railroad. Opened in 1906, it was for a period, the largest freight railyard on the East Coast. With the general decline of freight rail systems, rail yard operations were phased out and plans emerged for an area of mixed-use, higher density development. The site was rezoned to CDD #10 as part of the citywide Master Plan update in 1992 to allow for future mixed-use development.

In the late 1990s, the existing theater building, associated parking lots, and the remainder of the Potomac Yard Center, across Potomac Avenue, were constructed pursuant to Site Plan #95-00020. The site plan approved over 560,000 square feet of development across 21 pad sites. In May 2010, City Council adopted the North Potomac Yard Small Area Plan which created a framework to increase density, promote sustainability, create a network of parks, and provide innovative architecture, while protecting adjacent neighborhoods. The plan also solidified the importance of a Metrorail Station in North Potomac Yard to support the envisioned levels of development.

# IMAGE 3: CDD #10 AND CDD#19



The North Potomac Yard Small Area Plan recommended the creation of a new CDD to fulfill the vision, guiding principles and recommendations of the Small Area Plan. In June 2010, City Council approved the rezoning of North Potomac Yard from CDD #10 to CDD #19, approving up to 7.5 million square feet of development. In conjunction with the rezoning, City Council approved a Coordinated Development District Conceptual Design Plan which identified a mix of potential uses, including office retail, hotel, residential, open space and community facilities. In

addition, the CDD provided a phasing approach and developed a funding strategy between the City and CPYR for the construction of the Metrorail Station.

In June 2016, City Council approved DSUP #2016-0004 for the design WMATA's Metrorail station. In February 2017, Planning Commission approved a subdivision for a portion of the southern end of CDD #19 to create a separate parcel to be transferred to WMATA for the Potomac Yard Metrorail Station. In June 2017, an updated North Potomac Yard Small Area Plan was approved by City Council which include the final location of the North Potomac Yard Metrorail Station and updated the plan to more strongly integrate sustainability, design, and open space values throughout the plan. In December 2019, City Council approved DSUP #2018-0017 for a revised Metrorail Station design and a lot line adjustment to facilitate the construction of the station.

## PROPOSAL

The applicant proposes to divide the existing lot (817,853 sf ft) into two lots, to be known as Parcel 724 with 663,878 sq. ft (15.2 acres) and Parcel 725 of 153,975 sq. ft (3.5 acres) in size.

# IMAGE 4: PROPOSED SUBDIVISION AND EXISTING CONDITIONS



The smaller lot (Parcel 725) will be used for the Virginia Tech Innovation Campus while the larger parcel will be maintained by the current property owner. The shape of the proposed subdivision has been oriented to contain the future anticipated footprint of Virginia Tech's Innovation Campus and associated underground parking garage. The subdivision plat has also been coordinated with the on-going planning for Phase 1 development of North Potomac Yard. The proposed subdivision will locate the Virginia Tech Innovation Campus at the end of a new road to provide direct connections to the forthcoming Potomac Yard Metrorail Station, consistent with the vision in the Small Area Plan (See Image Five). Amendments to the North Potomac Yard Small Area Plan and Design Guidelines are being considered concurrent with this application. Future redevelopment in Phase 1 is planned and will be considered under separate approvals.



## IMAGE 4: PROPOSED SUBDIVISION, FUTURE DEVELOPMENT CONTEXT

# ZONING / MASTER PLAN DESIGNATION

The property is located within the CDD#19 / Coordinated Development District #19 zone which carries an underlying zone of CSL/Commercial Service Low and I/Industrial Zone. The subject site may also use CDD#19 zoning in connection with an approved special use permit. Per a proposed amendment to the North Potomac Yard Small Area Plan chapter of the Alexandria Master plan, the site is proposed for academic uses for the Virginia Tech Innovation Campus.

In addition to a series of technical requirements (Sections 11-1706 and 11-1709), the Zoning Ordinance contains requirements that subdivided lots meet all zone requirements (11-1710(D)); that subdivided lots be consistent with the character of other lots in the area (Section 11-1710(B)(1 and 2)); and that no lot may be subdivided in a manner that creates a lot, building, or structure that would be out of compliance with Ordinance provisions (Section 11-1710(B)(3)).

