



ARLINGTON COUNTY, VIRGINIA

**County Board Agenda Item
Meeting of February 21, 2009**

DATE: February 12, 2009

SUBJECT: SP #105 METROPOLITAN PARK PHASE 3 FINAL SITE PLAN (SP-9) to construct approximately 411 dwelling units, approximately 16,350 square feet of retail. (RPC #35-003-009, -010).

Applicant:

CLPF – Metropolitan Three Venture, L.P.

By:

P. David Tarter
Lawson, Tarter & Charvet, P.C.
6045 Wilson Boulevard, Suite 100
Arlington, Virginia 22205

C.M. RECOMMENDATION:

Approve the final site plan proposal to construct approximately 411 dwelling units and approximately 16,350 square feet of retail, subject to the conditions of the staff report.

ISSUES: This final site plan, the third in a series of eight residential buildings planned for the Metropolitan Park development, is an 18-story building containing 411 residential units and 16,350 square feet of ground floor retail. There are no outstanding issues identified in this request.

SUMMARY: The applicant has submitted a final site plan proposal for the third phase of redevelopment of Parcel 3, known as Metropolitan Park, which is part of the Pentagon City Phased Development Site Plan (PDSP). The applicant has designed a 411 unit, 18-story residential building that is generally consistent with the *Metropolitan Park Design Guidelines* and the *Metropolitan Park Project Book*, both of which were approved concurrent with the One Metropolitan Park Final Site Plan on February 10, 2004. The applicant has worked to

County Manager: _____

County Attorney: _____

Staff: Freida Wray, DCPHD, Planning Division
Colin Dentel-Post, DCPHD, Planning Division
Robert Gibson, DES, Transportation Division
Betts Abel, Housing Division, DCPHD

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distinguish the design of the proposed building from those designed in the first two phases, while, at the same time, maintaining a level of thematic and architectural compatibility among all three structures. Implementation of this third building would complete the western face of the block's build out and provide a new section of 12th Street South between Fern and Eads Street, which is one of the major public benefits resulting from the development of Parcel 3. Additionally, the applicant has agreed to comply with the Zoning Ordinance requirement for affordable housing contributions for site plan projects, to construct a 1/3 acre park square, to provide a transportation demand management program, and to contribute to the utility undergrounding fund and public art. Staff supports the site plan request.

BACKGROUND:

Pentagon City PDSP

The original Pentagon City PDSP approved in 1976 and since amended, “laid the foundation for a long term effort to build a new urban center with a dynamic mix of residential units, hotels, offices and retail establishments.”¹ In 1997, the County Board established the Pentagon City Task Force and charged the task force to review the then-current planning for Pentagon City. The task force presented findings which reflected upon and refined the goals and principles of the original PDSP.

The task force also developed a concept plan for Pentagon City. The conceptual plan incorporated boulevards on South Hayes, Joyce and Eads Streets, Army-Navy Drive and 15th Street South; strong pedestrian connections with designed intersections; build-to lines and superblock restructuring.

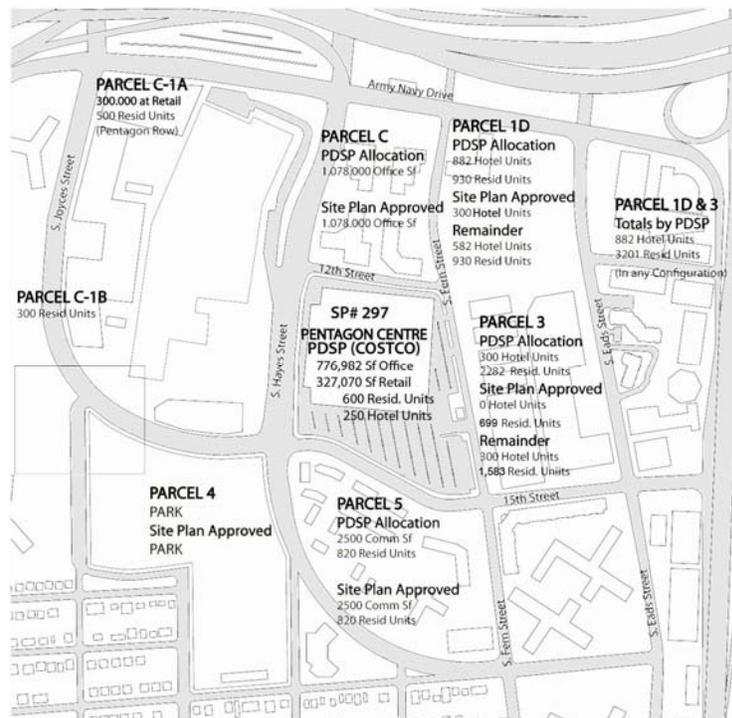
The density and use distribution within the Pentagon City PDSP has been amended over the course of time. With the approval of the Pentagon Row final site plan in 1998, the County Board reallocated residential densities (332 units) from Parcel 1A/2A to Parcel 3 as part of a PDSP amendment (December 1997). Density remains only on Parcel 1D (between South Eads and South Fern Streets north of unbuilt 12th Street South) and Parcel 3 (South Fern Street to South Eads Street and 15th Street South to unbuilt 12th Street South)—location of the subject site.

The chart below indicates the current distribution, with the associated PDSP Amendment that would permit up to 100,000 square feet of retail GFA to Parcel 3 highlighted, with remaining balances highlighted. Following the chart is a map of the Pentagon City PDSP with this information.

¹ From the “Report of the Pentagon City Planning Task Force” presented to the Arlington County Board on November 12, 1997.

Parcel	Permitted Pentagon City PDSP Density Allocations (as of February 21, 2009)	Final Site Plan(s) Total Approved	Balance (Remaining Capacity)
1A/2A	300,000 Commercial 830 Residential	300,000 Commercial 830 Residential	0 Commercial 0 Residential
1B/2B	172,000 Office 1,019,300 Commercial 450 Hotel	172,000 Office 1,019,300 Commercial 450 Hotel	0 Office 0 Commercial 0 Hotel
1C	1,078,000 Office	1,078,000 Office	0 Office
1D	882 Hotel 930 Residential	300 Hotel 0 Residential	582 Hotel 930 Residential
2C	624 Residential	624 Residential	0 Residential
3	100,000 Commercial ² 300 Hotel 2,282 Residential	19,419 Commercial 0 Hotel 699 Residential	80,581 Commercial² 300 Hotel 1,583 Residential
4	Virginia Highlands Park Space	Virginia Highlands Park Space	N/A
5	2,500 Commercial 820 Residential	2,500 Commercial 820 Residential	0 Commercial 0 Residential
Totals	1,250,000 Office 1,421,800 Commercial 1,632 Hotel 5,486 Residential	1,250,000 Office 1,341,219 Commercial 750 Hotel 2,973 Residential	0 Office 80,581 Commercial 882 Hotel 2,513 Residential

Pentagon City Phased Development Site Plan



² Assumes County Board approval of the associated PDSP Amendment to add up to 100,000 square feet of retail to Parcel 3.

Parcel 3 – Metropolitan Park Development

As part of the larger Pentagon City planning process that occurred through the 1980s and 1990s, Parcel 3 was identified to serve as the prime residential component within the larger mix of uses in the PDSP. Since the original approval of the PDSP in 1976, several amendments have been approved for Parcel 3, which currently contains the Metropolitan Park community. These amendments served to relocate office and retail gross floor area from Parcel 3 to other parcels in the PDSP while, at the same time, relocating residential density to Parcel 3 from other parcels in the PDSP. Parcel 3 currently has density allocations of 2,282 residential units and 300 hotel units, and the associated PDSP Amendment would add 100,000 square feet of retail to the Parcel.

	Parcel 3 (Metropolitan Park) Permitted Densities						
	2/25/76	1/8/77	5/20/82	7/11/84	8/18/84	12/18/97	2/21/09
Office GFA	290,000	290,000	0	0	0	0	0
Commercial GFA	50,000	47,500	47,500	0	0	0	100,000
Hotel Units	300	300	300	300	300	300	300
Residential Units	1,000	1,280	1,950	1,950	1,950	2,282	2,282

In 2002, a development proposal for Parcel 3 in the form of the Phase 1 Metropolitan Park final site plan was submitted. Along with the Phase 1 site plan, the applicant for that proposal was asked to develop a detailed concept for the entire 16-acre block. The concept plan identifies the location of future buildings, streets, parks, parking and service entrances, while also establishing design standards to guide the pattern, consistency and quality of development as it progresses over time. The applicant worked with staff and the community to develop the *Metropolitan Park Design Guidelines*. The layout for the entire Metropolitan Park block proposes 3,212 residential units and 100,000 square feet of ground floor retail, that would be built in eight phases over the course of twelve to fifteen years. Each building would have ground floor retail designed to serve the residents of the building and the larger Metropolitan Park community. The buildings would be designed at varying heights ranging from five stories to 18 stories, with three 22-story buildings along South Eads Street.

Several internal parks, comprising a total of approximately two and three-quarter (2 ³/₄) acres, were incorporated into the design of the entire parcel. One large park of over one acre, designed to be public in nature, would be central to the layout. The approved design highlights a grid pattern street system with the introduction of 13th and 14th Streets South running east-west through the parcel and Elm Street bisecting the parcel on a north-south axis. These new streets, not originally envisioned in the original PDSP, were approved as an amendment to the Master Transportation Plan.

On February 10, 2004, the County Board approved the Phase 1 Metropolitan Park final site plan, and concurrent with that action approved the *Metropolitan Park Design Guidelines*, as revised. The approved 18-story apartment building contains 399 residential units and 11,300 square feet of ground floor retail. In March 2006, the County Board approved the Phase 2 Metropolitan Park final site plan, an 18-story apartment building containing 300 units and 8,119 square feet of retail, located immediately to the north of Phase 1 on South Fern Street. To date, 699 residential units and 19,419 square feet of ground floor retail space have been approved in Metropolitan Park.

Final Site Plan – Phase 3 Metropolitan Park

A final site plan is proposed as the third phase of the eight-phase Metropolitan Park community and consists of a 411-unit, 18-story apartment building with numerous amenities and 16,350 square feet of retail at the base of the building along the South Fern and 12th Street frontages. The applicant is also proposing the construction of several new streets to serve the site and enhance the overall street network, as well as a one-third acre park.

The following provides additional information about the subject site and location:

Site: This 2.09 acre site, Metropolitan Park Phase 3, is part of Parcel C within the Pentagon City PDSP, and is located at the southeastern corner of South Fern Street and 12th Street South. It is currently developed with a warehouse structure built in the 1950s which houses two tenants, DHL Express and Danker Furniture.

- To the north: Open, largely vacant property known as Parcel 1D of the Pentagon City PDSP. The 17-story Marriot Residence Inn is located at the northwestern corner of Parcel 1D, at the intersection of South Fern Street and Army Navy Drive. Parcel 1D is designated three-fourths “High-Medium Residential” and one-fourth “Medium” Office-Apartment-Hotel on the GLUP and zoned “C-O-2.5.”
- To the west: South Fern Street and the approved Pentagon Centre PDSP, currently developed with several retail stores and restaurants, including Costco. The block is designated “Medium Office-Apartment-Hotel” on the GLUP and zoned “C-O-2.5.”
- To the east: South Eads Street and several high-rise apartment buildings (including Bennington Apartments, Warwick House I & II, and Hampton House) designated “High” Residential on the GLUP and zoned “RA-H-3.2.”
- To the south: 13th Street South and the construction site of Two Metropolitan Park, a 300-unit, 18-story apartment building approved in 2006 and zoned “C-O-2.5.”

- Zoning: The entire parcel, which includes the 2.09-acre subject site, is zoned “C-O-2.5” Commercial Office Building, Hotel and Apartment District.
- Land Use: The General Land Use Plan designates the site with a striped pattern of three-fourths “High-Medium Residential” (3.24 FAR residential) and one-fourth “Medium” Office-Apartment-Hotel (2.5 FAR office; up to 115 units per acre for apartments; and up to 180 units per acre for hotels). The Pentagon City area has a note (Note 4) stating, “This area was designated a “Coordinated Development District” on 2/9/74.”
- Neighborhood: While not within a designated civic association, the site is located near the Aurora Highlands Civic Association and the Arlington Ridge Civic Association.

Proposed Development: The following table sets forth the preliminary statistical summary for the proposed development known as Phase 3 Metropolitan Park:

SITE AREA	91,050 sf (2.09 acres) ³
Density	
Residential GFA	471,205 SF (411 units)
Retail GFA	16,350 SF
Total GFA	487,555 SF
Balance of Res. Units in Parcel 3⁴	1,583 units
Retail Density Permitted in Parcel 3⁵	0
Building Height	
Average Site Elevation	38.93 ft
Main Roof Height	183.75 ft
Main Roof Elevation	226.68 ft
Penthouse Height	202.75 ft
Penthouse Elevation	241.68 ft
Number of Stories	18 stories plus penthouse
PDSP Maximum Permitted Height⁶	Up to 22 stories
Design Guidelines Maximum Permitted Height	18 stories
Parking	
Total parking spaces	502 spaces
Residential spaces	436 spaces
Residential parking ratio	1.06 sp/unit
Required “C-O-2.5” Residential Parking	411 spaces
Required “C-O-2.5” Residential Parking Ratio (by site plan)	1 sp/unit
Retail spaces ⁷	66 spaces
Retail parking ratio	1 sp/247.7 sf
Required “C-O-2.5” Retail Parking	65 spaces
Required “C-O-2.5” Retail Parking Ratio (by site plan)	1 sp/250 sf
LEED Score	28 points

Density and Uses: The proposal is for 411 residential units in an 18-story building with a partial 19th floor (penthouse) containing a kitchen, club room, outdoor terraces, and mechanical spaces. The building would also contain a fitness center, leasing center, and cyber café on the lobby level. A rooftop pool and terrace are located on top of the six-story (lower) wing of the building located along South Fern Street. The residential units encompass the following mix:

³ The site area includes a triangular-shaped piece of land totaling approximately 9,000 sf, located east of South Elm Street and south of 12th Street South, and which is a part of the property on which Metropolitan Park Phase 4 will be constructed.

⁴ A total of 2,282 residential units and 300 hotel rooms are allocated by the PDSP to Parcel 3. A balance of 1,583 units and 300 hotel rooms currently remain on Parcel 3.

⁵ A PDSP Amendment is proposed to be heard concurrent with this final site plan, which would permit the provision of 100,000 square feet of ground floor retail GFA in Parcel 3.

⁶ The maximum permitted residential height under “C-O-2.5” is 16 stories, however, PDSP Condition #54 allows building heights of up to 22 stories for not more than 4 residential and/or hotel buildings. To date, 3 residential buildings (and 0 hotel buildings) have been approved with heights over 16 stories. The *Metropolitan Park Design Guidelines* indicate a maximum of height of 18 stories for residential buildings in Phases 1, 2, 3, 4 and 8.

⁷ The 66 retail parking spaces will be shared between residential visitors, retail tenants and retail visitors.

Number Units	Unit Type	Average Unit Size (square feet)
52	studio	548
183	one-bedroom	762
26	one-bedroom + den	933
132	two-bedroom	1151
14	two-bedroom + den	1357
4	three-bedroom	1813

The proposal also incorporates 16,350 square feet of retail space along South Fern and South 12th Streets, and on both sides of the 40 foot long pedestrian passageway that connects South Fern and South Fair Streets. The location of the retail is consistent with the *Metropolitan Park Design Guidelines*. It is envisioned to include restaurants with sidewalk seating and other neighborhood retail uses to support building residents, daytime populations, and the local community.

A total of 502 parking spaces for residential and retail uses would be provided on three below-grade levels under the buildings and extending out below the adjacent park segment planned to the southeast of the building. The parking for the residential units is provided at a 1.06 space per unit ratio, or 436 spaces: 368 full, 61 compact, and 7 accessible spaces. The project is also proposing 66 retail parking spaces in the garage: 58 full, 4 compact, and 4 accessible spaces. Parking garage access/egress is provided from South Elm Street.

Site and Design: Consistent with the design guidelines for Parcel 3, the building is L-shaped, with a 6-story wing fronting South Fern Street and an 18-story tower fronting 12th Street South. The building has height step backs at the 5th, 12th, and 17th floors along the Fern Street frontage, and step backs at the 1st, 12th and 17th floors along South 12th Street. The maximum permitted residential building height under “C-O-2.5” is 16 stories; however, PDSP Condition #54 allows building heights of up to 22 stories for not more than 4 residential and/or hotel buildings. To date, three (3) residential buildings and no hotel buildings have been approved with heights over 16 stories – the Metropolitan at Pentagon Row, and Metropolitan Park Phases 1 and 2 – all 18 stories. The proposed final site plan would be the forth (4th) residential building with height exceeding 16 stories. The *Metropolitan Park Design Guidelines* indicate a maximum height of 18 stories for residential buildings in Phases 1, 2, 3, 4 and 8. The proposed final site plan is consistent with the PDSP and the Metropolitan Park Design Guidelines for building height. Any future phases of the Metropolitan Park Development would require a PDSP Amendment to achieve heights consistent with the *Metropolitan Park Design Guidelines*.

The intersection of the two building wings is marked by a one-story, 40-foot long, covered pedestrian passageway at the ground level that runs east-west, connecting South Fern Street with 12th Road South. The residential lobby runs north-south through the center of the 18-story tower. The main residential entrance is proposed on 12th Road South, with secondary entrances on 12th Street South and South Fair Street. The main loading dock and only garage entrance/exit are located off of South Elm Street. An additional loading dock to serve the retail located in the lower wing is located off 13th Street South.

The building would be constructed of several types and colors of masonry materials with cast-stone and painted aluminum accents throughout at windows, railings, grills, vents, and rooftop

structures. The first floor storefronts would be aluminum and glass, and the remainder of the first floor would be brick with a stone base. The material and color choices have been selected to complement Phase 1 and Phase 2, and continue to be refined. The building includes a mix of balconies and terraces on all levels. A green roof of approximately 2,000 square feet is located atop a portion of the tower's first floor where it sets back along 12th Street South. Two additional green roofs, approximately 1,740 square feet each, are located atop the tower's 17th floor facing the 12th Street South frontage.

The proposal for the Phase 3 site plan includes a 1/3 acre park to the southeast of the building. The developer proposes a passive park with seating, landscaping and the possible inclusion of public art features. This park (square) is designed to be incorporated into a larger linear park scheme as build-out of Parcel 3 occurs. At full build-out, the Metropolitan Park development will provide a total of approximately 2.9 acres of public park space. (Approximately 2.6 acres comprise the multi-sectioned central park area, with the remaining .3 acres located within the Phase 4 and Phase 8 sites.

LEED Scorecard: The applicant has agreed to achieve 28 LEED points in the proposed project and attain, at a minimum, LEED Certification from the U.S. Green Building Council. The applicant has agreed to continue to consider additional LEED points as future market conditions permit. Condition #70 addresses the applicant's LEED scorecard and implementation of "green building" measures in the proposed project.

Transportation: The site consists of the following street frontages: South Fern Street, 12th Street, South Elm Street, 13th Street South, 12th Road South and South Fair Street. The Master Transportation Plan classifies South Fern Street as a Type B Arterial (Primary Urban Mixed-Use). Twelfth Street South is identified as a portion of the County's "Primary Transit Network" and is intended to support dedicated transit as part of the Crystal City/Potomac Yards transit improvements. To direct the phased build-out of the Metropolitan Park project the *Metropolitan Park Design Guidelines* defines the proposed street grid to be constructed to support the project, as well as the cross-sections for all relevant streets. Arterial streets and interstates in the vicinity of the site include US Route 1, Crystal Drive and Army-Navy Drive in I-395.

Trip Generation: All-day, non-directional traffic counts for several streets near the site are detailed below. As shown below, traffic counts in the area have been relatively stable over the past several years.

Daily Traffic Counts

Street (location)	2005	2007
S. Fern Street (south of 15 th St. S)	5,726	5,875
15 th Street S (east of S. Fern St.)	23,872	24,917
15 th Street S (west of S. Fern St.)	17,638	17,661
S. Eads Street (south of 11 th St. S)	13,208	13,184

Source: Arlington County Traffic Engineering Department
 *N/A = Not available

A Traffic Impact Analysis (TIA) was prepared by Wells & Associates, LLC for the applicant to assess the impacts of the Metropolitan Park Phase III development on the adjacent street system. Future intersection Levels of Service (LOS) were evaluated for the weekday morning and

evening peak hours for several intersections near the site.