The CDD #19 zone does not have any lot size requirements and FAR is shared across the entire North Potomac Yard CDD area and allocated per block. Maximum building heights are differentiated by block per the Small Area Plan. Furthermore, the proposed subdivision maintains all required zoning for the underlying Industrial Zone as the Industrial zone does not contain any width, lot size or frontage requirements for non-residential properties. The Floor Area Ration (FAR) for the Industrial Zone is a max of 0.85 or up to 1.25 FAR with a special use permit. The height is limited to a max of 50 feet which may also be increased through a special use permit.

The proposed lot character would be substantially the same character as other large commercial lots in the area. The existing commercial lots in the adjacent area are characterized with large, irregularly shaped parcels with frontage on one or two public roads. Therefore, the applicant's request to subdivide the lot into an irregular shape, while maintaining access along Potomac Avenue is consistent with the general area, a finding required under Section 11-1710(B) of the Zoning Ordinance.

## II. STAFF ANALYSIS

Staff supports the proposal to subdivide one lot into two lots, finding the request is consistent with the Small Area Plan, zoning and subdivision regulations. The proposed subdivision is one of the first steps to allow North Potomac Yard to become a high-density, mixed-use urban center around the forthcoming Potomac Yard Metrorail Station as envisioned in the Small Area Plan. By creating a new lot, the land may be acquired by Virginia Tech to facilitate the construction of the envisioned Virginia Tech Innovation Campus, a critical anchor to the North Potomac Yard area, and part of the larger regional development with Amazon's headquarters in Arlington County.

As part of the project's overall timeline, the subdivision request is proceeding in advance of forthcoming development requests and as such, the proposed subdivision will bisect a portion of the existing theater structure. Conditions have been added to ensure redevelopment progresses in a timely manner while ensuring the lots will remain consistent with City requirements. To ensure the theater structure is removed in a timely manner, Condition 4 requires the demolition of the structure within 12 months of subdivision approval. Should the theater structure remain after 12 months of approval of the subdivision, the property owners have agreed to consolidate the two lots back into one lot per Condition 5.

With the approval of the proposed subdivision, redevelopment may begin in North Potomac Yard consistent with type and density of development envisioned in the Small Area Plan. Subject to the two conditions listed in Section III below, staff recommends approval of the subdivision request.

# **III. RECOMMENDED CONDITIONS**

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

- 1. The final subdivision plat shall comply with the requirements of Section 11-1700 of the Zoning Ordinance. (P&Z)
- 2. The complete location of all easements and reservations shall be depicted on the final subdivision plat. It is the responsibility of the applicant to identify any and all existing easements. No permanent structure shall be constructed over any existing private and/or public utility easements. (P&Z)(T&ES)
- 3. The final subdivision plat may be amended prior to recordation to accommodate the final alignment of adjacent roads. (P&Z)(CAO)
- 4. The existing building on the property shall be demolished within one year of recording the final subdivision plat. (P&Z)(CAO)

5. If the existing building is not demolished within one year, the owner(s) of the respective lots shall consolidate the two parcels into one lot. No new building permits, site plans or grading plans, except those applied for in conjunction with a demolition permit for demolition of the existing building, for improvements to the property will be issued by the City until the existing building is demolished or the properties are consolidated and brought into compliance. (P&Z)(CAO)

# STAFF:

Sara Brandt-Vorel, Urban Planner Dirk Geratz, Principal Planner Robert Kerns, AICP, Division Chief

Staff Note: This plat will expire 18 months from the date of approval unless recorded sooner.

# IV. CITY DEPARTMENT COMMENTS

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

## Transportation and Environmental Services

- F-1 DROW, Traffic Engineering and Transportation Planning have no comments.
- R-1 There is some incorrect property line annotation for parcels 724 and 725. In particular, annotation for chord bearing of C5 and annotation for the 5.78' line that is joined to C5. With your next submission, please check all property line annotation for new lots and correct as necessary, including proposed square footage and acreage. This particular error does not require resubmit from COA survey section perspective; revise with next submission and we'll check it again on the next iteration of plat. (Survey)

## Code Enforcement

F-1 No comments

Fire

F-1 Fire has no comments.

## Archaeology

F-1 Archaeology has no comments.

## Parks and Recreation:

F-1 No comments.

## Police Department:

F-1 No comments received

## Real Estate Assessments:

F-1 No comments received.

APPLICATION

NLEE

E 125 F	SUBDIVISION OF PROPERTY
	SUB #
PROPER	<b>Station:</b> 3601 Potomac Avenue
TAX MAP	<b>REFERENCE:</b> 016.02-01-03 <b>ZONE:</b> CDD #19
APPLICA Name:	NT: CPYR Theater, LLC (CPYR)
Address:	712 Main Street, Suite 2500, Houston, TX 70002
PROPER	CPYR Theater, LLC
Address	712 Main Street, Suite 2500, Houston, TX 70002
SUBDIVIS	<b>SION DESCRIPTION</b> The Applicant requests a subdivision of the property into two

**THE UNDERSIGNED**, hereby applies for Subdivision in accordance with the provisions of Section 11-700 of the Zoning Ordinance of the City of Alexandria, Virginia.

**THE UNDERSIGNED**, having obtained permission from the property owner, hereby grants permission to the City of Alexandria staff and Commission Members to visit, inspect, and photograph the building premises, land etc., connected with the application.

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

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

M. Catharine Puskar

Print Name of Applicant or 2200 Clarendon B	<sub>Agent</sub> oulevard, Suite 1300
Mailing/Street Address	
Arlington, VA	22201
City and State	Zip Code

15Km Signature

703-528-4700

703-525-3197

Telephone # Fax # Fax # Cpuskar@thelandlawyers.com

12/19/1

Email address

Date

ALL APPLICANTS MUS	T COMPLETE	THIS FORM.	
The applicant is: <i>(check one)</i>			
✓ the Owner Contract Purchaser the subject property.	Lessee or	<b>D</b> Other:	of
State the name, address and percent of ownership applicant, unless the entity is a corporation or partr than three percent. Please see attached.	•••	• •	
If property owner or applicant is being represented or other person for which there is some form of cor	•	-	-

or other person for which there is some form of compensation, does this agent or the business in whi 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.

NA,

# WAIVER OF RIGHT TO AUTOMATIC APPROVAL

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

PROJECT NAME:	North Potomac Yard
PROJECT ADDRESS	3601 Potomac Avenue
DESCRIPTION OF R	
	7.

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

Date: \_\_\_\_\_

D Applicant

Agent

Signature: \_\_\_\_\_

M. Catharine Puskar
Printed Name:



November 1, 2019

Mr. Karl Moritz 301 King Street City Hall, Room 2100 Alexandria, Virginia 22314

> Re: Consent to File a CDD Amendment Application, a Master Plan Amendment Application, a Subdivision Application, and Any Associated Applications 3601 Potomac Avenue Tax Map ID: 016.02-01-03 (the "Property")

Dear Mr. Moritz:

The Virginia Tech Foundation, Inc. hereby consents to the filing of a CDD Amendment Application, a Master Plan Amendment Application, a Subdivision Application, and any related applications or requests on the Property by CPYR Theater, LLC and CPYR Shopping Center, LLC.

Very truly yours,

VIRGINIA TECH FOUNDATION, INC.