The proposed project (411 dwelling units and 16,350 square feet of retail) is estimated to generate approximately 82 AM and 145 PM peak hour vehicle trips. The TIA found that all of the intersections within the study area would operate at acceptable levels of service upon build out of the project with only minor lane reconfigurations and minor signal retiming efforts needed.

Parking: The project proposes to provide all of the required parking in a three story underground garage accessed from South Elm Street. The garage will provide parking for 502 vehicles, 66 spaces will be dedicated in the G1 level of the garage for retail and retail visitor parking, and the remaining 436 space would be dedicated for residential use. The project proposes to provide the required amount of parking and does not require a modification in the parking requirements. The project will provide 1.125 parking spaces for the first 200 residential units and 1 space per unit thereafter. The retail parking is provided at approximately 1 space for every 250 square feet of retail space provided.

Loading Bays and Parking Garage Access: The loading dock with two bays and the garage entrance is proposed on South Elm Street approximately 40 feet south of 12th Street South. A third loading bay is proposed on 13th Street South approximately 65-feet east of South Fern Street. The applicant has agreed to provide two loading bays with at least a 40-foot depth to support larger delivery vehicles.

On-street parking will also be provided along the eastern side of South Fern Street, the western side of South Fair Street, the northern side of 12th Road South, the eastern side of South Elm Street and the southern side of 12th Street South.

Streetscape and Sidewalks: –The *Master Transportation Plan* identifies the site as an area planned for new streets and specifically shows the new sections of 12th Street South, South Fair Street, South Elm Street, and 12th Road South, which will be constructed with this phase of the project. The applicant has agreed in conjunction with Phase III to build out 12th Street South between South Fern Street and South Eads Street. The street will provide a 36-foot wide eastbound one way connection, with parking 7-foot wide parking lanes on both sides of the street and two 11-foot wide eastbound travel lanes. As a result the project will construct the entire southern half of the street, providing an interim connection of 12th Street South until the street is built out to its ultimate configuration. The ultimate build out of the street has yet to be determined; however the alignment of the street with the proposed location of the southern curb means the street could be built to an ultimate width of 72-feet face of curb to face of curb. A 72-foot wide ultimate cross section could be configured multiple ways to support future street car or light rail transit operations along 12th Street South as envisioned in the Crystal City plan. Building 12th Street South through to South Eads Street with Phase III rather than waiting until Phase IV is completed provides benefits not only to the Metropolitan Park project but it also provides a significant community benefit completing eastbound vehicular access along 12th Street South between Pentagon City and Crystal City.

Metropolitan Park Phase II which is currently under construction will construct 13th Street South

between South Fern Street and South Elm Street. With the construction of Phase V, 13th Street South is expected to connect South Fern Street to South Eads Street. In addition to the network of streets and sidewalks surrounding the proposed development a 16-foot-wide 40-foot-long breeze way will break up the South Fern Street block improving pedestrian access to the interior of the site. The breeze way is proposed to incorporate café seating adding activity to the space.

With Metropolitan Park Phases 1 and 2, minor deviations from the *Metropolitan Park Design Guidelines* were approved to address varying issues. Staff supports all of the proposed street and sidewalk widths as proposed in the following table:

South Fern Street		
Existing Street	Existing Clear Sidewalk	Existing Total Sidewalk
43-feet – a 10-foot southbound right-turn lane, a 10-foot southbound travel lane a 10-foot left-turn lane and a 10-foot northbound travel lane	<u>West side</u> - 4.5-foot wide sidewalk. <u>East side</u> – 8.5-foot wide sidewalk adjacent the back of curb.	<u>West side</u> - 9-foot wide sidewalk including a 4.5-foot planting/utility strip <u>East side</u> - 8.5-foot wide sidewalk adjacent the back of curb.
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
49-feet – a 10-foot southbound right-turn lane, a 10-foot southbound travel lane a 10-foot left-turn lane, a 10-foot northbound travel lane and a 7.5-foot parking lane adjacent the northbound travel lane.	<u>West side</u> - 4.5-foot wide sidewalk. <u>East side</u> – 11.83-foot wide sidewalk. (Sidewalk cafés requested to narrow clear sidewalk to 8-feet in select locations.)	<u>West side</u> - 9-foot wide sidewalk including a 4.5-foot planting/utility strip <u>East side</u> – 17.5-foot wide sidewalk including 5'x12' tree pits with street trees
South Elm Street (Proposed New Street)		
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
34-feet - two 12.75-foot travel lanes, a 7-foot parking lanes.	<u>West side</u> – 9.5-foot wide sidewalk. <u>East side</u> – Temporary 6-foot wide asphalt sidewalk.	<u>West side</u> – 15.13-foot wide sidewalk including 5'x12' tree pits with street trees <u>East side</u> – Temporary 6-foot wide asphalt sidewalk.
South Fair Street (Proposed New Street)		
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
27-feet – (One-Way Street) 20-foot travel lane, a 7-foot parking lane. (Note: 20-foot travel lane provided to support emergency services.)	<u>West side</u> – 9.33-foot wide sidewalk. <u>East side</u> – See park design. Approximately 10-foot wide sidewalk.	<u>West side</u> – 15-foot wide sidewalk including 5'x12' tree pits with street trees. <u>East side</u> – See park design. Approximately 15.66-foot wide sidewalk including 5'x12' tree pits with street trees.
12th Street South (Proposed New Street)		
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
<u>Interim: 36-feet</u> – Two 11-foot eastbound travel lanes, with 7-foot wide parking lanes on each side of the street <u>Ultimate: 72-feet</u> – With a lane configuration to be determined to support future transit services. (To be built by others.)	<u>South side</u> – 12.25-foot wide sidewalk. (Sidewalk cafés requested to narrow clear sidewalk to 8-feet in select locations.) <u>North side</u> – Temporary 10-foot wide sidewalk with lighting.	<u>South side</u> – 20.92-foot wide sidewalk including 5'x12' tree pits with street trees. (Sidewalk cafés requested to narrow clear sidewalk to 8-feet in select locations.) <u>North side</u> – Temporary 10-foot wide sidewalk with lighting.

13th Street South		
Existing Street	Existing Clear Sidewalk	Existing Total Sidewalk
29.5-feet – a 10-foot travel lane in each direction with an 8-foot wide parking lane on the north side of the street.	<u>North side</u> – 9.33-foot wide sidewalk. <u>South side</u> 9.75-foot wide sidewalk.	<u>North side</u> – 15-foot wide sidewalk including 5’x12’ tree pits with street trees. <u>South side</u> 34-foot sidewalk including a double row of 5’x12’ tree pits with street trees flanking the clear sidewalk.
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
29.5-feet – a 10-foot travel lane in each direction with an 8-foot wide parking lane on the north side of the street.	<u>North side</u> – 18.33-foot wide sidewalk. <u>South side</u> 9.75-foot wide sidewalk.	<u>North side</u> – 18.33-foot wide sidewalk (proposed location of electric vault prohibiting installation of street trees). <u>South side</u> 34-foot sidewalk including a double row of 5’x12’ tree pits with street trees flanking the clear sidewalk..
12th Road South (Proposed New Street)		
Proposed Street	Proposed Clear Sidewalk	Proposed Total Sidewalk
27-feet – (One-Way Street) 20-foot travel lane, a 7-foot parking lane. (Note: 20-foot travel lane provided to support emergency services.)	<u>North side</u> – 9.33-foot wide sidewalk. <u>South side</u> – See park design. Approximately 10-foot wide sidewalk.	<u>North side</u> – 15-foot wide sidewalk including 5’x12’ tree pits with street trees. <u>South side</u> – See park design. Approximately 15.66-foot wide sidewalk including 5’x12’ tree pits with street trees.

Public Transit: The project site is conveniently located between the Pentagon City and Crystal City Metrorail stations. Both stations are within walking distance, the Pentagon City station is located only one block to the west of the site along 12th Street South. The site is also served by existing Arlington Transit (ART) bus routes (ART 9A, 9E and 10A) focused on 15th Street and Eads Street. The ART 10A with service between Pentagon and Hunting Towers is currently routed along 15th Street, while the ART 9A and 9E currently run along Eads Street with service between the Pentagon and Alexandria.

Adjacent to the site 12th Street South is identified as part of Arlington County’s “Primary Transit” network. With the full build out of 12th Street South, completing the missing link between South Eads Street and South Fern Street, the street is planned to support dedicated transit lanes. Arlington County intends to provide high frequency transit service between Pentagon City and Potomac Yards utilizing dedicated transit lanes. The proposed ultimate cross section for 12th Street South will provide a 72-foot cross section including on-street parking that could support either a streetcar/light rail or a bus rapid transit system.

Bicycle Access: On Street bicycle lanes are provided on 15th Street South connecting Crystal Drive and South Joyce Street. Consistent with condition #39, the project proposes providing 155 bicycle parking spaces located in the garage for use by building residents. An additional 22 bicycle parking spaces for residential visitors and retail employees is proposed in the G1 level of the garage. The required residential and retail bicycle parking located in the garage shall be located in secure areas or in secure lockers. Still more on-street bike racks are proposed to be scattered around the site generally located in the areas between tree pits near retail and residential entrances, providing convenient visitor parking for retail customers and residential

visitors.

Transportation Demand Management: Consistent with site plan development and the County's adopted TDM Policy, staff recommends that the developer implement a TDM Plan to encourage reduced single occupancy vehicle (SOV) trips to and from the site. Staff recommends the project implement the TDM strategies that are briefly summarized below and referenced in Condition #51 of the site plan conditions:

- Provide annual contributions of \$6,000.00 per year for thirty (30) years for to Arlington County Commuter Services (ACCS) to sustain direct and indirect on-site and off-site services in support of TMP activities.
- Provide a Transportation Information Center Display in the building.
- Distribute transit information to new employees and residents, to include site-specific ride-sharing and transit-related information.
- Designate a member of the building management as Property Transportation Coordinator with responsibility for completing and coordinating all TDM Plan obligations for the building.
- Provide SmarTrip cards plus \$20.00 Metro fare media per person, for free to each residential lessee and/or purchaser for 30 years.
- Provide SmarTrip cards plus \$40.00 Metro fare media per person, for free, to each of the retail tenants' employees upon the employee's first day of work at the building.
- Provide SmarTrip cards plus \$ 60.00 Metro fare media per person, for free, for one time, to each on-site property management and maintenance employee for 30 years.
- Provide a sustainable commuter benefit program for each on-site property management and maintenance employee (the program shall include, at a minimum, pre-tax employee contributions and/or tax-free transit or vanpool monthly contributions).
- Provide retail employee registered vanpools with free parking.
- Conduct a transportation performance monitoring study at two years and five years after issuance of first Certificate of Occupancy for the project.
- During the first year of implementation of the TMP, and on an annual basis thereafter, the developer will submit an annual letter to the County Manager, describing the TDM related activities of the site.

Utilities: Adequate water and storm drain capacity is available to serve the proposed residential development, however the developer will be required to replace some of the aging water main in South Fern Street and construct new water main in 13th Street, along the site's frontages. This will support the proposed location of the water meter for the project and provide additional fire service to the interior of the site.

In Condition #46 the applicant has agreed to replace 330-feet of the existing 12-inch water main in South Fern Street adjacent to the site. The water main is aging and requires replacement. The applicant also has agreed to install approximately 340-feet of new 8-inch water main in 13th Street South tying into the new 12-inch water main in South Fern Street. The proposed water meter for the project is proposed to be connected to the new 8-inch water main in 13th Street South. The new water main will also provide additional fire coverage to the interior of the project. Until Metropolitan Park Phase V is constructed the proposed 8-inch water main in 13th

Street South will be a dead end line. To reduce the likelihood of a disruption in water service to the project, staff recommends that with the construction of Phase V the line be extended to tie into an existing water main in South Eads Streets. This would ensure that the water service to the building is part of a looped system.

The Master Utility Plan also recommends the removal of all aerial utility lines within the Parcel 3 boundaries. Staff recommends and the applicant agrees to contribute \$104,500 (\$50,000 x 2.09 acres) to the County's Underground Utility Fund (Condition #5). These funds would enable the County to fund underground utility projects along other undeveloped properties in the area. Staff also recommends and the applicant agrees to relocate the existing aerial utilities located along South Fern Street frontage of the site to underground facilities.

DISCUSSION:

Approved Plans and Policies:

General Land Use Plan: The proposal, in the context of the Pentagon City PDSP, is consistent with the uses and densities permitted by site plan under the General Land Use Plan.

Pentagon City PDSP: Overall, the final site plan is consistent with the Pentagon City PDSP from 1976 and meets the goals and objectives set forth therein. Furthermore, the site plan combined with the *Metropolitan Park Design Guidelines* actually serve to improve upon the original PDSP, by introducing a higher level of design and attention to detail that has become standard in the County. Parcel 3 was approved for 2,282 residential units and 300 hotel rooms. With the approval of Phases 1 and 2, a balance of 1,583 residential units and 300 hotel rooms currently remain on Parcel 3. The proposed 411 residential units in Phase 3 would result in a new balance of 1,172 residential units remaining on Parcel 3. A total of 16,350 square feet of ground floor retail GFA is proposed in Phase 3. Ground floor retail totaling 19,419 square feet was previously approved for Phases 1 and 2. Staff is recommending in a companion report that the County Board amend the PDSP to permit up to 100,000 square feet of ground floor retail in Parcel 3, throughout Metropolitan Park Phases 1 – 8. This would fulfill the intent of the approved *Metropolitan Park Design Guidelines* and formally codify its retail objectives. With the approval of the proposed 16,350 square feet of retail, the retail density for Parcel 3 would total 35,769 square feet.

Metropolitan Park Design Guidelines: This document serves to update and supplement the Urban Design Guidelines of the original Pentagon City PDSP. The *Metropolitan Park Design Guidelines* set forth both specific details for each portion of the block, including uses, heights, densities, location of retail, parking and service entrances, streets, and streetscape, as well as more general guidelines for such elements as building massing, architecture, building materials, signage, and park design. The site plan proposal is generally consistent with the standards and details set forth in the *Metropolitan Park Design Guidelines*.

- **Design and Site Layout:** The *Metropolitan Park Design Guidelines* call for development in Phase 3 to consist of one residential building, with a maximum height of 18 stories and ground floor retail, oriented in an L-shape at the corner of South Fern Street, and construction of a new segment of 12th Street South. To the southeast of the building

would be a 1/3 acre square park that is designed to contribute to the larger central park scheme and provide passive recreational opportunities. The *Guidelines* also call for several new streets to be built as part of this phase including: two new north-south streets called South Fair and Elm Streets, and an east-west street called 12th Road South. Finally, the guidelines call for the construction of the first segment of a new 12th Street South, connecting South Fern Street with South Elm Street.

The developer designed the facades of the proposed building to meet the architectural guidelines in the *Metropolitan Park Design Guidelines*, while providing some differentiation between the proposed building and the buildings in the first two phases. The ground floor level of the proposed building is very similar in scale and materials to that of the previous buildings, however, the applicant has expressed a desire to provide a more varied mix of retail storefronts that are individually more distinctive and interesting than those in previous phases. The six story pool wing “mirrors” the height of a similar wing in Phase 1, and plays off the fifth floor cornice lines in the Phase 2 building. The building also shares some of the design elements included in the Phase 2 building such as cantilevered bays and vertical glass elements. However, different colors and proportions of materials, including a greater emphasis on glass and metal panels, along with a range of height and façade depth variations, help break up the building mass, differentiate it from Phase 2 while still maintaining an overall architectural theme.

- **Density:** The proposed building will have 411 residential units instead of the 425 units identified in the *Metropolitan Park Design Guidelines*. The *Metropolitan Park Design Guidelines* calls for the location of approximately 100,000 square feet of ground floor retail space along the Metropolitan Park development’s South Fern Street and 12th Street South frontages, with storefronts that are readily identifiable and varied in design and signage. In an associated report, a PDSP Amendment would formally fulfill and codify the objectives of the *Metropolitan Park Design Guidelines*. In the Phase 3 final site plan, 16,350 square feet of retail would be located adjacent to the South Fern Street and 12th Street South frontages, as well as both sides of the covered pedestrian passageway where there would be areas for outdoor cafes. In its review, the SPRC recommended that expanded retail consisting of personal and professional services be provided in the ground floor spaces that do not front primary streets or that front secondary or tertiary streets, such as child care; dance, music or other instruction; Commonwealth licensed professionals; personal care, such as hair care, dry cleaning, shoe repair; and others. The applicant has agreed to the more detailed standards outlined in Condition #64.c.
- **Height:** The *Metropolitan Park Design Guidelines* call for heights up to 18 stories for buildings in Phases 1, 2, 3, 4 and 8. The developer has designed the 18th floor of the building that is stepped back on all sides of the building and faced in a metal, glass and masonry. In addition, the developer has proposed a partial nineteenth floor penthouse that contains 3,750 square feet of GFA, including a club room, kitchen and restrooms. The “C-O-2.5” zoning district permits the provision of elevator, mechanical and maintenance equipment, private clubs, auditoriums, meeting rooms, and restaurants on the penthouse level. The proposed club room use would be generally equivalent to the

other uses specifically listed. The rest rooms and kitchen, as supportive spaces, reasonably need to be located adjacent to the club room. While this GFA on the penthouse space is above the 18-story height recommended in the *Metropolitan Park Design Guidelines*, it does not include any living space, and it spans the area between mechanical spaces, creating a consistent roofline and symmetric design at the penthouse level. The east and west ends of the penthouse level, which contains the mechanical rooms, would be faced with precast concrete and masonry units. The center of the penthouse, which is the location of the club room, would be a metal and glass window system. The applicant has designed the façade of the entire penthouse level to a very high quality, consistent with the rest of the building. Staff supports the uses on the penthouse level as being consistent with the Pentagon City PDSP.

Final Site Plan Issues:

During the public review, several issues were identified, including encroachment of the transformer vault in 13th Street, provision of a polling location within the Metropolitan Park Development, and consideration of active recreation in the park. The applicant has adequately addressed these issues through an associated proposed encroachment ordinance, agreement to provide a polling place with the future Phase 4 final site plan (Condition #1 of the associated PDSP Amendment), and agreement to participate in a public park planning process at the time of the Phase 6 final site plan (Condition #2 of the associated PDSP Amendment). The following bullets provide detail on additional issues and the community benefits:

- **Affordable Housing:** In Condition #67, the applicant has agreed to comply with Section 36.H.6 of the Zoning Ordinance, which sets out the affordable housing contribution options among which site plan developers choose one. The options are affordable dwelling units that the developer could provide either on-site or off-site, or a monetary contribution.

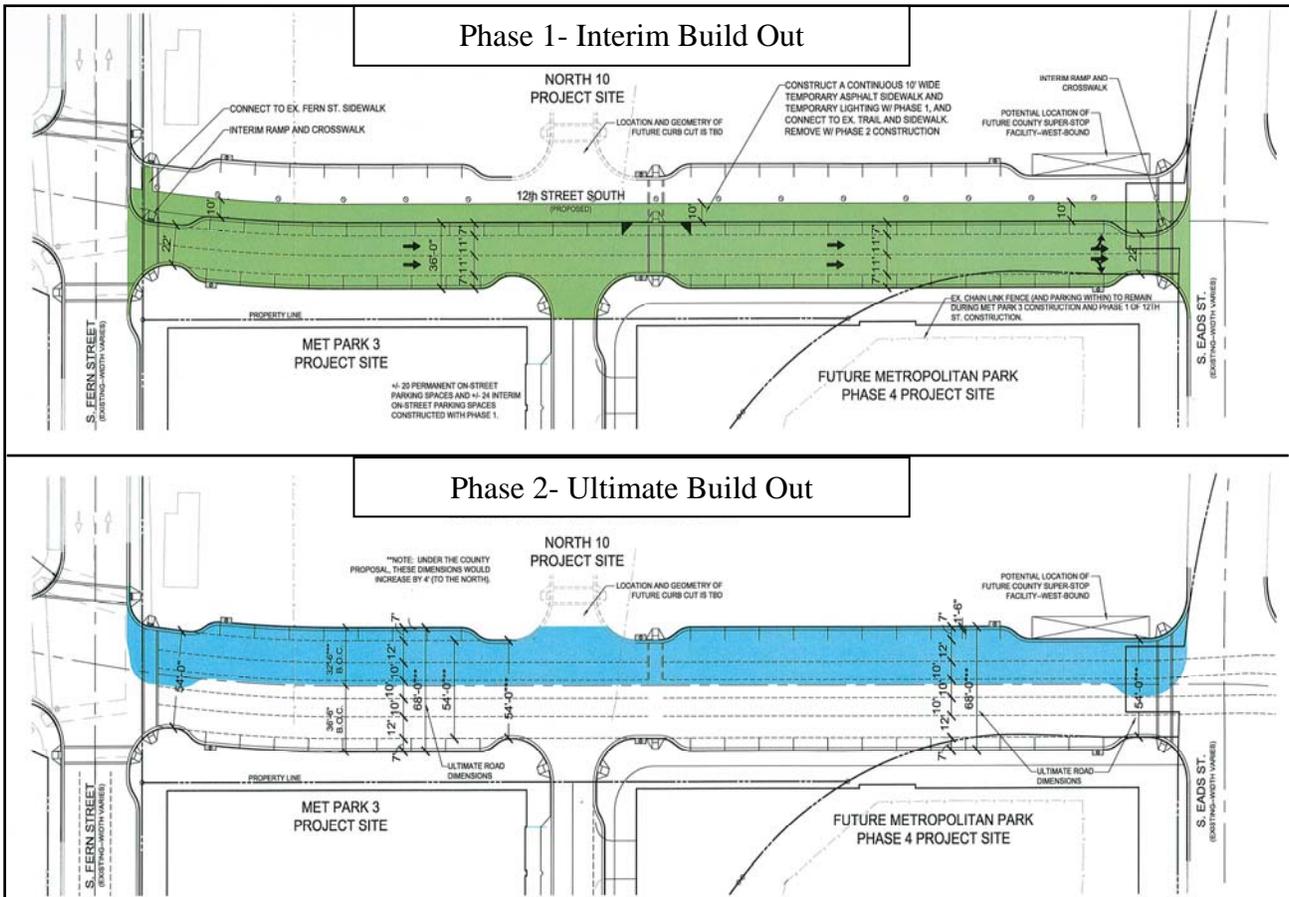
The number of affordable units required on site plan density above 1.0 FAR is 5 percent for on-site units, 7.5 percent for off-site units located within ½ mile of the project or within ½ mile of the nearest Metro Station if the project is located within a Metro Station area, or 10 percent for off-site units located elsewhere in the County. The estimated number of affordable units for each of these options is as follows:

- Estimated number of units for the on-site option is 17 units.
- Estimated number of units for the option to provide affordable units within ½ mile of the project site is 26 units.
- Estimated number of units for the option to provide affordable units elsewhere in the County is 35 units.

For site plan proposals accepted in the year 2008, as this one was, monetary contributions were calculated at the following rates: \$1.65 per square foot of gross floor area (GFA) for the first 1.0 FAR, plus \$4.40 per square foot of GFA from 1.0 to 3.0 FAR for residential use and \$4.40 per square foot of all GFA above 1.0 FAR for non-residential uses, plus \$8.81 per square foot of GFA above 3.0 FAR for residential use.

Staff estimates the cash contribution for the developer’s proposal at approximately \$2,809,000.

- 12th Street South: The construction of 12th Street South, from South Fern Street to South Eads Street, would be accomplished in two (2) phases, as shown in the image below. As part of the proposed site plan, the developer has agreed to construct Phase 1, “Interim Build Out”. Phase 2, “Ultimate Build Out”, would complete the improvements to this segment of 12th Street with redevelopment of Parcel 1D.



Phase 1 would include a 36-foot wide street cross section providing two (2) eastbound lanes and on street parking on both sides of the street. It represents approximately one-half of the total “Ultimate Build Out” of the street. Phase 2 would be constructed by either the future developer of Parcel 1D or by Arlington County with the construction of the Potomac Yard/Crystal City transit improvements. The final street cross section required for Phase 2 would be determined based on requirements for future transit operations along 12th Street South. The center line alignment of 12th Street South, as shown in the figure, would provide a smooth transition at the intersections of South Fern Street and South Eads Street on 12th Street South.

The *Metropolitan Park Design Guidelines* specify that a portion of 12th Street South be constructed with Phases III and IV; however, the *Design Guidelines* do not identify a center line for the street. The appropriate location of 12th Street South, between South Fern Street and South Eads Street, was determined during the public review of the proposed site plan. This entire segment of the 12th Street right-of-way, however, is located off site on property owned by a party other than the applicant. Throughout the public review process, the two parties (applicant and off site owner) have worked together to ensure that the “Interim Build Out” of 12th Street South could be achieved in conjunction with the proposed site plan. To ensure construction of the Phase 1 12th Street improvements, the applicant has agreed to Condition #79, that requires dedication of an “Easement for Public Street and Utilities Purposes” to the County prior to the issuance of the Footing to Grade permit. The owner of Parcel 1D is currently exploring ways that the density associated with the 12th Street easement could be reserved – either through density credit provisions outlined in Section 36.L. of the Zoning Ordinance or through a PDSP Amendment. The County would require the right-of-way for 12th Street South to be dedicated in fee with the approval of a site plan on Parcel 1D.

- **Community Benefits:** The major public benefits associated with the phased Metropolitan Park residential development are a network of new public streets and over two (2) acres of public park space. With the completion of Metropolitan Park Phase 3, a majority of the Metropolitan Park Development’s streets and park areas would be provided. The Phase 3 final site plan’s community benefits would include and not be limited to the following:
 - Construction of sidewalk and an interim 36-foot wide 12th Street South, from South Eads to South Fern Streets, including an interim 10-foot wide sidewalk with lighting on the north side of 12th Street South, off site on land owned by the adjacent property owner.
 - Construction of street and sidewalk improvements on South Fern, Elm, Fair and 13th Streets, and 12th Road South.
 - Contributions toward Transportation Demand Management, including Arlington County Commuter Services and provision of SmarTrip cards to residential tenants, and retail tenants’ and property management’s employees.
 - Provision of a 1/3 acre public park, resulting in the completion of approximately 2/3 of Metropolitan Park’s public park.
 - Affordable Housing Contribution.
 - LEED Certified Residential Building, with a minimum of 28 points as outlined in the LEED Scorecard.
 - \$75,000 Public Art Contribution.
 - Utility Fund Contribution.

Community Process:

- Site Plan Review Committee: The Site Plan Review Committee has met on three occasions to review the site plan proposal. The meetings occurred on November 10, 2008; December 8, 2008; and January 5, 2009.
- Transportation Commission Recommendation: At its February 5, 2009 meeting, the Transportation Commission voted unanimously to approve the final site plan proposal.

Planning Commission Recommendation: At the February 11, 2009 carryover meeting of the February 9, 2009 Planning Commission hearing, the Commission voted to unanimously approve the final site plan proposal, with the following additional provisions:

- The applicant should work with staff to increase the LEED score. The applicant agreed to consider achieving additional credits as build out occurs.
- Conditions should be added to the staff report to address ADA and universal design. Conditions #80 and 81, respectively, were added to the staff report to address those elements.
- Staff should report to the County Board on whether an additional condition regarding remediation is necessary. Arlington County relies on the VDEQ and its voluntary remediation program to ensure that properties comply with state standards. The program has both the technical expertise and recourses required to represent the interests of the County and its citizens with regard to remediation of sites. With the exception of unique sites such as the Davis Tract related to the Potomac Yard PDSP, and the Monument View Site Plan which is located in the North Tract area between 6th and 10th Streets South, staff does not believe the addition of a condition is warranted, given the County's relationship with the VDEQ. Furthermore, a site analysis and remediation plan would be required by the developer's lenders and the applicant has indicated that it intends to comply with VDEQ standards.

CONCLUSION: The applicant has worked to implement very closely the concepts, standards, and details of the *Metropolitan Park Design Guidelines*. The result is an attractive building that possesses its own design yet relates well to the Metropolitan Park Phase 1 and Phase 2 buildings. This phase of Metropolitan Park would also result in the construction of a major public benefit for the Pentagon City area – a new 12th Street South connection between South Fern and South Eads Streets. The applicant has also agreed to provide a new polling location within the Phase 4 residential building. An associated report to permit up to 100,000 square feet of ground floor retail within the Metropolitan Park Development on Parcel 3 of the Pentagon City PDSP, is proposed to be heard concurrent with this proposal. For these reasons, among others, the proposed site plan would promote and protect the public health, safety, and welfare. Staff therefore recommends that the County Board approve the site plan request, subject to the following conditions:

- **The following Conditions of site plan approval (#1 through #14) are valid for the life of the site plan and must be met by the developer before issuance of the Clearing, Grading and Demolition Permit.**

1. **Site Plan Term**

The developer (as used in these conditions, the term “developer” shall mean the owner, the applicant and all successors and assigns) agrees to comply with the standard conditions set forth below and as referenced in Administrative Regulation 4.1 and the revised plans dated January 21, 2008 and reviewed and approved by the County Board and made a part of the public record on February 21, 2009, including all renderings, drawings, and presentation boards presented during public hearings, together with any modifications proposed by the developer and accepted by the County Board or vice versa.

This site plan approval expires three (3) years after the date of County Board approval if a building permit has not been issued for the first building to be constructed pursuant to the approved plan. Extension of this approval shall be at the sole discretion of the County Board. The owner agrees that this discretion shall include a review of this site plan and its conditions for their compliance with then current County policies for land use, zoning and special exception uses. Extension of the site plan is subject to, among other things, inclusion of amended or additional site plan conditions necessary to bring the plan into compliance with then current County policies and standards together with any modifications proposed by the owner and accepted by the County Board or vice versa.

2. **Pre-Construction Meeting**

The developer agrees to coordinate and conduct a pre-construction meeting in a County office building prior to the issuance of any permits for the site plan. The meeting participants shall include the developer and its construction team, and relevant County staff. Relevant County staff will include the following personnel and division representatives: DCPHD Site Planner, Arlington County Police, Code Enforcement, Department of Environmental Services (DES) Transportation Planner, Department of Parks, Recreation and Community Resources (DPRCR) site plan liaison, Landscape Plan team, Arlington Economic Development (AED), green building staff contact, WalkArlington staff, Housing Division, and other departments as determined by the County Manager. The developer agrees to notify the above meeting participants of the meeting time and location at least two weeks in advance. The purpose of the pre-construction meeting is to discuss the requirements of the site plan conditions.

Tree Protection and Replacement

3. **Intentionally Omitted.**

~~a. The developer agrees to complete a tree survey, which shows existing conditions of the site and locates and identifies all trees which are four (4) inches in diameter or greater. The survey shall include any tree on adjacent sites whose dripline extends onto the subject site.~~

~~b. The developer agrees to file and implement a tree protection plan which will designate any trees proposed to be saved by the developer. Trees designated to be saved on the tree protection plan, or those specified to be saved by the approved site plan and shown on any filing in connection with this case, will be protected. This~~

~~plan shall include any tree on adjacent sites whose dripline extends onto the subject site. The tree protection plan shall be developed by a certified arborist or other horticultural professional with a demonstrated expertise in tree protection techniques on urban sites and shall be submitted and approved, and found by the County Manager to meet the requirements of this site plan, before the issuance of the Clearing and Grading or Demolition Permit.~~

- ~~e. Upon approval of the tree protection plan the developer agrees to submit to the Department of Parks, Recreation, and Cultural Resources (DPRCR) a performance bond estimate for the trees to be saved. Upon approval of the performance bond estimate by the DPRCR, the developer agrees to submit to the DPRCR a performance bond, in the approved amount of the estimate, and the approved tree protection plan, which bond shall be executed by the developer in favor of the County before the issuance of the Final Building Permit. Prior to the release of the public improvement bond, the developer agrees to submit to the DPRCR as built drawings showing the location of all saved trees.~~
- ~~d. The Developer agrees that any tree proposed to be saved on the tree protection plan or other filing shall be saved. At a minimum, this plan shall include:~~
- ~~(1) — A site grading plan at two (2) foot intervals, including the location of all proposed improvements and utilities.~~
 - ~~(2) — Detailed specifications for any tree walls or wells proposed.~~
 - ~~(3) — A description of how and where building materials and equipment will be stored during construction to ensure that no compaction occurs within the critical root zone of the trees to be saved.~~
 - ~~(4) — Identification of tree protection measures and delineation of placement of tree protection.~~
 - ~~(5) — Any tree required to be saved pursuant to this condition, which dies (any tree which is 30% or more dead as determined by the County's Urban Forester shall be considered to have died) prior to, or within ten (10) years of, the issuance of the Master Certificate of Occupancy shall be removed and replaced by the developer at his expense with the number of major deciduous and evergreen trees consistent with the Tree Replacement Guidelines and which meet the minimum size and other requirements of Condition #15 below, provided, however, that replacement as specified in this subparagraph (3.d.5) does not relieve the developer of any violation resulting from the failure to save identified trees.~~
 - ~~(6) — The location of all construction trailers shall be approved either by Administrative Change approval or be shown on the Tree Protection Plan, with the construction staging's location and travel routes shown on a map~~

~~approved as part of that plan. All trailers proposed to be located in the public right of way shall require approval by DES and Zoning staff, and the site plan's Arlington County Police representative shall receive a copy of the aforementioned map.~~

- ~~e. In addition to saving identified trees, the developer also agrees to replace all trees shown on the Tree Survey that are removed as a result of the new construction in accordance with the Arlington County Tree Replacement Guidelines. The developer agrees to submit tree replacement calculations and a tree replacement plan in accordance with the Arlington County Tree Replacement Guidelines. The tree replacement calculations shall be developed by a certified arborist or other horticultural professional with a demonstrated expertise in assessing the condition of trees. Any replacement trees shall conform to the standards and specifications set forth in Condition #15a below and any replacement trees that cannot be accommodated on site will be provided in a monetary amount to the Tree Canopy Fund coordinated with Arlington County's Department of Parks and Recreation. The developer agrees to submit and obtain approval of this plan by the County Manager as part of the final landscape plan.~~
- f. ~~Per Condition #3.e above, the developer agrees to make a contribution to the County's Tree Canopy Fund of at least \$2,400.00 per tree, or a greater amount specified by the County Board, for every tree that cannot be planted on site. The contribution shall be required when tree planting requirements cannot be met on the property. The payment shall be delivered to the Department of Parks and Recreation Office prior to the issuance of the Excavation/Sheeting and Shoring Permit, and evidence of compliance with this condition shall be provided to the Zoning Administrator in the form of a letter at the time of payment. If the contribution is made more than 12 months after site plan approval, the contribution amount will be increased by the same percentage as the percentage change in the Consumer Price Index (CPI-U) from the date of initial County Board approval of the site plan to first day of the month on which the contribution is made.~~

4. **Photographic Record of Development**

The developer agrees to produce and submit to the Zoning Administrator a photographic record of development, starting with a record of the site as it appears before demolition is begun, including photographic records during construction, and ending with a photographic record of the development as it appears after completion of construction. These photographs shall comply with the following specifications:

All photographic records shall be taken using black and white film. Submission of a photo contact sheet and 8" x 10" prints on photographic paper shall be the minimum acceptable standard. Color photographs on compact disc must be submitted in addition to black and white photographs and the photo contact sheet at the end of the project prior to the issuance of the Master Certificate of Occupancy.

The photographic record shall include photos taken at the following points in construction, and photos shall be submitted as taken:

- a. Before Clearing, Grading and Demolition of the site (shall be submitted before issuance of the Clearing, Grading and Demolition Permit)—Views of north, south, east and west facades, as location permits, of buildings to be demolished, as well as at least one photo of the site before any clearing or grading including the existing physical relationship with adjacent buildings and streets. The photographic record shall also include all historic aspects of the facades of the building to be demolished, consistent with the requirements described in Condition #54 below.
- b. Site Clearance (shall be submitted before issuance of the Footing to Grade Permit)—Views of cleared site facing north, south, east and west, as location permits, with adjacent buildings and streets included.
- c. Construction Phase (shall be submitted before issuance of the Shell and Core Certificate of Occupancy Permit)—At a minimum, views of the site: during excavation, upon completion of the first floor above grade, at topping out, and during the exterior cladding phase.
- d. Site Completion (shall be submitted before issuance of the Master Certificate of Occupancy)—North, south, east and west facades of completed building or buildings, as well as at least one view of completed project in context of adjacent buildings and streets.

The photographic records for which no time is specified above, including the completed compact disc with the entire photographic history, shall be delivered to the Zoning Administrator, before the issuance of a Master Certificate of Occupancy for placement in the County archives.

Utility Fund Contribution

5. In addition to funding and constructing the utility undergrounding work, the developer agrees to contribute in the amount specified in Site Plan conditions to the County utility fund before the issuance of the Building Permit or prorated consistent with an approved phasing plan for the development. The total utility fund contribution for this site is \$104,500 (\$50,000 x 2.09 acres). These funds may, but need not, be used by the County for the purpose of providing the undergrounding of utilities along the properties which are not redeveloping in this undergrounding district. If the area of the site plan is subdivided, the contribution to be made by each owner shall be based proportionally on the amount of site area allocated to each subdivided parcel. The contribution, if not obligated by the County to pay for utility undergrounding projects within 10 years from the date of payment, will be refunded without any accrued interest to the development owners of record at the time of any refund.

Plan for Temporary Circulation During Construction

6. The developer agrees to develop and implement (after approval) a plan for temporary pedestrian and vehicular circulation during construction. This plan shall identify temporary sidewalks, interim lighting, fencing around the site, construction vehicle routes, and any other feature necessary to ensure safe pedestrian and vehicular travel around the site during construction. Exceptions may be made only during an emergency as defined below, during actual demolition, and for such limited periods as are unavoidable for utility upgrades. The developer agrees to submit this plan to, and obtain approval of the plan from, the County Manager as meeting these standards, before the issuance of the Clearing, Grading and Demolition Permit. The developer agrees to provide a copy of the approved plan to the appropriate civic associations. The County Manager may approve subsequent amendments to the plan, if consistent with this approval.

The developer agrees, during the hours of construction, to provide “flagmen” to assist in the direction of traffic along or around a street any time that any driving lane of such a street is partially or fully blocked due to temporary construction activities. In addition, the developer agrees to notify the appropriate civic associations and all abutting property owners, including all owners of the Pentagon Centre PDSP, in writing (or, by mutual agreement, by e-mail) at least seven calendar days in advance of any street closure, except in the case of an emergency, of more than one hour duration on any street. “Emergency” street closures may include, but not be limited to, those relating to rupture or potential rupture of a water or gas main, insecure building façade, or similar unforeseeable public danger. “Emergency” street closures shall not include closures for setting up or dismantling of a crane, exterior building construction, materials deliveries, or utilities work, or similar situations.

Where county street lighting has been removed *or disconnected* due to construction and not yet replaced *or reconnected*, the developer agrees to maintain lighting around the perimeter of the site between the start of construction and completion of the project. The lighting shall be designed to illuminate the temporary pedestrian walkways and roads around the perimeter of the site. The developer may do this by means of overhead lights (e.g. “cobra head” lights) that meet the lighting standards for Arlington County streets, or by stringing lamps of the kind used in “used car” lots or similar along sidewalks and streets along the perimeter of the site. If lighting is accomplished by the latter, such lighting shall be with 75 watt bulbs (or approximate equivalent) placed no more than 25 feet apart and 6 to 10 feet high. Lighting shall be turned on between dusk and dawn 7 days a week. Any high-intensity overhead lighting, such as lighting placed on construction cranes, shall be used only during construction hours (except lower levels after hours for safety and security reasons), and shall be placed so as not to directly illuminate residential dwellings or be a nuisance to neighboring property owners. For purposes of this condition, “completion of the project” shall mean the time when the County standard lighting fixtures are in place and operational around the perimeter of the site.