By: Name: Catherine L. Potter

Its: General Counsel and Associate Vice President for Administration

# OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

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

Name	Address	Percent of Ownership
<sup>1.</sup> Virginia Tech Foundation, Inc.	902 Prices Fork Road, Suite 4500	100%*
2.	Blacksburg, Virginia 24061	
<sup>3.</sup> *VTF is a non-profit organization		

2. Property. State the name, address and percent of ownership of any person or entity owning an interest in the property located at <u>3601 Potomac Ave</u> (address), unless the entity is a corporation or partnership, in which case identify each owner of more than three percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

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2.	Blacksburg, Virginia 24061	
<sup>3.</sup> *VTF is a non-profit organization		

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 <u>Section 11-350 of the Zoning Ordinance</u>, 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.)
<sup>1.</sup> Virginia Tech Foundation, Inc.	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.

prneth 4

Date

rinted Name

Signature

#### **CPYR** Theater, LLC

c/o Lionstone Investments 100 Waugh Drive, Suite 600 Houston, Texas 77007

Karl Moritz 301 King Street City Hall, Room 2100 Alexandria, Virginia 22314

> Re: Consent and Authorization to File a CDD Amendment Application, a Master Plan Amendment Application, a Development Special Use Permit Application, a Subdivision Application, and Any Associated Applications 3601 Potomac Avenue Tax Map ID: 016.02-01-03 (the "Property")

Dear Mr. Moritz:

CPYR Theater, LLC ("CPYR"), the owner of the above-referenced Property, hereby consents to the filing of a hereby consents to the filing of a CDD Amendment Application, a Master Plan Amendment Application, a Development Special Use Permit Application, a Subdivision Application, and any related applications or requests on the Property. This consent is granted subject to lender approval, and subject to CPYR review and approval of conditions that impact its Property associated with the applications.

CPYR Theater, LLC hereby authorizes Walsh, Colucci, Lubeley & Walsh, P.C. to act as agent on its behalf for the filing and representation of a CDD Amendment Application, a Master Plan Amendment Application, a Development Special Use Permit Application, a Subdivision Application, and any related applications or requests on the Property.

Very truly yours,

CPYR THEATER, LLC By: John Schaefen Its: Head of Deselopment

Date: Oct 29, 2019

#### **CPYR Shopping Center, LLC**

c/o Lionstone Investments 100 Waugh Drive, Suite 600 Houston, Texas 77007

Karl Moritz 301 King Street City Hall, Room 2100 Alexandria, Virginia 22314

> Re: Consent and Authorization to File a CDD Amendment Application, a Master Plan Amendment Application, a Development Special Use Permit Application, a Subdivision Application, and Any Associated Applications 3601 Richmond Highway Tax Map ID: 016.01-05-01 (the "Property")

Dear Mr. Moritz:

CPYR Shopping Center, LLC ("CPYR"), the owner of the above-referenced Property, hereby consents to the filing of a hereby consents to the filing of a CDD Amendment Application, a Master Plan Amendment Application, a Development Special Use Permit Application, a Subdivision Application, and any related applications or requests on the Property. This consent is granted subject to lender approval, and subject to CPYR review and approval of conditions that impact its Property associated with the applications.

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Very truly yours,

CPYR SHOPPING CENTER, LLC

By: John Scheefer Its: Head of Development

Date: Oct 29, 2019

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Use additional sheets if necessary

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Name	Address	Percent of Ownership
<sup>1</sup> CPYR Theater, LLC	712 Main Street, Suite 2500, Houston TX 77002	See attached.
<sup>2.</sup> CPYR Shopping Center, LLC	712 Main Street, Suite 2500, Houston TX 77002	See attached.
3.		

2. Property. State the name, address and percent of ownership of any person or entity owning an interest in the property located at <u>3601 Potomac Ave and 3601 Richmond Highway</u> (address), unless the entity is a corporation or partnership, in which case identify each owner of more than three percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

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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.

Jahn Schrefen Signature



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Karl Moritz 301 King Street City Hall, Room 2100 Alexandria, Virginia 22314

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CPYR THEATER, LLC By: John Schaefen Its: Head of Development

Date: 02 29, 2019

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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.

<u>30/19</u> John Schaefer Date Printed Name

Jahn Schrefen Signature

Organizational Chart – Ownership of and CPYR Theater, LLC (as of the time of the loan from Massachusetts Mutual)





\$L9601