The developer agrees to maintain street surfaces adjacent to the site in a clean, smooth condition devoid of potholes at all times during the construction period. Whenever a

significant portion of an adjacent road surface is disturbed for reasons relating to the construction, including utility work, the developer agrees to repair promptly the disturbed portion(s) of pavement with hot patching to return the road surface to a clean, smooth condition. Additionally, the developer will replace any temporary or cold patch pavement with hot patching to return the road surface to a smooth, clean condition matching the appropriate contour of the street within 30 days or when weather permits such repairs, whichever comes first. The developer agrees to insure that the road surface is promptly repaired regardless of whether the excavation work or other damage to the road surface was done by the developer, the developer's contractors, or private utility companies. The developer agrees to make reasonable efforts to schedule construction work so that digging in the street surfaces will not occur during the winter months. However, if the road surface is disturbed during the winter months, the developer may temporarily restore the road surface using cold patching and then hot patch the disturbed surface at the earliest opportunity when weather conditions permit. If cold patching is used, it shall be properly maintained and resurfaced as necessary to maintain a clean, smooth road condition. The term "significant portion of a road" is understood to include, but not be limited to, a cut in the road surface that exceeds 10 feet in length or 100 square feet in size. This condition is in addition to any other conditions in this site plan and any County requirements relating to reconstruction and repaving of streets at the completion of construction.

On the north side of 12th Street South between South Fern and South Eads Streets, the developer agrees to construct and maintain a 10-foot wide temporary pedestrian asphalt walkway with temporary lighting, connecting South Fern Street and South Eads Street, as shown in final engineering plans, prior to the issuance of the Clearing, Grading and Demolition Permit. The temporary lighting must provide between 1 and 2 foot candles of light along the entire length of the path. Should the temporary lighting not meet County standards, the developer shall maintain the temporary lighting until it is removed. The Developer agrees to mark and sign the walkway/path as a multi-purpose trail for use by pedestrians and bicyclists.

The developer agrees to maintain the lighting along the exterior wall of the existing buildings, along the north side of the buildings, adjacent to the existing pedestrian path, until the issuance of the Clearing, Grading and Demolition Permit.

Residential Relocation

7. ~~**Intentionally Omitted.** The developer agrees to coordinate with the Arlington County Relocation Program Coordinator in order to provide each rental household living in either an apartment unit or a single family dwelling which is displaced by the construction of this site plan, except those who sign initial leases for a unit in the project after the date of this site plan approval, with at least the following:~~
 - a. ~~—A minimum of 120 days written notice to vacate.~~

- b. ~~Relocation payments, in accordance with the *Arlington County Tenant Relocation Guidelines* adopted by the County Board and in effect on the County Board date identified in Condition #1.~~
- c. ~~Relocation services in accordance with the *Arlington County Tenant Relocation Guidelines* adopted by the County Board and in effect on the County Board date identified in Condition #1.~~

~~If the developer decides to limit relocation benefits to persons who executed initial leases before adoption of the site plan, the developer agrees to notify, in writing, any tenant moving in after the date that the site plan is approved of his/her ineligibility for relocation payments and services. Any tenant who has not signed a waiver of rights to relocation assistance must receive the assistance. In cases where State law requires 120-day notice to vacate (displacement from multi-family buildings containing four or more units), notice cannot be waived, but the lead time for such notice may be reduced by mutual agreement in writing. Evidence of compliance with this condition shall be provided to the Zoning Administrator before the issuance of the Clearing, Grading and Demolition Permit.~~

Retail Relocation

8. **Intentionally Omitted.** ~~The developer agrees to coordinate with the Department of Economic Development in order to provide the following relocation assistance to all retail tenants under lease as of the date of the approval of the proposed site plan:~~
 - a. ~~The developer agrees to keep all retail tenants informed of the redevelopment schedule by providing periodic updates with regard to material changes in the development program for the site, including the phasing of the project, anticipated schedules for eviction, construction and occupancy, and any anticipated material impacts on the tenants while they remain on the site, such as test borings, construction signs and fencing, asbestos removal, disruptions to customer parking and pedestrian paths, and the like.~~
 - b. ~~The developer will assist the County to make available to all retail tenants, either directly or through the developer, information on available commercial space in the County, business counseling services and appropriate business courses.~~
 - c. ~~The developer agrees to cooperate with the retail tenants by referring tenants who so request to private sources of professional assistance in regard to lease negotiation (i.e., understanding lease terms, trends and negotiation strategy), space planning and other related sources of help.~~
 - d. ~~Except for provisions in any lease to the contrary, the developer agrees to maintain the site, structures and systems in good repair and in a businesslike appearance until the last retail tenant vacates or until the notice to vacate expires, whichever comes first.~~

~~e. The developer agrees to show compliance with the terms of this condition to the Zoning Administrator before the issuance of the Clearing, Grading and Demolition Permit.~~

Compliance with Federal, State and Local Laws

9. The developer agrees to comply with all federal, state and local laws and regulations not modified by the County Board's action on this plan and to obtain all necessary permits. In addition, the developer agrees to comply with all of the agreed-upon conditions approved by the County Board as a part of this site plan approval. The developer specifically agrees that the County has the authority to take such actions as may be necessary, to include the issuance of a stop work order for the entire project, when the developer is not in compliance with the agreed-upon conditions. Further, temporary Certificates of Occupancy will not be issued without approval by the Zoning Administrator.

Post-County Board 4.1 Filing

10. The developer agrees to file four copies of a site plan and the tabular information form, and digital copies on compact disc in JPEG, PDF, and DXF formats, which complies with the final approval of the County Board and with Administrative Regulation 4.1, with the Zoning Administrator within 90 days of the County Board approval and before the issuance of the Clearing, Grading and Demolition Permit.

The developer agrees to include on the post-4.1 plans details regarding existing traffic signal system infrastructure, e.g., poles, meters, controller cabinets, and to indicate on the plans if any part of the system will be moved and to where it is proposed to be moved.

The developer agrees to convene and participate in a meeting with pertinent County staff to address requirements of the site plan approval.

The developer also agrees that no changes to the approved post-4.1 plans can take place in the field. All post-4.1 plan changes must be approved by the lead DCPHD contact for the site plan.

Community Liaison and Activities During Construction

11. The developer agrees to comply with the following before issuance of the Clearing, Grading and Demolition Permit and to remain in compliance with this condition until the Master Certificate of Occupancy is issued.
- a. The developer agrees to identify a person who will serve as liaison to the community throughout the duration of construction. This individual shall be on the construction site throughout the hours of construction, including weekends. The name and telephone number of this individual shall be provided in writing to residents, property managers and business owners whose property abuts the site, and to the Zoning Administrator, and shall be posted at the entrance of the project.
 - b. Before commencing any clearing or grading of the site, the developer shall hold a

community meeting with those whose property abuts the project to review the construction hauling route, location of construction worker parking, plan for temporary pedestrian and vehicular circulation, and hours and overall schedule for construction. The Zoning Administrator and the Arlington County Police representative must be notified once the community meeting dates/times are established. The developer agrees to provide documentation to the Zoning Administrator of the date, location and attendance of the meeting before a Clearing, Grading and Demolition Permit is issued. The developer agrees to submit to the Zoning Administrator two (2) sets of plans or maps showing the construction hauling route, construction worker parking and temporary pedestrian and vehicular circulation (one set of which will be forwarded to the Police). Copies of plans or maps showing the construction hauling route, construction worker parking and temporary pedestrian and vehicular circulation shall be posted in the construction trailer and given to each subcontractor and construction vehicle operator before they commence work on the project. The location of all construction trailers shall be approved either by Administrative Change approval or to be shown on the Tree Protection Plan, with the construction staging's location and travel routes shown on a map approved as part of that plan. All trailers shall require approval by DES staff, and the site plan's Arlington County Police representative shall receive a copy of the aforementioned map.

- c. Throughout construction of the project, the developer agrees to advise abutting property owners, including all owners of the Pentagon Centre PDSP, in writing of the general timing of utility work in abutting streets or on-site that may affect their services or access to their property.
- d. At the end of each work day during construction of the project, the developer agrees to ensure that any streets used for hauling construction materials and entrance to the construction site are free of mud, dirt, trash, allaying dust, and debris and that all streets and sidewalks adjacent to the construction site are free of trash and debris.
- e. The developer agrees that construction activity, except for construction worker arrival to the construction site and indoor construction activity, will commence no earlier than 7:00 a.m. and end by 9:00 ~~6:30~~ p.m. on weekdays and will commence no earlier than 10:00 a.m. and end by 6:30 p.m. on Saturdays, Sundays, and holidays. "Holidays" are defined as New Year's Day, Martin Luther King Day, Presidents' Day, Memorial Day, Independence Day, Labor Day, Columbus Day, Veterans' Day, Thanksgiving, and Christmas. Indoor construction activity defined as activity occurring entirely within a structure fully enclosed on all sides by installed exterior walls, windows, and/or doors shall end at midnight each day, and any such activity that occurs after 9:00 p.m. on weekdays or 6:30 p.m. on Saturdays, Sundays, and holidays shall not annoy or disturb reasonable persons of normal sensitivities. The developer agrees to place a minimum of one sign per street front around the construction site, indicating the permissible hours of construction, to place one additional sign within the construction trailer

containing the same information, to provide a written copy of the permissible hours of construction to all subcontractors, and to require its subcontractors to observe such hours.

- f. Storage of construction materials, equipment and vehicles shall occur on the site or an approved off-site location, or as approved by the County Manager.

C & D Waste

- 12. The developer agrees to provide a plan for diverting from landfill disposal the demolition, construction, and land clearing debris generated by the project. The plan should outline recycling and/or reuse of waste generated during demolition and/or construction. The plan should outline specific waste streams and identify the means by which waste will be managed (reused, reprocessed on site, removed by licensed haulers for reuse/recycling, etc.). ~~The plan must include letters from contracted haulers, reprocessors, and recyclers indicating that they are able to manage waste from the project.~~ The developer agrees to obtain the County Manager's approval of this plan prior to the issuance of the Clearing, Grading, and Demolition permit, and to implement the plan throughout demolition and construction of the project. Compliance with this condition may contribute to achieving Construction Waste Management LEED credits as outlined by the LEED green building rating system MR 2.1 and 2.2 (Construction Waste Management.) under which the building is registered with the USGBC.

Green Building Fund Contribution

- 13. ~~**Intentionally Omitted.** The developer agrees to make a contribution to the County's Green Building Fund of \$14,657 (\$0.03 X 488,577 square feet (total GFA)). The payment shall be made to the Department of Environmental Services prior to the issuance of the first Certificate of Occupancy Clearing, Grading, and Demolition Permit, and compliance with this condition shall be provided to the Zoning Administrator in the form of a letter at the time of payment. If the project achieves formal certification as a LEED Green Building from the U.S. Green Building Council within one year of issuance of the Master Certificate of Occupancy, the Green Building fund contribution shall be refunded upon receipt of written request, and documentation of LEED certification, by the applicant.~~

- 14. **Vacations and Encroachments**

Prior to the issuance by the County of any permit for development of the site plan, except for demolition permits solely for buildings and structures not owned by the County or located on property within which the County has an interest, the developer agrees to obtain approval of, and fulfill all required conditions of, all ordinances of vacation and/or ordinances of encroachment associated with and/or required to build the project, or any portion thereof, as depicted on the site plan referenced in Condition #1 of this Ordinance and in accordance with final site engineering plans for the project approved by the County. The satisfaction of the requirements of this condition may be phased (i.e., all ordinances of vacation or ordinances of encroachment associated with each approved phase of development must be enacted or obtained before issuance, by the County, of any permit for any work relating to, or necessary for, such phase, except for

demolition permits for buildings or structures, not owned by the County or located on property within which the County has a legal interest) provided that such phasing is approved by the County Manager as part of a phasing plan as set forth in Condition #68. Irrespective of any other conditions set forth herein, the developer agrees that no building, structure or utility of any type shall encroach upon, or interfere with, the use of any County property or the exercise by the County of any property right or interest, unless and until the developer, before any Excavation/Sheeting and Shoring Permit is issued, first has: a) obtained an ordinance of vacation or an ordinance of encroachment, enacted by the County Board, permitting such use, encroachment or interference; and, b) met all of the conditions of such ordinance(s).

- **The following Conditions of site plan approval (#15 through #31) are valid for the life of the site plan and must be met by the developer before issuance of the Excavation/Sheeting and Shoring Permit.**

15. **Coordination of these plans: final site development, landscape and site engineering**
The developer agrees to attach the County Board meeting minutes outlining the approved conditions and the conditions themselves to each set of Building Permit drawings that they submit to the County. The developer agrees to submit to the Zoning Administrator and obtain approval from the County Manager a detailed final landscape plan prior to issuance of the Excavation/Sheeting and Shoring Permit. The final landscape plan shall be submitted at a scale of 1 inch = 25 feet, in conjunction with the final civil engineering plan as required in Condition #18 below, as well as a vicinity map with major streets labeled. The final landscape plan shall be developed by, and display the professional seal of, a landscape architect certified to practice in the Commonwealth of Virginia. The developer further agrees that the final landscape plan and the final civil engineering plan shall verify, by means of survey, that there are no conflicts between the street trees and utilities. The developer shall obtain approval by the County Manager for both plans as meeting all requirements of the County Board's site plan approval and all applicable county laws and plans before the issuance of the Excavation/Sheeting and Shoring Permit. The plan shall be consistent with the conceptual landscape plan approved as a part of the site plan, and, at a minimum, shall conform to: the landscaping requirements in Conditions #16 and #21 below; the *Arlington County Streetscape Standards* if applicable; the *Metropolitan Park Design Guidelines (dated January 23, 2004 and incorporating revisions approved by the County Board on February 10, 2004)* and the *Metropolitan Park Project Booklet (November 12, 2003)*; ~~Sector Plans if applicable~~; the County's landscaping, planting, and sidewalk and driveway construction specifications; and/or other applicable urban design standards approved by the County Board. In order to facilitate comparison with the final civil engineering plan, the landscape plan shall be at a scale of 1 inch = 25 feet; the County may require more detailed plans appropriate to landscape installation at a larger scale to also be submitted. The County may permit minor changes in building, street and driveway locations and other details of design as necessitated by more detailed planning and engineering studies if such changes are consistent with the provisions of the Zoning Ordinance governing administrative approval and with the intent of the site plan approval. The landscape plan shall include a Street Tree Plan which shall be reviewed by DPRCR and DCPHD, and shall be

accompanied by the civil engineering plan. The installation of all plant materials shown on the final landscape plan shall take place before the issuance of the first Certificate of Occupancy for tenancy for the Phase 3 Metropolitan Park site plan, unless otherwise approved by the County Manager because the timing for issuance of the first Certificate of Occupancy does not coincide with a viable planting season as determined by the County Manager. The final landscape plan shall include the following details:

- a. The location and dimensions of traffic signal poles and control cabinets, utility meters, utility vaults and boxes, transformers, mechanical equipment, fire hydrants, standpipes, storm water detention facilities, bus stops, the location of all existing and proposed utility lines and of all easements. The location of traffic control cabinets shall be shown on the final civil engineering plan and placed so they do not obstruct pedestrian travel or be visually obtrusive. Traffic control cabinets (existing or proposed) shall not be located in the pedestrian clear zone of the public sidewalk, including but not limited to access areas to ADA ramps, crosswalks, building entrances, and interior walkways. Transformers shall not be placed above grade in the setback area between the building and the street.

The developer agrees to relocate existing traffic signal poles, traffic signal cabinets, and any other existing traffic-related items and equipment located on, or in the public right-of-way contiguous to, the development site as described below. The improvements shall conform to the DES Construction Standards and Specifications, and shall be shown on the final engineering plan. Installation of the improvements shall be completed prior to issuance of the first certificate of occupancy for the development. The developer agrees to install the following improvements:

- 1) The developer agrees at its sole cost and expense to design and construct all the necessary signal improvements, consistent with the requirements identified during final engineering review, at the intersection of South Fern Street and 12th Street South to support the ultimate build out of the of 12th Street, at locations consistent with the approved final engineering plan.
 - 2) The developer agrees at its sole cost and expense to design and construct all the necessary signal improvements, consistent with the requirements identified during final engineering review, at the intersection of South Eads Street and 12th Street South to support the ultimate build out of the of 12th Street, at locations consistent with the approved final engineering plan.
 - 3) The developer agrees to contribute \$16,000.00 to the County toward the installation of multi-space parking meters along the frontages adjacent to the site plan prior to the issuance of the first Certificate of Occupancy.
- b. Intake and exhaust garage ventilation grates may not be located within public sidewalks or streets, or within areas between the street curb and any building which is used as a walkway. The developer agrees to provide drawings showing how the garage will be ventilated as part of the post-County Board Administrative Regulation

- 4.1 drawings required in Condition #10 above. Ventilation grates located at grade shall be located and/or screened so as not to be visible from public rights-of-way. Ventilation louvers located on the façade of the building(s) shall have a decorative architectural treatment. The developer shall obtain approval from the County Manager of the location and screening of all ventilation grates as part of the review of the final civil engineering plan and the final landscape plan before issuance of the Footing to Grade Permit.
- c. The location, dimensions, materials, and pavement pattern, where applicable, for driveways and access drives, automobile drop-off areas, ADA ramps, driveway aprons, service drives, parking areas, interior walkways and roadways, plaza areas and sidewalks, as well as for address indicator signs. Interior walkways shall have a minimum width of four (4) feet. All plaza areas, access drives, automobile drop-off areas, interior walkways and roadways shall contain special treatments that coordinate in design, color and materials with the treatment of the public sidewalk. The materials and colors used are subject to approval by the County Manager according to Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004) and the Metropolitan Park Project Booklet (November 12, 2003)~~adopted Sector Plans~~ or other urban design standards approved by the County Board as a part of review and approval of the final landscape plan.
 - d. The location and types of light fixtures for streets, parking, walkway and plaza areas, and associated utilities, as contained in the lighting plan required in Condition #53 below.
 - e. Topography at two (2) foot intervals, ~~and~~ the finished first floor elevation of all structures, and top-of-slab elevation for any proposed underground structures.
 - f. Landscaping for open space areas, plaza areas, courtyards, raised planters (including cross-sections of raised planters), surface parking areas, and service drives, including a listing of plant materials; details of planting, irrigation and drainage; and details of proposed furnishings for all areas, including but not limited to dimensions, size, style(s), materials(s), finish(s) and manufacturer(s) of seating, drinking fountains, bollards, trash receptacles, dog waste dispenser/disposal stations, bike racks, arbors, trellises, and water features, and other landscape elements or structures. Include public art information, if known.
 - g. The location and planting details for street trees in accordance with Department of Environmental Services Standards and Specifications for planting in public rights-of-way and as shown on the final civil engineering plan.
 - h. The limits of demolition and construction.

The developer agrees that once approved, the final landscape plan shall govern construction and/or installations of elements and features shown thereon, except as

amendments may be specifically approved through an Administrative Change request.

Landscape Standards

16. The developer agrees that all landscaping shall conform to Department of Environmental Services Standards and Specifications and to at least the following requirements:
- a. Plant materials and landscaping shall meet the then-current American Standard for Nursery Stock, and shall also meet the following standards:
 - (1) Major deciduous trees (shade or canopy trees such as Oaks, Maples, London Plane Trees, Japanese Zelkovas, etc.) other than street trees—a minimum caliper of 4 to 4 1/2 inches, except as indicated in Condition #21 below.
 - (2) Evergreen trees (such as Scotch Pines, White Pines, Hemlocks, etc.)—a minimum height of 7 to 8 feet.
 - (3) Ornamental deciduous trees (such as Cherries, Dogwoods, Serviceberries, Hornbeams, etc.)—a minimum caliper of 3 to 3 1/2 inches. Multi-stem trees shall not be less than 10 feet in height.
 - (4) Shrubs—a minimum spread of 18 to 24 inches.
 - (5) Groundcover—in 2 inch pots.
 - b. The developer agrees to coordinate with the DPRCR urban Forester to determine an appropriate and acceptable season in which to conduct planting. Planting is to occur during a season so as to best ensure the viability of the plantings. In addition, the developer agrees to plant trees prior to issuance of the first Certificate of Occupancy Permit, unless otherwise approved by the County Manager because the timing for issuance of the first Certificate of Occupancy does not coincide with a viable planting season as determined by the County Manager.
 - c. All new lawn areas shall be sodded; however, if judged appropriate by the County Manager, based on accepted landscaping standards and approved in writing, seeding may be substituted for sod. All sod and seed shall be state certified.
 - d. Exposed earth not to be sodded or seeded shall be well-mulched or planted in ground cover. Areas to be mulched may not exceed the normal limits of a planting bed.
 - e. Soil depth shall be a minimum of four (4) feet plus 12 inches minimum of drainage material for trees and tall shrubs and three (3) feet for other shrubs. This requirement shall also apply to those trees and tall shrubs in raised planters. Soil depth for raised planters shall be measured from the bottom of the planter to the

top of the planter wall. The walls of raised planters shall be no higher than seat-wall height (2 1/2 feet, maximum) above the adjacent finished grade.

- f. Finished grades shall not exceed a slope of three to one or the grade that existed before the site work began.
- g. The developer agrees to maintain the site in a clean and well-maintained condition before the issuance of the Clearing, Grading and Demolition Permit and agrees to secure and maintain the site throughout the construction and phasing process. Further, the developer agrees to submit a maintenance agreement which shall ensure that all plaza areas and other landscaped areas located on private property are kept in a clean and well-maintained condition for the life of the site plan and to follow the terms of that maintenance agreement approved for that purpose by the Zoning Administrator, as required in Section 32A of the Zoning Ordinance.
- h. The developer agrees to notify the DPRCR Urban Forester at least 72 hours in advance of the scheduled planting of any street trees in the public right-of-way and to be available at the time of planting to meet with staff of DPRCR to inspect the plant material, the tree pit and the technique of planting. Soil used in the tree pit must meet the specifications for street tree planting available from the DPRCR Urban Forester.

Utility Company Contacts

- 17. The developer agrees to contact all utility companies, including the electric, telephone and cable television companies, and offer them access to the site at the time of utility installation to install their underground cables. In order to comply with this condition the developer agrees to submit to the Zoning Administrator copies of letters from the developer to the utility companies offering them access as stated above for each phase of the project. The developer agrees to also contact the Development Services Bureau Chief, Transportation Division of the Department of Environmental Services in Arlington County not less than two (2) months prior to its planned commencement of utility undergrounding for each phase of the project to offer the County, at no cost to the County, access to the locations where the developer plans to excavate trenches or similar areas to install underground utilities so the County may install its fiber optic cable and/or conduit in those places concurrently with the developer's utility installation. Such access, and the terms and conditions under which access to the site will be provided and the undergrounding activities of the County and the developer will be coordinated, shall be set forth in an agreement approved by the County Manager and the County Attorney.

Final site engineering plan approval by DES

- 18. The developer agrees to submit final site engineering plans to the Department of Environmental Services. The plans shall include a receipt from the Zoning Office that the landscape plan has been accepted. Staff comments on the final engineering plans will not be provided to the developer without submission of the landscape plan to the Zoning Office. The plans shall be drawn at the scale of 1 inch = 25 feet and be 24 inches by 36 inches in size. Neither the Excavation/Sheeting and Shoring permit nor the first Building

Permit shall be issued until final site engineering plans which agree with the approved final site development and landscape plans, and the sequence of construction, has been approved by the Department of Environmental Services and the CPHD Site Planner, as consistent with all site plan approval requirements and all County laws. To ensure final sign-off, the plans shall include CPHD Site Planner review and signature blocks. Upon completion of the construction of a project, the developer agrees to submit one (1) set of as-built mylar plans for sanitary, storm sewer and water main construction to the Department of Environmental Services for recording.

Pavement, Curb and Gutter Along All Frontages

19. The developer agrees to show on the final engineering plans pavement, curb and gutter along all frontages of this site in accordance with the then-current Arlington County Standard for concrete curb and gutter and the then-current standards for pavement and according to the following dimensions. The pavement, curb and gutter shall be constructed prior to issuance of the first Certificate of Occupancy for occupancy of the applicable phase of the project.

- a. **South Fern Street:** Construct a 49-foot wide cross-section between face of curb on the east and west sides, providing one 10-foot wide travel lane in each direction a 10-foot right-turn lane (west side of the street) an alternating 10-foot left-turn lane a 7.5-foot wide (including gutter) parking lane (east side of the street) and a 1.5-foot wide section of gutter on the west side of the street, as shown on the final engineering plan approved by the County Manager, or his designee.

The developer agrees to construct standard nubs narrowing the street section to 43-feet along South Fern Street at the intersections with 13th Street South (north side) and 12th Street South (south side).

The developer agrees to provide a standard crosswalk and resulting curb ramps across South Fern Street at the intersection with 12th Street South, as shown on the final engineering plan.

- b. **South Elm Street:** Construct a 34-foot wide cross-section between face of curb on the east and west sides, providing one 12.75-foot travel lane in each direction and a 7-foot wide (including gutter) parking lane (east side of the street) and a 1.5-foot wide section of gutter on the west side of the street, as shown on the final engineering plan approved by the County Manager, or his designee.

The developer agrees to construct standard nubs narrowing the street section to 28.5-feet along South Elm Street at the intersections with 13th Road South (north side) and 12th Street South (south side).

The developer agrees to provide brick or concrete paver crosswalks and resulting curb ramps across South Elm Street at the intersection with 12th Street South (south side), and at the intersection of 12th Road South (north and south sides), as

shown on the final engineering plan.

- c. **South Fair Street:** Construct a 27-foot wide cross-section between face of curb on the east and west sides, providing one 20-foot wide (including gutter) travel lane and a 7-foot wide (including gutter) parking lane (west side of the street) as shown on the final engineering plan approved by the County Manager, or his designee.

The developer agrees provide brick or concrete paver crosswalks and resulting curb ramps across South Fair Street at the intersection with 13th Street South (north side), as shown on the final engineering plan.

- d. **12th Road South:** Construct a 27-foot wide cross-section between face of curb on the north and south sides, providing one 20-foot wide (including gutter) travel lane and a 7-foot wide (including gutter) parking lane (north side of the street) as shown on the final engineering plan approved by the County Manager, or his designee.

The developer agrees provide brick or concrete paver crosswalks and resulting curb ramps across 12th Road South at the intersection with South Elm Street (east and west sides) and mid block between the building entrance and the park, as shown on the final engineering plan.

- e. **12th Street South:** Construct a 36-foot wide cross-section between face of curb from South Fern Street to South Eads Street, providing two 11-foot wide eastbound travel lanes, a 7-foot wide (including gutter) parking lane (north side of the street), a 7-foot wide (including gutter) parking lane (south side of the street) as shown on the final engineering plan approved by the County Manager, or his designee.

The developer agrees to construct standard nubs narrowing the street section to 30.5-feet along 12th Street South at the intersections with South Fern Street (east side), South Elm Street (east and west sides) and South Eads Street (west side).

The developer agrees to provide a standard crosswalks and resulting curb ramps across 12th Street South at the intersection with South Fern Street (west side) and at the intersection with South Eads Street (east side), as shown on the final engineering plan.

All improvements to curb, gutter, sidewalks and streets for pedestrian and/or vehicular access or circulation shall be in full compliance with the Americans with Disabilities Act (ADA) and any regulations adopted thereunder, as well as any other applicable laws and regulations. The developer further agrees that all improvements to curb, gutter, sidewalks, crosswalks, and streets for pedestrian and/or vehicular access or circulation shall be as determined by the County Manager on the final Site Development and Landscape Plan and on the final Site Engineering Plan, in accordance with *the*

Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004) and the Metropolitan Park Project Booklet (November 23, 2003) or other applicable urban design standards in effect at the time of final Site Engineering Plan Approval; provided, however, that the provision of such improvements shall not increase the projected cost anticipated for such improvements as shown on the site plan drawings dated January 21, 2009 unless the County provides additional funding to offset such increased cost.

Survey Monuments

20. The developer shall submit a boundary survey of the site, with an error of closure within the limit of one (1) in twenty thousand (20,000), related to the Virginia Coordinate System of 1983 (VCS 83). Two (2) adjacent corners or two points on every plan sheet shall be referenced to the VCS 83 with coordinate values shown in feet. If a conversion from meters to feet is necessary, the foot definition used for conversion is the U.S. Survey Foot of 1 ft = 1200/3937 E+00 meters. If the development is located more than one-half mile from an Arlington County Survey Control Network (ACSCN) monument, the developer shall utilize a Virginia Licensed Land Surveyor to establish a permanent second order accuracy (or higher) survey control monument. The surveyor shall comply with standards and specifications contained in the current VDES Survey Manual. The surveyor will be required to submit his or her computations to the Office of the County Surveyor for inclusion into the ACSCN. Plans referenced to the VCS 83 shall be annotated as follows: "The site shown hereon is referenced to the Virginia Coordinate System of 1983 as computed from a field survey which ties this boundary to the Arlington County Survey Control Network."

Sidewalk Design and Improvements

21. The developer agrees that the final sidewalk pattern/design and final selection of materials and colors to be used shall be as determined by the County Manager on the final landscape plan and final civil engineering plan, in accordance with the Arlington County Streetscape Standards, the Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004), or other applicable urban design standards approved by the County Board and in effect at the time of the final landscape plan approval. The clear pedestrian zone of all public sidewalks shall also be indicated.

The sidewalk clear zones along the street frontages of this development shall be consistent with the Arlington County Streetscape Standards, or as approved in the final engineering plan, and shall be placed on a properly-engineered base approved as such by the Department of Environmental Services. The developer agrees that the clear pedestrian zone sidewalk shall:

- a. Continue across all driveway aprons for loading and garage entrances along all frontages of the site plan, and there shall be no barriers to impede the flow of pedestrian traffic.
- b. Not be less than six feet wide at any point.
- c. Allow encroachments by sidewalk cafes only in accordance with Condition # 67

- and under the provisions of the Arlington County Streetscape Standards.
- d. Allow pinch-points only under the provisions of the Arlington County Streetscape Standards.
 - e. Use plain, un-tinted concrete or, subject to approval, an integral tint that harmonizes with its setting. Non-standard materials or surface treatments may be used subject to approval and under the provisions of the Arlington County Streetscape Standards.
 - f. Not contain joints or use patterns that create gaps of ¼-in depth or greater at spacings of less than 30.”

The developer further agrees to construct the sidewalk improvements detailed below prior to the issuance of the first Certificate of Occupancy for occupancy of the applicable phase of the project.

The sidewalks shall contain street trees placed in either tree pits, tree grates or planting strips, consistent with the Standards for Planting and Preservation of Trees in Site Plan Projects, and as specified below. Placement, planting and root enhancement options shall be consistent with the Standards for Planting and Preservation of Trees in Site Plan Projects, and as specified below. Street trees shall not be placed within the vision obstruction area. All public walkways shall be constructed to County Standard. The developer, or any subsequent owner, also agrees to maintain and replace the street trees and sidewalks for the life of the site plan. The sidewalk sections and street tree species shall be as follows:

South Fern Street– A minimum 17.50 feet wide sidewalk measured from the back of curb maintaining an 11-foot wide clear sidewalk, and including 5 feet by 12 feet tree pits. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hypericum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb. (Adjacent to sidewalk cafés along South Fern Street a minimum of 8-feet of clear sidewalk shall be provided.)

South Fair Street - A minimum 15 feet wide sidewalk measured from the back of curb on the west side maintaining a 9.33-foot wide clear sidewalk, and approximately a 15.66-foot wide sidewalk measured from back of curb on the east side with a 10-foot wide clear sidewalk, including 5 feet by 12 feet tree pits on both sides. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hypericum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb.

12th Road South - A minimum 15 feet wide sidewalk measured from the back of curb on the north side maintaining a 9.33-foot wide clear sidewalk, and approximately a 15.66-wide sidewalk measured from the back of curb on the south side with a 10-foot wide clear sidewalk, including 5 feet by 12 feet tree pits on both sides. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hupericaum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb.

South Elm Street - A minimum 15 feet, 2 inches wide sidewalk measured from the back of curb on the west side with a 9-foot, 6-inch wide clear sidewalk, including 5 feet by 12 feet tree pits. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hupericaum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb.

From 12th Street South to 12th Road South on the east side of the street the developer agrees to construct a minimum 6-foot wide temporary asphalt sidewalk as approved by the County Manager on the final site development and landscape plan.

13th Street South - A minimum 18 feet, 4 inches wide sidewalk measured from the back of curb on the north side fronting the residential building with no tree pits. Approximately a 15-foot, 8-inch wide sidewalk measured from the back of curb on the north side fronting the park with a 10-foot wide clear sidewalk, including 5 feet by 12 feet tree pits. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hupericaum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb.

12th Street South - A minimum 20 feet, 11 inches wide sidewalk measured from the back of curb on the south side fronting residential building with an 8-foot wide clear sidewalk, including 5 feet by 12 feet tree pits from South Fern Street to South Elm Street. The tree pits shall be planted with 4 - 4 ½ inch caliper street trees (from the broad deciduous street trees identified in the *Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004)*, and such ground cover as *liriope muscarii*, *hupericaum*, *calycinum*, or *juniperus conferta*, and placed 25 to 32 feet on center or as otherwise approved by the County Manager on the

final site development and landscape plan, and the tree pits located a minimum of eight (8) inches back from the back of curb.

East of South Elm Street on the south side of street the developer agrees to construct a minimum 8-foot wide temporary asphalt sidewalk measured from the back of curb as approved by the County Manager on the final site development and landscape plan, from South Elms Street to South Eads Street.

From South Fern Street to South Eads Street on the north side of the street the developer agrees to construct a minimum of a 10-foot wide temporary asphalt sidewalk as approved by the County Manager on the final site development and landscape plan.

Subsurface Structure-free Zone for Utilities and Streetscape

22. The developer agrees that in order to accommodate the subsurface requirements of utilities and streetscape elements (including street trees), the final design of the project shall provide a structure-free zone under the public sidewalk along all street frontages, except along the building frontage on 13th Street South due to the underground utility vault, as required in the *Standards for Planting and Preservation of Trees in Site Plan Projects*. This zone shall be a minimum of five (5) feet deep and shall extend from the back of the street curb to the far edge of the public sidewalk. No subterranean structures (such as parking garages) shall intrude into this five foot deep zone. Within the zone, underground utilities and utility vaults shall not be located in a manner that interferes with the appropriate spacing and replacement of street trees, consistent with the approved site plan and the final site and development and landscape plan. Utility lines shall not be located beneath street trees. The location of all existing and proposed utility lines shall be shown on both the final landscape plan and the final site engineering plan.

Water Service Requirements

23. The developer agrees that the location of the water services will be determined at the time of the review of the final engineering plan, and shall be constructed in accordance with the standards defined in the Arlington County Department of Environmental Services Construction Standards and Specifications Manual.

Existing Water Main or Fire Hydrant Service

24. The developer agrees that no existing water main or fire hydrant shall be taken out of service or made inaccessible without the prior approval of the Department of Environmental Services. This approval shall be obtained before the issuance of the Excavation/Sheeting and Shoring Permit.

Replacement of Damaged Existing Curb, Gutter and Sidewalk

25. The developer agrees to remove and replace, according to the Arlington County Department of Environmental Services Construction Standards and Specifications Manual, any existing curb, gutter and sidewalk along the street frontages of this site which is in poor condition or damaged by the developer, prior to the issuance of the first Certificate of Occupancy.

Street Lighting Requirements

26. The developer agrees to show on the final engineering plans street lighting along all frontages of the site, with the exception of temporary lights along the north side of 12th Street South and along the south side of 12th Street South east of South Elm Street, prior to the issuance of the Excavation/Sheeting and Shoring Permit. The plans shall include the height and color of the street light poles. The developer agrees, at its cost, to purchase and install approved Arlington County street lighting along the frontages of the site prior to the issuance of the Shell and Core Certificate of Occupancy. In addition, the developer agrees to furnish and install all conduit and junction boxes necessary for the lighting system. All construction shall meet Arlington County standards.

The developer agrees to purchase and install "Carlyle" standard street lights along all frontages of the site, with the exception of temporary lights along the north side of 12th Street South and along the south side of 12th Street South east of South Elm Street, in accordance with adopted County Street Lighting Policy. The height of the street lights shall be 16-feet, measured from the sidewalk to the base of the luminaire. The developer agrees to remove all standard thoroughfare lights from the site, unless the County decides that one or more are required to provide adequate lighting for street safety purposes at intersections. The developer agrees to pay the cost of moving existing or installing additional standard thoroughfare lights if required above.

Underground Existing Aerial Utilities

27. The developer agrees to remove or place underground all existing aerial utilities within or along the periphery of the entire Phase 3 Metropolitan Park site plan application property (along 12th Street South, south of the north side of 12th Street South and west of South Elm Street) as shown on the final site development and landscape plan and the final engineering plan approved by the County Manager. Any utility improvements necessary to provide adequate utility services to this development or utility work necessary to provide a terminus to the underground facilities shall be paid for by the developer and shall not result in the installation of any additional utility poles, or aerial devices. The developer agrees to also contact the Development Services Bureau Chief, Transportation Division of the Department of Environmental Services in Arlington County not less than two (2) months prior to its planned commencement of utility undergrounding for each phase of the project to offer the County, at no cost to the County, access to the locations where the developer plans to excavate trenches or similar areas to install underground utilities so the County may install its fiber optic cable and/or conduit in those places concurrently with the developer's utility installation. Access by the County will not result in additional cost or schedule impacts to the developer. Such access, and the terms and conditions under which access to the site will be provided and the undergrounding activities of the County and the developer will be coordinated, shall be set forth in an agreement approved by the County Manager and the County Attorney. All utility relocation shall be completed prior to the issuance of the Shell and Core Certificate of Occupancy.

Off-street Parking for Construction Workers

28. The developer agrees to provide off-street parking for all construction workers without charge to the workers. In lieu of providing parking, the developer may provide a subsidy for the construction workers in order that they may use Metro, provide a van for van pooling, or use another established method of transportation to provide for construction workers to arrive at the site. Compliance with this condition shall be determined based on a plan which shall be submitted to the Zoning Administrator, and for which the developer has obtained the Zoning Administrator's approval, before the issuance of the Excavation/Sheeting, and Shoring Permit. This plan shall set forth the location of the parking to be provided at various stages of construction, how many spaces will be provided, how many construction workers will be assigned to the work site, and mechanisms which will be used to encourage the use of Metro, carpooling, vanpooling, and other similar efforts. The plan shall also provide for a location on the construction site at which information will be posted regarding Metro schedules and routes, bus schedules and routes, and carpooling and vanpooling information. If the plan is found to be either not implemented or violated during the course of construction, a correction notice will be forwarded to the developer. If the violation is not corrected within ten (10) days, a "stop work order" will be issued, and construction halted until the violation has been corrected.

Address Indicator Signs

29. The developer agrees to install address indicator signs on the site which comply with Section 27-12 of the Arlington County Code or successor provision in a location visible from the street and as shown on the final site development and landscape plan.

Façade Treatment of Buildings

30. The developer agrees that the design of the facade treatment for the buildings and the materials to be used on the facades shall be as specified and shown on the submitted drawings identified in Condition #1 and as presented to the County Board and made a part of the public record on the County Board date identified in Condition #1, including all renderings, drawings, and presentation boards presented during public hearings. The developer agrees to submit colored drawings and renderings which label the materials and colors for each elevation of the building, including interior elevations (e.g. elevations adjacent to interior courtyards, plazas and access drives), and material samples, for review by the County Manager for consistency with this site plan approval prior to the issuance of the Footing to Grade Permit. The developer further agrees to obtain the approval of the County Manager of the façade treatment as being consistent with the County Board approval before the issuance of the Final Building Permit.

The developer agrees that all retail storefronts along public rights-of-way are required to have an overall minimum transparency of 50% as measured from floor to ceiling. In addition, the portion of the retail storefronts that is located between three and eight feet from grade is required to be at least 80% transparent. The purpose of this condition is to allow pedestrians to view the activity within the retail establishment and to allow patrons and employees of the retail establishments to view the activity on the sidewalk and street. "Transparency" shall mean using glass or other transparent exterior material offering a view into an area of the retail establishment where human activity normally occurs and

shall not be satisfied by views into areas blocked by display cases, the rear of shelving, interior walls, blinds, hallways, or the like. Provided that the exterior material is glass or other transparent material, a tenant may apply to the County Board for a site plan amendment to grant an exception to this condition for a specified duration. Furthermore, the developer agrees that the facades of the retail storefronts shall be designed to provide aesthetic variety and interest in order to enhance the pedestrian experience at the street level. The retail storefront facade treatments shall be submitted for review and approval consistent with the requirements outlined in the first paragraph above.

Recordation of Deeds of Public Easements and Deeds of Dedications

31. The developer agrees that, for each phase, as phase is defined in the phasing plan required in Condition #68, all required plats, deeds of conveyance, deeds of dedication, and deeds of easement associated with, and/or required by the final approved site engineering plans, for the construction of any public street, public infrastructure, public utility, public facility or public improvement (jointly “Public Improvements”), shall be:
 - a. submitted by the developer to the Department of Environmental Services for review and approval prior to the issuance of any Excavation/Sheeting and Shoring Permit for such phase; and;
 - b. approved by the County; and
 - c. recorded by the developer, among the land records of the Circuit Court of Arlington County, all before the issuance of the first Certificate of Occupancy for the building(s) or any portion thereof for such phase.

Real estate interests conveyed by the developer to the County for public street or public right-of-way purposes shall be conveyed in fee simple or easement, free and clear of all liens and of all encumbrances that are in conflict with the interests conveyed. Real estate interests conveyed by the developer to the County for Public Improvements or public uses, including, but not limited to, sidewalk, street trees, other streetscape planting, water mains, storm sewers, sanitary sewers, and other public utilities and facilities, which other Public Improvements are not located, or to be located, in the public street or public right-of-way may be granted to the County by deed(s) of easement, provided, however, that in the deed(s) conveying such real estate interests to the County, all liens and all encumbrances that are in conflict with the interests conveyed shall be subordinated to the easement rights of the County.

- **The following conditions of site plan approval (#32 through #40) are valid for the life of the site plan and must be met by the developer before issuance of the Footing to Grade Structure Permit.**

Plat of Excavated Area

32. The developer agrees to submit one (1) plat, drawn at the scale of 1 inch = 25 feet and 24 inches x 36 inches in size, of the excavated area showing spot elevations which confirm that the construction drawings are consistent with the average site elevation, and with the

building's ground floor elevation(s) at the building's lowest level(s), as approved by the County Board and as indicated in the plans referenced in Conditions #1 and #10 above.

Spot elevations shall be taken at spots determined at the time of the pre-construction meeting and shall at a minimum consist of two corners and spot elevations from 50 % of the total area to be excavated. The elevations shall be provided prior to the issuance of the footing to grade permit. Provided however, that when the Zoning Administrator determines that the excavated area will be greater than 20,000 square feet, the developer agrees to work with the Zoning Administrator who shall determine a reduced area, the amount of which shall be mutually agreed upon by the developer and the Zoning Administrator, may reduce the area for which elevations must be provided before issuance of a footing to grade permit. Additional elevations confirming the elevations of the remainder of the excavation shall be provided prior to issuance of any permit for above grade construction.

Public Improvements Bond

33. Upon approval of the final site engineering plan the developer agrees to submit a performance bond estimate for the construction or installation of all facilities (to include street trees and all landscape materials) within the public rights-of-way or easements to the Department of Environmental Services for review and approval. Upon approval of the performance bond estimate by the Department of Environmental Services, the developer agrees to submit to the Department of Environmental Services a performance bond, in the approved amount of the estimate, and an agreement for the construction or installation of all these facilities (to include street trees and all landscape materials) within the public rights-of-way or easements, which shall be executed by the developer in favor of the County before the issuance of the Final Building Permit.

Prior to the release of the public improvement bond, the developer agrees to submit as-built drawings showing the location and facilities for all underground utilities (water, sanitary sewer, and storm sewer) that will be maintained by Arlington County.

Underground Electrical Transformers

34. The developer agrees that all new electrical transformers shall be placed underground in vaults which meet Virginia Power standards. These vaults may be placed in the street right-of-way or in driveways if approved by the County Manager on the final site engineering plan. Ventilation grates may not be located within public sidewalks or streets, or within areas used as a walkway between the street curb and any building. The locations of the vaults shall be coordinated with other utility locations so as to have a minimum horizontal clearance of five (5) feet to water mains, conduits and manholes and a minimum clearance of 10 feet to ~~water mains and~~ sanitary sewers unless otherwise approved by the owner of that utility. The developer shall obtain approval from the County Manager on the location of all vault ventilation grates and utilities as part of the review of the final site engineering plan and the final site development and landscape plan before the issuance of the Footing to Grade Structure Permit.

Interior Trash Collection and Recycling Areas

35. The developer agrees that interior space shall be provided and used for the collection, storage, compaction, and removal of trash, as well as appropriate facilities for the recycling of reusable materials as defined by the County. The collection, storage, compaction, and removal of trash shall not occur outside the interior loading space. This space may not conflict with the use of a loading berth. The developer agrees to obtain approval from the Zoning Administrator of drawings showing compliance with this condition before the issuance of the Footing to Grade Structure Permit.

Interior Loading Spaces

36. The developer agrees that all loading spaces shall be in the interior of the building and shall also comply with the following minimum requirements: 12-foot clear width (including entrances), 30 foot-length and 14-foot height clearance. Any loading dock to be used for trash removal shall have a minimum interior height clearance of ~~18~~14 feet. All loading docks shall contain roll-down doors. Use of the loading dock for deliveries or trash pick-ups, excluding moving vans, shall be limited to the hours from 8:00 a.m. to 6:00 p.m., seven (7) days a week. The loading dock door shall also be closed when the loading dock is in use, except when necessary for entry or exit of vehicles, venting of vehicle exhaust, or when required for similar operational or safety measures.

Parking Garage Van Access

37. ~~The developer agrees that new office parking garages shall be designed to allow access and use by vanpools.~~ At least 1% of the total new parking supply shall be accessible to vans, shall be conveniently located on the level of the garage closest to street level, and shall have a minimum clearance of 98 inches. All other areas of the garage shall have a minimum clearance of 84 inches. Compliance with this condition shall be determined by review of the building plans by the Zoning Administrator before the issuance of the Footing to Grade Structure Permit, which review shall not relieve the developer from constructing in accordance with this condition.

Parking Space Compliance with Zoning Ordinance

38. The developer agrees to ensure that all parking spaces comply with the requirements of Section 33 of the Zoning Ordinance. Unless otherwise approved by the County Board, the number of compact spaces may not exceed the Zoning Ordinance requirement. The developer shall submit drawings showing that these requirements are met, and shall obtain approval by the Zoning Administrator before the issuance of the Footing to Grade Structure Permit.

Bicycle Storage Facilities

39. The developer agrees to provide, at no charge to the user, secure bicycle storage facilities in locations convenient to office, residential and retail areas on the following basis at a minimum:

Office and Residential Bicycle Storage Facilities:

One (1) employee bicycle parking space for every 7,500 square feet, or portion thereof, of office floor area and one (1) additional such visitor space for every 20,000 square feet, or portion thereof, of office floor area.

One (1) resident bicycle parking space for every three (3) residential units, or portion thereof, of residential units and one (1) visitor space for every 50 residential units, or portion thereof, of residential units.

Employee and resident bicycle parking facilities shall be highly visible to the intended users and protected from rain and snow within a structure shown on the site plan. The facilities shall not encroach on any area in the public right-of-way intended for use by pedestrians or any required fire egress. The facilities for office users and resident bicycle parking must meet the acceptable standards for Class I storage space as contained in the Arlington Bicycle Transportation Plan, dated April 1994 with Amendments through March 2003, and be highly visible from an elevator entrance, a full-time parking attendant, a full-time security guard or a visitor/customer entrance. Visitor parking must be located as approved by the County Manager on the final site development and landscape plan within 50 feet of the primary building entrance. Any bicycle parking racks used on the site must conform to the Arlington County Standard or be approved by the Bicycle and Pedestrian Program Manager. Drawings showing that these requirements have been met shall be approved by the Zoning Administrator before the issuance of the Footing to Grade Structure Permit. Residential condominium covenants shall not prohibit the storage of bicycles in individual condominium units.

~~In addition, the developer agrees that for every 50,000 square feet or fraction thereof of office Gross Floor Area (GFA), one (1) shower per gender shall be installed, up to a maximum of three (3) showers per gender. Also, a minimum of one (1) clothes storage locker per gender shall be installed for every required employee bicycle parking space. The lockers shall be installed adjacent to the showers in a safe and secured area and both showers and lockers shall be accessible to all tenants of the building. The location, layout and security of the showers and lockers shall be reviewed by the Arlington County Police Department before issuance of the Footing to Grade Structure Permit. The developer agrees that an exercise/health facility containing a maximum of 1,000 square feet shall not count as density (FAR) but shall count as GFA if this facility meets all of the following criteria: 1). The facility shall be located in the interior of the building and shall not add to the bulk or height of the project; 2). Showers and clothes lockers shall be provided as required above; 3). The lockers shall be installed adjacent to the showers in a safe and secured area within the exercise facility and both showers and lockers shall be accessible to all tenants of the project; 4). The exercise facility shall be open only to tenants of the project and shall not accept or solicit memberships from outside of the project. The exercise facility, including the showers and lockers, shall be open during normal working hours.~~

Retail Bicycle Storage Facilities:

Two (2) retail visitor/customer bicycle parking spaces for every 10,000 square feet, or portion thereof, of the first 50,000 square feet of retail floor area; one (1) additional retail visitor/customer space for every 12,500 square feet, or portion thereof, of additional retail floor area; and one (1) additional retail employee space for every 25,000 square feet, or portion thereof, of retail floor area. The retail visitor/customer bicycle spaces shall be

installed at exterior locations that are convenient to the retail visitors/customers, and such locations shall be reviewed by the Department of Environmental Services. The developer agrees to obtain approval of the location, design and details of the retail visitor/customer bicycle spaces as part of the final site development and landscape plan. Facilities for retail visitors/customers must meet the County standards for bicycle racks, and be located close to retail visitor/customer entrances.

Emergency Vehicle Access/support on Parking and Plaza Areas

40. The developer agrees to construct all plaza areas used for vehicular access and all surface parking areas to support the live load of any fire apparatus. Architecturally designed bollards or curbs shall be used on pedestrian plazas to separate the areas intended for emergency vehicle use from areas intended for pedestrian use. No above-grade structure shall be allowed to obstruct fire lanes. The requirements of this condition shall be incorporated in the drawings submitted for the Footing to Grade Structure Permit.

- **The following conditions of site plan approval (#41 through #45) are valid for the life of the site plan and must be met by the developer before the issuance of the Final Building Permit.**

Wall Check Survey

41. The developer agrees to submit to the Zoning Administrator one (1) original and three (3) copies of separate wall check surveys to confirm their consistency with the plans approved by the County Board, as referenced in Conditions #1 and #10 above, as follows:
 - a. A wall check survey showing the location of the four walls and slab at the bottom (G-3) level, upon completion of the walls;
 - b. A wall check survey showing the location of the four walls and slab at the middle (G-2) level, prior to the issuance of the final building permit; and,
 - c. A wall check survey showing the location of a portion of the top garage level (G-1) slab, as determined by the Zoning Administrator, and the elevation of the at-grade slab and walls, prior to completion of the second floor deck..

Screening of Mechanical Equipment

42. Mechanical equipment shall be screened so as not to be visible from public rights-of-way.

Use of Penthouse

43. The use of any penthouse shall be limited to uses specified and shown on the submitted drawings identified in Condition #1, as well as mechanical equipment and equipment maintenance space or telecommunication transmitter and/or receiver equipment as required in Condition #58 below.

Review by Crime Prevention Through Environmental Design (CPTED) Practitioner

44. The developer agrees to submit to the Operations Division of the Arlington County Police Department the approved post-4.1 drawings for review by the Crime Prevention

Through Environmental Design (CPTED) practitioner in the Police Department for review of CPTED design elements.

FAA Documentation

45. The developer agrees to obtain from the Federal Aviation Administration (FAA), before the issuance of the final building permit, a written statement that the project is not a hazard to air navigation or that the project does not require notice to or approval by the FAA.
- **The following conditions of site plan approval (#46 through #55) are valid for the life of the site plan and must be met by the developer before the issuance of the First Certificate of Occupancy.**

Water Main Improvements

46. The developer agrees to show on the final engineering plans, and to construct, water main improvements in accordance with the standards defined in the Arlington County Department of Environmental Services Construction Standards and Specifications Manual as well as the following as outlined below. The water main improvements shall be constructed prior to the issuance of the first Certificate of Occupancy for the respective phases of construction.
 - a. The developer agrees to replace approximately 330 feet of existing 12-inch water main in South Fern Street between 13th Street South and 12th Street South with new 12-inch water main and to transfer all remaining existing appurtenances to the new water main. The existing 12-inch water main may either be abandoned in place or removed, depending on availability of adequate utility clearances as determined in final engineering review.
 - b. The developer agrees to construct approximately 340 feet of new 8-inch water main in 13th Street South between a connection to the aforementioned new 12-inch water main in South Fern Street and termination at South Elm Street as shown on the final engineering plans.

Sanitary Sewer Main Improvements

47. The developer agrees to show on the final engineering plans, and to construct, sanitary sewer main improvements in accordance with the standards defined in the Arlington County Department of Environmental Services Construction Standards and Specifications Manual as well as the following as outlined below. The sanitary sewer main improvements shall be constructed prior to the issuance of the first Certificate of Occupancy for the respective phases of construction.
 - a. The developer agrees to abandon approximately 310 feet of existing 12-inch sanitary sewer in South Fern Street by flowable fill from existing sanitary manhole #8422 to existing sanitary manhole #8420. Abandoned manholes shall be removed per Arlington County Standard.

The County will TV-Inspect the sanitary sewer lines serving the site and shall identify any improvements that are necessary to adequately service the development. The developer agrees to repair or replace any sections or appurtenances of the sanitary sewer serving the development that are found to be deficient or damaged by the developer, as identified by County staff and as shown on the final engineering plan approved by the County Manager.

Storm Sewer Improvements

48. The developer agrees to show on the final engineering plans, and to construct, storm sewer improvements in accordance with the standards defined in the Arlington County Department of Environmental Services Construction Standards and Specifications Manual as well as the following as outlined below. The storm sewer improvements shall be constructed prior to the issuance of the first Certificate of Occupancy for the respective phases of construction. The final design of the storm sewer must conform to the Adequate Outfall, Minimum Standard Number 19 requirement of Chapter 57, Section 57-5, Erosion and Sediment Control Ordinance of Arlington County, Virginia.

Fire Hydrant and Fire Department Connection Requirements

49. The developer agrees to show on the final engineering plan, and to install, fire hydrants at intervals of not more than 300 feet, as well as fire department connections in order to provide adequate fire protection. The County shall specify the kind of service and locations at the time of the final site engineering plan approval based on applicable safety standards. The fire hydrants and fire department connections shall be installed prior to the issuance of the first Certificate of Occupancy.

The developer agrees to provide calculations to demonstrate the needed fire flow as defined in the Arlington County Department of Environmental Services Construction Standards and Specifications Manual. This information shall be clearly shown on the cover sheet of each final engineering plan set submitted.

Comprehensive Sign Plan

50. The developer agrees to develop and submit a comprehensive sign plan and that all exterior signs (including identification and directional signage) shall be consistent with the guidelines contained in "Sign Guidelines for Site Plan Buildings," the Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004), and with Section 34 of the Zoning Ordinance. The Zoning Administrator shall determine whether the signs meet the standards of the guidelines and the Ordinance. No sign permits will be issued until a comprehensive sign plan is approved. The developer agrees to obtain approval from the Zoning Administrator of the comprehensive sign plan before the issuance of the first Certificate of Occupancy and shall include both temporary and permanent wayfinding signs. All proposed rooftop signs, defined as all signs that are 35 feet or more above the ground, shall require a site plan approval or amendment.

The developer agrees, without limiting the foregoing, that the only types of retail signs that shall be permitted shall be consistent with types of signs permitted by Section 34 of

the Zoning Ordinance and the Metropolitan Park Design Guidelines (dated January 23, 2004 and approved by the County Board on February 10, 2004) and the Metropolitan Park Project Booklet (November 12, 2003), and shall include: building wall signs; blade signs; window signs; carved, painted, or sculptural signs; canopy of awning signs; logo signs; and, permanent quotes on building walls and blade signs.

Transportation Management Plan

51. ~~The developer agrees to develop and implement a transportation management plan as outlined in the attached letter from _____ (applicant) dated _____ to _____ (staff), and the attachment thereto prior to the issuance of the first Certificate of Occupancy. Such plan shall include a schedule for and details of implementation and continued operation of the elements listed in the letter.~~

The developer agrees to develop and implement a Transportation Management Plan (TMP) in order to achieve the desired results of the Arlington County Transportation Demand Management (TDM) program. The developer agrees to obtain the approval of the County Manager or his designee for such plan before the issuance of the first Certificate of Occupancy for each respective building.

Annual assessment rates will be adjusted for inflation by the U.S. Department of Labor, Bureau of Labor Statistics Consumer Price Index (CPI) Inflation Calculator from the date of site plan approval.

The Transportation Management Plan shall include a schedule and details of implementation and continued operation of the elements in the plan. The Transportation Management Plan shall include, but not be limited to, the following strategies:

A. Participation and Funding

1. Maintain an active, on going relationship with Arlington Transportation Partners (ATP), or successor entity, at no cost to the developer, on behalf of the property owner.
2. Designate a member of building management as Property Transportation Coordinators (PTC) to be the primary point of contact with the county and undertake the responsibility for coordinating and completing all TMP obligations. The developer and /or multi-family residential building management will provide, and keep current, the name and contact information of the PTC to Arlington County Commuter Services (ACCS). The Property Transportation Coordinators shall be appropriately trained, to the satisfaction of ACCS, to provide rideshare, transit, and other information provided by Arlington County intended to assist residents of the building(s) with transportation to and from the site.
3. In addition to supporting the ongoing activities of the Property Transportation Coordinator and other commitments of this TMP, the

developer agrees to contribute to the Arlington County Commuter Services (ACCS) to sustain direct and indirect on-site and off-site services in support of TMP activities, annual contributions of \$6000.00 per year for a period of thirty (30) years. Payment on this commitment will begin as a condition of issuance of the first Certificate of Occupancy
Subsequent payments will be made each year on the anniversary of the issuance of the first Certificate of Occupancy.

B. Facilities and Improvements

1. Provide, in the multi-family residential building, a static Transportation Information Center Display, number/content/design /location approved by ACCS / ATP, to provide transportation-related information to residents and visitors. Management shall keep the display(s) stocked with approved materials at all times.
2. Provide in the residential building lobby, a means to call a taxi.
3. During construction, maintain or coordinate relocation of any existing car sharing spaces surrounding the site, at the developer's expense.
4. During construction, maintain or coordinate relocation of any existing bus stops, surrounding the site, at the developer's expense.
5. Comply with requirements of Site Plan conditions to provide bus stop improvements.
6. Bus stops and shelters within 25 feet of the property and contiguous to the property shall be maintained free of snow, ice, trash, and debris. After issuance of the first Certificate of Occupancy for the first finished unit in the Multi-Family Residential Building, a 6 foot wide path, or the full width of the sidewalk (if less than 6 feet), clear of snow and ice, to the main entrance of the multi-family residential buildings shall be maintained to bus stops within 25 feet of the property on the project's side of street, via the most direct route.
7. Maintain at least one on-site business center (including, at a minimum, access to a copier, fax, pc, and internet service in a minimum 56 sq. ft. of space), which shall be made available to support residents of the buildings who choose to work from home.
8. Comply with requirements of Site Plan conditions to provide bicycle parking/storage facilities, and construction worker parking.

C. Parking Management Plan

1. Comply with requirements of Site Plan conditions to develop a parking management plan (PMP) including proposed locations for: taxi passenger loading and unloading; accessible paratransit pick-up, drop-off, handicapped access, and passenger waiting area; bicycle parking; loading zones for short-term deliveries; bus stops; car sharing locations; and on- and off-street parking for residents, employees, and visitors. Such plan shall include a schematic drawing depicting an area parking plan for all block faces abutting the site. Additionally, this plan will note restrictions as to times that various activities (such as deliveries and parking) are permitted in the respective spaces.
2. After construction, return any relocated car sharing vehicles to their original locations or a location approved by the County Manager or designee; the developer will bear any associated cost. Upon request of the County Manager or his designee, up to four (4) car sharing spaces shall be set aside in the underground garage for car sharing services, if demonstrated demand exists, as determined by the County Manager or his designee and a car sharing service, and with six (6) months written notice given to the developer by Arlington County. Upon a determination by the County Manager and written notice by a car sharing service that such spaces are needed, the spaces shall be provided by the developer to the car sharing service at or below market rate. These spaces shall be located convenient to the garage entrance, available to the members of the car sharing service (for security reasons the garage may be gated — in such event, members of the car sharing service would have access to the spaces via the property management office and/or a call-box or key pad combination to a pass code system, or other similar device). There shall be internal and external signage to direct people to the spaces. Until requested, the spaces may be used for any other use. Signs will be planned and included in the comprehensive sign plan, but not installed until the garage spaces are requested. The car sharing spaces shall be counted towards the parking requirements of the project.
3. Provide reserved spaces for retail employee carpools and vanpools that are conveniently located with respect to the elevators serving the building.
4. Establish monthly parking rates for single occupant vehicles (SOV) consistent with comparable office buildings located in the Arlington County development corridors.
5. Provide retail employee registered vanpools with free parking.
6. Oversee program to provide retail employee carpools with a parking subsidy. Subsidies will be:
 - a. Two-person car pool equal to one third the single-occupant vehicle monthly parking rate

- b. Three-person (or more carpool) equal to two thirds the single-occupant vehicle monthly parking rate
- 7. No on-street loading will be permitted between the hours of 7 and 9 AM and 4 to 6 PM.
- 8. Provide effective directional signage, subject to approval of a Comprehensive Sign Plan, to direct residents and visitors to appropriate locations on the property; such plan to include provision for the items specified in the Parking Management Plan.

D. Promotions, Services, Policies

- 1. Provide a one time membership fee subsidy in a car sharing plan for each residential unit. This subsidy shall be paid on proof of membership in a car share service by lessees and/or purchasers of the units.
- 2. Provide for a period of thirty (30) years, SmarTrip cards plus \$20.00 Metro fare media per person, for free to each residential lessee and/or purchaser (limited to two persons per unit) distributed no later than the day of move in.
- 3. Once, upon initial occupancy for each retail tenant, provide SmarTrip cards plus \$40.00 Metro fare media per person, for free, to each of the retail tenants' employees distributed no later than the employee's first day of work at the building.
- 4. Provide for a period of thirty (30) years SmarTrip cards plus \$ 60.00 Metro fare media per person, for free, one time, to on-site property management and maintenance employees. Provide, administer, or cause the provision of a sustainable commute benefit program for these employees (the program shall include, at a minimum, pre-tax employee contributions and/or tax-free transit or vanpool monthly contributions)
- 5. Provide website hotlinks to CommuterPage.comTM under a "transportation information" heading from the developer and property manager's websites regarding this development.
- 6. Distribute a new-resident package, material provided by Arlington County, which includes site-specific ridesharing and transit-related information to each lessee, and/or purchaser. Packages will be distributed to each resident no later than the day of move-in at the building. Distribute equivalent package to new employees of the property management company and retail employees no later than their first day of work at the building.

7. Provide reference to the Pentagon City Metro Station in promotional materials and advertisements.
8. Cooperate with Arlington County to assist the County in implementing a transit-advertising program that will distribute information four times per year to all residents, employees, and visitors.
9. Participate in Ozone Action Days and other regionally sponsored clean air, transit, and traffic mitigation promotions by posting notice of such promotions within the building(s).

E. Performance and Monitoring

1. Upon approval of the TMP by the County Manager or his designee, the developer agrees to implement all elements of the plan with assistance when appropriate by agencies of the County.
2. Conduct a transportation performance monitoring study at two years, five years, after issuance of first Certificate of Occupancy for the building(s) and provide a report summarizing findings to the County. The County will specify the timing and scope of the study. The study may include average vehicle occupancy, daily vehicle-trips to and from the site, and parking availability by time of day for the site and pedestrian traffic. Such reports shall include an all-day count of site-generated vehicle traffic and a voluntary mode-split survey. The building owner and/or operator will assist and encourage participation in mode split surveys which may be of an on-line, email variety.
3. During the first year of implementation of the TMP, and on an annual basis thereafter, the developer will submit an annual letter to the County Manager, describing completely and correctly, the TDM related activities of the site.

Residential Parking and Parking Management Plan

52. The intent of this condition is to ensure that at least one parking space is available in perpetuity for parking use by each residential unit in the project. Accordingly, the developer agrees to offer the use, for rental units, and the purchase or use for condominium units, of at least one parking space for each dwelling unit.

Further, for condominium units, the developer agrees to notify the Zoning Administrator at the time of the settlement of the last dwelling unit. If excess parking spaces are available at the time of settlement of the last dwelling unit, the number of excess parking spaces equaling the number of dwelling units which were sold without a parking space, shall first be offered exclusively for a period of twelve (12) months to the owners of those dwelling units which were sold without a parking space. Any other remaining spaces shall be offered to all dwelling unit owners or transferred to the condominium,

cooperative or homeowners association. By the end of twenty four (24) months following the settlement of the last dwelling unit, the developer agrees to relinquish in writing to the condominium, cooperative or homeowners association any and all remaining interest in the parking spaces or garage and a copy shall be filed with the Zoning Administrator. The future purchase of any parking spaces shall be limited to the dwelling unit owners or condominium, cooperative or homeowners association of the building.

For both rental and condominium buildings, the use of the parking spaces shall be limited to parking use by the residents of the building and their guests, unless otherwise permitted by the Zoning Ordinance, and shall not be converted to storage or other use without approval of a site plan amendment.

The developer agrees to submit to the Zoning Administrator a parking management plan which outlines how guest and visitor parking for the residential building, and parking for retail tenants' employees and customers for retail located in the residential buildings, will be provided, where the parking will be located and how guests and visitors, and retail employees and customers, will be directed to the parking spaces. The developer further agrees to make a minimum of 66 parking spaces available to residential visitors parking spaces, and retail tenants and visitors parking spaces, available within the residential garage. The parking management plan shall be submitted to the Zoning Administrator, and reviewed and approved by the County Manager, prior to the issuance of the first Certificate of Occupancy for the first residential building.

Lighting Plan for Public Areas

53. The developer agrees to include a lighting plan for all internal and external public areas, including parking areas, as part of the final site development and landscape plan. This lighting plan shall be subject to review by the County Manager, including street lighting as described in Condition #26 above. The developer shall include in the site development and landscape plan certification that the lighting plan meets the minimum standards of the Zoning Ordinance, Section 2, Subsection H, and the Illumination Engineering Society of North America Standards. The developer agrees to obtain the approval of all lighting from the County Manager, and to install approved lighting, before the issuance of the First Certificate of Occupancy for occupancy of the applicable phase of the project.

Documentation of Historical Artifacts, Features and Buildings

54. The developer agrees to be responsible for documenting any historical artifact or historical natural feature uncovered during construction on the site. This documentation shall include written notation describing the artifact or natural feature, color photographs, and mapping of the location and/or depth of the site excavation at which the item was found. The developer agrees to submit a copy of this documentation to Arlington County before issuance of the First Certificate of Occupancy.

In the event an historical artifact or natural feature is found on the site, and is to be disturbed or removed from the site during construction, the developer agrees to contact

the Arlington County Historic Preservation Program, Neighborhood Services Division before removing or disturbing the artifact or natural feature. Arlington County shall be given the opportunity to accept donation of the artifact or natural feature before the item is offered to any other organization or individual.

If historic buildings are located on the site, then photographic documentation shall be consistent with Historic American Building Survey (HABS) standards. Should the project be assessed as a possible archaeological site, the developer agrees to pursue, at a minimum, a level one and two archaeological study. The developer agrees to submit to the Arlington County Historic Preservation Program all written results of the level one and two archaeological study and all artifacts found on the site.

Availability of Site Plan Conditions to Residential Condos, Cooperatives and Homeowners Associations

55. If the project includes a residential condominium or cooperative component, then the developer agrees that a copy of the conditions of this site plan approval shall be made available to all prospective purchasers with the condominium's, cooperative's or homeowners association's bylaws or agreements. Documentation that this condition has been satisfied shall be provided to the County Manager before the issuance of the First Certificate of Occupancy. If the project includes a residential rental component that is converted to a condominium or a cooperative, then the developer agrees that a copy of the conditions of this site plan approval shall be made available to all prospective purchasers with the condominium's, cooperative's, or homeowners' association's bylaws or agreements prior to the issuance of the first Certificate of Occupancy following the conversion.

- **The following condition of site plan approval (#56) is valid for the life of the site plan and must be met by the developer before the issuance of the Master Certificate of Occupancy.**

Building Height Certification

56. The developer agrees to submit, before the issuance of the Master Certificate of Occupancy, drawings certifying the building height as measured from the average site elevation to both the building roof and to the top of the penthouse roof.

- **The following condition of site plan approval (#57) is valid for the life of the site plan and must be met by the developer within ~~90~~ 180 days of receipt of the partial Certificate of Occupancy for full occupancy of the building.**

Obtain Master Certificate of Occupancy

57. The developer agrees to obtain a Master Certificate of Occupancy within ~~90~~ 180 days of receipt of any partial Certificate of Occupancy for full occupancy of the building.

- **Post Certificate of Occupancy: the following Conditions of site plan approval (#58 through #63) are valid for the life of the site plan.**

County Installation of Telecommunications Transmitter and/or Receiver Equipment

58. In order to maintain the effectiveness of the County's public safety systems, the developer/applicant hereby agrees to grant to the County in perpetuity the right to install telecommunications transmitter and/or receiver equipment and conducting wire in or on the penthouse or top floor, and antennae and traffic monitoring systems on the roof of the proposed buildings in a location and design that is acceptable to the County and the building owner based on a reasonable exercise of judgment by both upon request by the County. The developer agrees to provide, upon request by the County, access to electrical service separately metered, including auxiliary electrical power, and telephone radio control lines to the penthouse in the defined area. The developer is not required to pay for design and installation costs for such equipment. Any radio transmitter or receiver equipment and antenna to be installed or used by others must not interfere with the emergency communication system of the County.

In addition, to enhance the reach of the County's public emergency communications system-of-systems, the developer/applicant agrees to grant to the County in perpetuity the right to install tie-ins from the County's outdoor emergency warning system to the Metropolitan Park Three interior building fire/emergency warning enunciator systems using either land lines or emergency relay transceivers in or on the penthouse or top floor, antennae systems and along with hazardous material detection sensors on the roof of the proposed buildings in a location and design that is acceptable to the County and the building owner based on a reasonable exercise of judgment by both upon request by the County. The developer agrees to provide, upon request by the County, access to electrical service separately metered, including auxiliary electrical power, and telephone radio control lines to the penthouse in the defined area. Any radio transmitter or receiver equipment and antenna to be installed or used by others must not interfere with the emergency communication system of the County.

Structural Additions

59. The developer agrees that any structural addition or changes to the facades or materials shall be subject to the approval of the County Manager. If the County Manager, in consultation with the Zoning Administrator determines that any proposed improvements or changes to the facades or materials have a significant impact on the site plan, or otherwise meet Zoning Ordinance requirements for site plan amendments that go to the County Board, a site plan amendment shall be required.

Snow Removal

60. The developer or owner agrees to remove snow from all interior streets and interior and exterior sidewalks, including accessibility ramps and gutter areas within crosswalks, within a reasonable time after snow has stopped falling but in no case later than snow removal provided for vehicular access to the site.

Maintenance of Residential Common Areas

61. If the project includes a residential component, then the developer agrees that the maintenance of the common area, walkways, private drives and parking areas which are

tied to condominium units shall be provided for by the condominium's, cooperative's or homeowners association's bylaws or agreements consistent with Section 2.D.6 of the Zoning Ordinance.

Retention of Approved Parking Ratio over Subdivided Site

62. The developer agrees to provide parking for each building according to the approved parking ratio; when this parking is not located within the parcel designation of each building but located within the overall project, it shall continue to be committed to the entire project for purposes of administering the Zoning Ordinance.

Retention of Approved Density over Subdivided Site

63. The density allocated for any new construction pursuant to the site plan on any subdivided parcel of the site shall be the same as the approved density for the entire site. No additional density shall be allowed on any individual parcel formed by subdivision of the site.
- **The following unique site specific conditions (#64 through #78) are valid for the life of the site plan and must be met before the issuance of the permit specified in each Condition.**

Retail Elements

64. a. The developer agrees to develop and implement a retail attraction and marketing plan for the 16,350 square feet of retail space located on the first floors of the residential building. The plan shall identify the types of retail desired, the marketing strategy to attract the retail, and strategies to retain the retail. The retail attraction and marketing plan shall be in accordance with the approved Retail Action Plan for the Rosslyn-Ballston Corridor, dated January 2001. The retail attraction and marketing plan shall be reviewed and approved by the Department of Economic Development before being submitted to the Zoning Administrator. The above-grade building permit shall not be issued until documentation has been provided to the Zoning Administrator assuring that the plan has been approved by the Department of Economic Development. ~~Any change in the use of the retail space from retail to office or other non-retail use shall require a site plan amendment.~~
- b. The retail spaces shall be designed and constructed to include interior and exterior improvements necessary to ensure that they are functional and attractive to prospective retailers and that they animate the street frontage. These elements shall include, but are not limited to: approximately 18 foot floor to floor heights, as shown on the plans dated January 21, 2009; access to the service corridor/areas as shown on the architectural plans dated January 21, 2009; direct street frontage and access; rough-in of utilities, i.e., sprinkler heads, plumbing, electrical wiring, and stubs for extensions; provision for any venting systems required for any food preparation or restaurant use; and sufficient transparency of the building facade to achieve adequate street exposure.

- c. In addition to retail uses (excluding motor vehicle sales and furniture and hardware sales over 10,000 square feet in area), interior locations that do not front on streets and ground floor locations that front secondary and tertiary streets may be occupied by establishments offering services that care for a person and/or his/her apparel (e.g. hair cuts, dry cleaning, shoe repair, massage); offices of professionals who seek professional licensure from the Commonwealth; child care; establishments offering services supportive of business uses such as quick print/ mailing services; restaurants excluding drive-through windows; catering service located within a restaurant; instruction in music, dance, martial arts or academic tutoring service; and convenience food store of 3,000 square feet or less. Uses of a similar type and character to the forgoing may also be allowed per the administrative review and determination of the Zoning Administrator.

Public Art

65. The developer agrees to commission a professional artist to create public art for a minimum cost of \$75,000, inclusive of artist fees, fabrication, installation, transportation, artist travel/expenses but exclusive of art consultant fees, fees for coordinating with artist or with other design professionals on the project (architect, landscape architect, engineer, etc.), and other in-house costs or fees. The public art shall respond to the themes and priorities discussed in the Public Art Master Plan (adopted December 2004) in support of the goals of the Public Art Policy (adopted September 2000), and fulfill the objectives of the approved Public Art Concept Plan for Metropolitan Park. If the commission is made more than 12 months after site plan approval, the minimum commission amount will be adjusted based on the percentage change in the Consumer Price Index- Urban (CPI-U) between the date of site plan approval and the first day of the month in which the contribution is made.

The developer agrees to obtain the approval of the County Manager for the process to be followed in the selection of artist, art proposal development, maintenance plan, placement and design of informational signage in accordance with Public Art Program signage specifications, and then to implement that approved process. The developer agrees to notify the County Manager when the artist selection process is about to begin. The County Manager at his option may, within 15 business days following receipt of this notification, request that a panel process be undertaken and designate panel members to be included or artists to be considered. If requested, the developer agrees to use a panel to select the artist and the art. The panel used by the developer will consist of at least three persons, up to two of whom may be professional artists or arts professionals, as defined by the County, and should include representatives from the developer's project team, including architect, landscape architect and other design professionals. The developer agrees to include in its panel those persons designated by the County Manager and to compensate them at a reasonable hourly rate agreed to by that individual.

The selection panel will consider at least three different artists for the commission, including any named by the County Manager as set forth in this condition. The developer agrees that artists who are currently under contract in the County will not be

eligible for commissions for public art within four years after the time of signing a contract or otherwise being initially engaged to create public art. The developer agrees to present its or the panel's choice of artist to, and obtain approval of this choice from the Arlington Commission for the Arts/Public Art Committee (ACA/PAC), prior to issuance of the Clearing and Grading Permit. The developer further agrees to present the art proposal to, and obtain approval from, the ACA/PAC prior to issuance of the Excavation/Sheeting and Shoring Permit. The art proposal shall consist of visual and written representations of the public art and its proposed location within the site, list of materials, proposed maintenance plan, and an itemized budget. The developer further agrees to resubmit the art proposal to reflect any revisions made in response to any recommendations made by ACA/PAC to the County Manager prior to issuance of the Footing to Grade Permit. The public art shall be installed prior to the issuance of the Certificate of Occupancy for the top floor of the building.

In order to prevent the public art from conflicting with other elements of the site plan, the developer also agrees to represent the public art on the landscape plan, building elevation or other plan that represents the site of the art, in the normal course of submission of such plans as provided for in these site plan conditions. The plan(s) on which the art is represented will be determined based upon the art's chosen location within the site plan.

The developer may choose to make a contribution of \$75,000 to the Public Art Fund to fund County-initiated public art projects in accordance with the approved Metropolitan Park Public Art Concept Plan in lieu of commissioning public art through the process set forth above. Such contribution shall be made to the Public Art Fund prior to issuance of the first above grade building permit. If the contribution is made more than 12 months after site plan approval, the contribution amount will be adjusted based on the percentage change in the Consumer Price Index- Urban (CPI-U) between the date of site plan approval and the first day of the month in which the contribution is made.

Outdoor Cafes

66. Outdoor cafes shall be permitted in the public right-of-way or within public easements along South Fern Street, 12th Street South, and the pedestrian passageway in accordance with the applicable provisions of the Zoning Ordinance, with a maximum seating area and all other applicable requirements as set forth in the Zoning Ordinance and as determined by the Zoning Administrator. A minimum of eight (8) feet of clear sidewalk width must be maintained along South Fern Street and the pedestrian passageway, and minimum of eight (8) feet of clear sidewalk width along 12th Street South. Plans for all outdoor cafes shall be subject to prior administrative approval by the Zoning Administrator for consistency with County ordinances, regulations and policies. Any outdoor café shall be administratively reviewed one year following its approval to evaluate it after a season of operation. At that time, the Zoning Administrator may review the approval, impose conditions on the operation of the outdoor café, or revoke the prior approval.

Affordable Housing Contribution

67. The developer agrees to comply with Subsection 36.H.6. of the Zoning Ordinance, “Affordable Dwelling Units for Increased Density Within General Land Use Plan.” Prior to the issuance of the first Certificate of Occupancy for the project, the developer shall have submitted to and obtained from the County Manager confirmation or approval of the developer’s finalized plan for meeting the requirements of the affordable housing ordinance, and shall have executed all necessary documents to implement the approved or confirmed plan.

Phasing Plan

68. The developer agrees to obtain approval of the County Manager of a phasing plan prior to the issuance of any building permits for the site plan, and to implement the approved plan. During the phasing of construction, the developer further agrees to appropriately maintain the site and any buildings located within it. This shall include, but not be limited to, maintaining landscaping, keeping the grass mowed, and removing litter and debris from the site. Until the buildings are demolished, the developer agrees to maintain access on the site for fire emergency vehicles. Improvements required by these site plan conditions shall be constructed in phases, consistent with the phasing plan for construction of the project. Any changes in the project phasing shall require a new phasing plan approved by the County Manager prior to the issuance of any permits.

Enclosure of Balconies

69. The developer agrees that no balconies, other than those identified in the approved site plan, shall be enclosed. Enclosure of any additional balconies shall constitute additional gross floor area and shall require a site plan amendment.

LEED Credits and Sustainable Design Elements

70. a. The developer agrees to ~~hire~~ include a LEED Accredited Professional ~~certified consultant~~ as a member of the design and construction team. The LEED AP consultant shall work with the team to incorporate sustainable design elements and innovative technologies into the project so that numerous building components ~~may~~ shall earn the developer points under the U.S. Green Building Council’s LEED for New Construction (LEED-NC) green building rating system ~~for LEED at the Certified level or higher~~. Specifically, the developer agrees to include sustainable elements in design and construction that are sufficient to meet the requirements of all of the ~~for seven (7) LEED~~ prerequisites and include at least “28” LEED points, achieving the Certified level or higher, including at least two (2) points from LEED Section EA.1, “Optimize Energy Performance.” The developer agrees to register the project, submit documentation, and receive final LEED Certified certification from the USGBC. The number of credits and LEED version for the Final Site Plan shall be based on LEED version 2.2 (or a more current version of the LEED rating system as approved by the County Manager). ~~The developer agrees to use commercially reasonable efforts to achieve additional LEED points which would qualify the building for certified levels.~~

- b. For residential development, the developer agrees that all of the following types of appliances, fixtures, and/or building components used in the project shall have earned the U.S. EPA's Energy Star label: clothes washers, dishwashers, refrigerators, ceiling fans, ventilation fans (including kitchen and bathroom fans), residential light fixtures (comply with Energy Star's Advanced Lighting Package), programmable thermostats, and exit signs. The developer shall submit to the County Manager a statement listing all Energy Star-qualified components prior to issuance of the Core and Shell Certificate of Occupancy. For the commercial lighting in common areas of multifamily residential projects, (by way of illustration and not limitation, these areas include lobbies, corridors, stairwells, common rooms, fitness rooms, etc.), the developer shall reduce the need for lighting (through daylighting where possible) and shall specify the use of energy efficient fixtures, bulbs, light sensors, motion sensors, timers, and interior design, e.g., paint color, that maximize energy efficiency in lighting. The guidelines outlined by the US Green Building Council's LEED for Commercial Interiors (LEED-CI) credit entitled, *Optimizing Energy Performance: Lighting Power* shall be used toward the goal of maximizing energy efficiency in the lighting of common areas.
- c. Prior to the issuance of the first certificate of occupancy for the first floor of residential occupancy, the developer agrees to provide to the County financial security (in the form of a bond or letter of credit or other form approved by the County Attorney) in the amount of \$487,555 (\$1 per square foot), guaranteeing that, within eighteen months from the date of the issuance of the certificate of occupancy for any part of the last floor to be occupied (or in a time frame approved by the County Manager), the developer will have received its LEED-NC Certified level certifications (with 28 or more LEED credits) from the United States Green Building Council. Should the developer miss up to two (2) credits within the eighteen month period, the developer shall automatically forfeit twenty-five percent (25%) of the total financial security called for each point, up to a total of fifty percent (50%) of the security, which shall be immediately paid to the County. The developer agrees that the County may take any amounts due under the condition out of the financial security as deposited with the County. Should the developer miss 3 or more credits from the 28 credits or fall below the LEED-NC Certified level certification threshold, within the eighteen month period, the developer shall automatically forfeit 100 percent (100%) of the security, which shall be immediately paid to the County.
- d. The developer further agrees to submit, to the Department of Environmental Services (DES) and to the Zoning Office, a LEED progress report prepared by the LEED consultant and documentation upon request to substantiate the report. Such reports and documentation will be submitted prior to issuance of the following permits or certificates of occupancy for construction of the project and will summarize the efforts to date of the inclusion of the sustainable elements within the project:

1. Clearing, Grading & Demolition Permit
2. Excavation, Sheeting and Shoring Permit
3. Footing to Grade Permit
4. Final Building Permit
5. Shell and Core Certificate of Occupancy
6. Partial Certificate of Occupancy for occupancy of the last floor of space
7. Master Certificate of Occupancy

~~e. In addition, prior to issuance of the first Certificate of Occupancy after the Shell and Core Permit, the developer will have its LEED consultant submit a certification to the County Manager that the elements to earn the above specified numbers of points, have been included in the buildings.~~

Public Use and Access Easement (South Elm Street)

71. The developer agrees to grant to the County Board of Arlington County (“County” or “County Board”), for the benefit of the County and the public at large, a public use access easement for access to and use of, at all times except for temporary street closures necessary for street maintenance and repairs, South Elm Street, running from 12th Street South to 13th Street South, as South Elm Street is further shown on the attached plans dated January 21, 2009 (“South Elm Street Easement”). The spatial area of the South Elm Street Easement shall include the area of the street and all adjacent sidewalk areas (jointly, “Street” or “Streets”) shown on the site plan as approved by the final site engineering plan (“Easement Area”). The South Elm Street Easement shall be granted to the County by the developer prior to the issuance of the first Certificate of Occupancy allowing tenant occupancy of any portion of Metropolitan Park, Phase 3. The developer agrees that the County shall have the right to use, control, and regulate the Streets, and use thereof, to the same extent and in the same manner as any other streets in the County system including, but not limited to, the regulation of traffic and parking thereon. The South Elm Street Easement shall require the developer, at its sole cost and expense, to maintain, repair, replace, remove, care, clean and reconstruct the Streets, including all snow and ice removal thereof, located within the easement area. The South Elm Street Easement further shall allow the County to use the Easement Area for utilities, and to issue permits to others for such use, to the extent that any utilities are not inconsistent physically with the utilities and structures required by this site plan as approved by the final site engineering plan thereof.

The developer further agrees that the South Elm Street Easement shall provide, among other things, that the grantor, its successors and assigns, shall indemnify and hold harmless the County Board, its elected and appointed officials, officers, employees, agents and contractors from any and all liability, personal injury, death, claims, damages, losses, costs and expenses, of whatsoever nature, concerning or arising out of the design, construction, installation, repair, maintenance, replacement, removal, care, cleaning, use, access and regulation of the Easement Area or any facility or structure therein, or thereon, or thereunder arising out of the use and access of the Easement Area by the County, the public at large, the developer, the tenants, and others.

The developer agrees that the South Elm Street Easement shall be granted by deed, in substance acceptable to the County Manager and in form acceptable to the County Attorney, and shall include, or incorporate by reference, the terms set forth in this condition and shall be recorded among the land records of Arlington County, Virginia.

The developer agrees that, prior to the issuance of the first Certificate of Occupancy for tenant occupancy of any part of the last building authorized to be constructed pursuant to the Pentagon City PDSP for Parcel 3 (Metropolitan Park), the developer, or his successor or assigns, shall dedicate the Easement Area to Arlington County in fee simple, subject to previously enacted encroachment ordinances, and further subject to the developer first obtaining the enactment by the County Board of all other required encroachment ordinances permitting all structures (which will be encroaching into the dedicated fee simple area) to continue to exist within such area.

Public Use and Access Easement (Park)

72. The developer agrees to grant to the County Board of Arlington County, Virginia (“County” or “County Board”), for the benefit of the County and the public at large, a public use and access easement (“Public Use and Access Easement”), providing for public use and access to, at all times, for the purpose of a park, for the area bounded by South Fair Street, 12th Road South, South Elm Street, and 13th Street South and identified on the 4.1 plans last revised January 21, 2009 (“Easement Area”) and as such park is further identified in the *Metropolitan Park Design Guidelines (Dated January 23, 2004 and approved by the County Board February 10, 2004)*, *Metropolitan Park Project Booklet (November 12, 2003)*, prior to the issuance of the first Certificate of Occupancy allowing tenant occupancy for any portion of Metropolitan Park, Phase 3. The developer agrees to construct a park within the Easement Area, as required by the site plan as approved by the final site engineering plan and the landscaping plan.

The uses of and purposes for the park may include, but may not be limited to, outdoor gathering, exhibits, public art, concerts, organized outdoor markets, and special events sponsored by the developer and/or the County. The developer shall post, with the approval of the County, appropriate signage in the park. The Public Use and Access Easement shall not obligate or require the County to construct or maintain the park, but shall permit public use and access of the Easement Area for park and park related purposes. The Public Use and Access Easement shall provide, among other things, that the grantor, its successors and assigns, shall indemnify and hold harmless the County Board, its elected and appointed officials, officers, employees and agents from any liability, personal injury, death, claims, damages, losses, costs and expenses of whatsoever nature concerning or arising out of the design, construction, installation, repair, replacement, removal, care, cleaning, maintenance, use, access and regulation of the park (i.e., the Easement Area) by the developer, the County, the general public or the grantor of the Public Use and Access Easement.

The Public Use and Access Easement shall be granted by deed, in substance acceptable to the County Manager and in form acceptable to the County Attorney, shall include, or incorporate by reference, the terms set forth in this condition. The Real Estate Bureau

Chief is authorized to accept such Public Use and Access Easement on behalf of the County Board, which thereafter shall be recorded among the land records of the Clerk of the Circuit Court of Arlington County. Construction of all of the improvements to the park required by the site plan as approved in the final engineering plan and the landscape plan shall be completed prior to the issuance of the first Certificate of Occupancy allowing tenant occupancy of any portion of Metropolitan Park, Phase 3 and prior to the granting of the Public Use and Access Easement by the developer or its successors or assigns. The developer shall be, and the Public Use and Access Easement shall state that the developer, its successors and assigns, shall be responsible for, at its sole cost and expense, maintaining, repairing, replacing, cleaning, caring for, and reconstructing the park (i.e., the Easement Area) bounded by South Fair Street, 12th Road South, South Elm Street, and 13th Street South.

Refuse Delivery to County Disposal Facility

73. The developer agrees to deliver all refuse, as defined by the Arlington County Code, to an operating refuse disposal facility designated by the County Manager. Any facility designated by the County Manager will have competitive rates at or below other facilities in the region otherwise available to the developer. The developer agrees that if it intends to deliver its refuse from this project to a facility other than the disposal facility designated by the County Manager, then the developer will submit that decision in writing to the DES Solid Waste Bureau along with a comprehensive cost analysis justifying the developer's decision. The developer further agrees to stipulate in any future lease or property sale agreements and deeds that all tenants or property owners shall also comply with this requirement for the life of the site plan.

Towing of Impermissibly Parked Vehicles

74. The developer agrees to have, as a part of its parking management plan, provisions relating to the towing of impermissibly parked vehicles. Such provisions shall include, but not be limited to:
- a. Requirements for signage at the developer's parking lot(s) providing notice of all applicable parking restrictions enforced by towing, the location of the towing contractor(s)' impoundment yard, and the name and telephone number of the developer's on-site representative responsible for towing-related complaints, as well as the telephone number of the Arlington County Office of Citizen and Consumer Affairs;
 - b. Disclosure by the developer and its towing contractor(s), at the developer's parking lot(s), of all fees and charges for towing; and
 - c. Evidence that the developer has a contract with the towing contractor that requires the towing contractor to clearly display all fees and charges for towing.

Speed Bumps at Garage Exit Ramps

75. The developer agrees to install speed bumps adjacent to the top of garage exit ramps at locations where ramps abut the pedestrian sidewalk, in order to slow vehicular traffic

prior to vehicles crossing the sidewalk. The locations of the speed bumps shall be shown on the site engineering and building plans approved by the County Manager. The garage doors shall be setback from the sidewalk a minimum distance of six (6) inches.

Authorization for Police to Enter Residential Parking Areas

76. The developer agrees to develop procedures, subject to approval of the County Manager, whereby uniformed Arlington County Police will be authorized to enter the parking areas for purposes of enforcing compliance with County ordinances and state laws applicable to resident's motor vehicles.

Public Safety Radio Communications

77. The developer agrees to install and maintain in operable condition, in a manner acceptable to the County Manager, an internal antenna/amplifier system that permits public safety radio communications to transmit in the 806-825 MHz frequency and to receive in the 851-870 MHz frequency from all areas within the building. The developer agrees to provide documentation in the approved electrical engineering drawings that adequate accommodations have been made in the building to meet this requirement.

Public Use and Access Easement (12th Road South and South Fair Street)

78. The developer agrees to grant to the County Board of Arlington County ("County or "County Board"), for the benefit of the County and the public at large, a public use access easement for access to and use of, at all times except for temporary street closures necessary for street maintenance and repairs, 12 Road South/South Fair Street, running from South Elm Street to 13th Street South, as South Elm Street is further shown on the attached plans dated January 21, 2009 ("12th Road/South Fair Street Easement"). The area of the 12th Road South/South Fair Street Easement shall include the area of the street and all adjacent sidewalk areas (jointly, "Street" or "Streets") shown on the site plan as approved by the final site engineering plan ("Easement Area"). The 12th Road/South Fair Street Easement shall be granted to the County by the developer prior to the issuance of the first Certificate of Occupancy allowing tenant occupancy of any portion of Metropolitan Park, Phase 3. The developer agrees that the County shall have the right to use, control, and regulate the Streets, and to regulate the use thereof, to the same extent and in the same manner as any other streets in the County system, including but not limited to the regulation of traffic and parking thereon. The 12th Road South/South Fair Street Easement shall require the developer, at its sole cost and expense, to maintain, repair, replace, remove, care, clean and reconstruct the Streets, including all snow and ice removal thereof, located within the easement area. The 12th Road South/South Fair Street Easement further shall allow the County to use the Easement Area for utilities, and to issue permits to others for such use, to the extent that any utilities are not inconsistent physically with the utilities and structures required by this site plan as approved by the final site engineering plan thereof.

The developer further agrees that the 12th Road South/South Fair Street Easement shall

provide, among other things, that the grantor, its successors and assigns, shall indemnify and hold harmless the County Board, its elected and appointed officials, officers, employees, agents and contractors from any and all liability, personal injury, death, claims, damages, losses, costs and expenses, of whatsoever nature, concerning or arising out of the design, construction, installation, repair, maintenance, replacement, removal, care, cleaning, use, access and regulation of the Easement Area or any facility or structure therein, or thereon, or thereunder arising out of the use and access of the Easement Area by the County, the public at large, the developer, the tenants, and others.

The developer agrees that the 12th Road South/South Fair Street Easement shall be granted by deed, in substance acceptable to the County Manager and in form acceptable to the County Attorney, and shall include, or incorporate by reference, the terms set forth in this condition and shall be recorded among the land records of Arlington County, Virginia.

Public Street, Sidewalk and Utilities Easement (12th Street South)

79. The developer agrees to dedicate and convey to the County Board, or cause to be dedicated and conveyed to the County Board, an easement(s) for public street, sidewalk, and utilities purposes (“Deed(s)”). The area to be conveyed shall include:

- 1) The southern portion of the North 10 Project Site to construct Phase 1 of the 12th Street South extension between South Fern Street and South Eads Street as set forth (and shaded) on sheet C-3B of the attached 4.1 plans, as such sheet is entitled “Metropolitan Park III 12th Street Interim Phasing Diagram”, last revised on January 21, 2009 (both sheet C-3B and the 4.1 plans jointly referred to as “Plans”); and
- 2) A portion of the southern side of 12th Street South, which portion is located adjacent to and runs the entire length of the northern property line of the Metropolitan Park 3 site and is shown on the Plans as (or for) sidewalk.

The developer agrees that prior to the issuance of the Footing to Grade permit for Metropolitan Park, Phase 3, the developer shall:

- 1) Submit the Deed(s), together with all required plat(s) to the appropriate County departments;
- 2) Obtain approval of the Deed(s) and required plat(s) as to substance by the County Manager;
- 3) Obtain approval of the Deed(s) as to form by the County Attorney;
- 4) Obtain acceptance of the Deed(s) on behalf of the County Board by the Chief of the Real Estate Bureau; and

- 5) Record the approved Deed(s) and required plat(s) among the land records of the Clerk of the Circuit Court of Arlington County.

ADA Power Door Openers

80. In addition to the regulations and requirements established with ADA Federal law, the developer agrees to install an automatic door opener for the main pedestrian residential entrances to the residential buildings. In addition, at any secure interior door, the developer agrees that a call box, if used, shall be mounted and measured at the lowest given height under the ADA with hands-free remote capability. The developer further agrees to provide an automatic door opener at the entrance to the lobby of the elevators from the parking garage adjacent to the ADA/van accessible parking spaces.

Universal Design and Accessibility

81. The developer agrees to work toward making the project barrier free and to incorporate Universal Design Concepts. The developer agrees to include the following specific Universal Design Concepts into the project:
 - a. Creating at-grade access to all first floor retail areas;
 - b. Installing lobby desks with a portion of workspace that has a height no greater than 34 inches above grade and has an open design to all unobstructed line of site between an individual behind the desk and a person in a wheelchair in front of the desk.

Site Area Appendage

82. The developer agrees that _____ square feet of land that is a part of the site area for Metropolitan Park Phase 3, located east of South Elm Street adjacent to the southeast corner of the intersection of 12th Street South and South Elm Street, shall be used for construction of the future Metropolitan Park Phase 4, pending approval of a final site plan for Phase 4. This site area was used in computations involving the Phase 3 site area and shall not be used twice for similar computations involving Phase 4.

PREVIOUS COUNTY BOARD ACTIONS:

February 25, 1976

Rezoned Pentagon City Tract - properties bounded on north by Army-Navy Drive; on west by South Joyce Street; on south by Arlington County property and 15th Street South; and on east by South Eads Street; excluding the Western Electric property - from "RA7-16," "RA6-15," "C-O," and "M-1" to "C-O-2.5."

Rezoned 1601 South Hayes Street (future fire station) from "RA7-16" to "S-3A." Rezoned 1500 block of South Hayes Street through to South Joyce Street including adjoining County owned property on South Joyce Street from "R2-7" to "S-3A." Rezoned 1500 and 1600 blocks to South Hayes through to South Fern Street from "RA7-16" to "RA4.8."

Rezoned 621 - 18th Street South from: S-3A" to "C-O-2.5."

Approved Pentagon City Phased Development Site Plan (PDSP).

January 8, 1977

Approved a PDSP Amendment to: 1) permit 20 additional low-rise family housing units in Parcel 5; 2) permit removal of 300 non-subsidized dwelling units for the elderly from Parcel 5 and relocate 280 such unit in Parcel 3; 3) permit submittal of landscape maintenance agreement prior to issuance of building permit instead of with final site plan submission; and 4) provide that park dedication be held in escrow until rezoning and site plan approval held valid by final court decision.

January 8, 1977

Approved Final Site Plan (SP-1) for Parcel 5 to include 300 subsidized housing units for the elderly, a 300-bed nursing home, and 200 low-rise family units.

October 15, 1977

Approved a PDSP Amendment to permit a temporary Metro-related parking lot until December 30, 1980 in area bounded by Army-Navy Drive, 15th Street South, South Joyce Street and South Hayes Street.

Approved Final Site Plan for a temporary Metro-related parking lot along the west side of South Hayes Street (between Army-Navy Drive and 15th Street South) and along north side of 15th Street South (between South Hayes and South Joyce Streets) until December 30, 1980.

June 3, 1978	Approved Final Site Plan Amendment for temporary Metro-related parking lot to eliminate the requirement for railroad ties or utility poles to separate parking aisles.
January 6, 1979	Approved Final Site Plan (SP-2) for a 12-story office building with approximately 253, 534 square feet of gross floor area located at 701 12 th Street South (northeast corner of 12 th Street South and South Hayes Street).
January 5, 1980	Approved Final Site Plan Amendment (SP-2) to extend approved plan for one year to January 6, 1981.
January 3, 1981	Approved PDSP Amendment to the PDSP and the Final Site Plan for temporary Metro-related parking lot to extend for one year to December 31, 1981.
April 1, 1981	Approved Final Site Plan (SP-3) for 12-story office building with approximately 309,574 square feet of gross floor area located at 601 12 th Street South.
November 14, 1981	Approved an Amendment to the PDSP and the Final Site Plan for temporary Metro-related parking lot to extend for two years to December 31, 1983. Approved Final Site Plan to enlarge temporary Metro-related parking lot in the 1000-1300 block of South Hayes Street.
May 20, 1982	Approved PDSP Amendment to transfer 200,000 and 290,000 square feet of gross office floor area from Parcels 2 and 3, respectively, to Parcel 1, and the transfer of 670 dwelling units from Parcel 1 to Parcel 3. (Conditioned on agreement being reached with MCI for use of the transferred space.) Reduced office and commercial parking requirement unless otherwise approved in final site plans.
September 11, 1982	Approved PDSP Amendment to permit temporary uses accessory to construction (eating facilities) on Pentagon City Tract.
January 8, 1983	Accepted withdrawal of Amendment to PDSP and Final Site Plan to enlarge temporary Metro-related parking lot.
April 9, 1983	Approved Amendment to Final Site Plan (SP-4) to extend the approval for two years to April 1, 1985 for residential condominium at 801 15 th Street South.

June 4, 1983	Deferred Amendment to Final Site Plans (SP-2 and SP-3) for signs at MCI office buildings.
June 18, 1983	Approved Amendment to Final Site Plans (SP-2 and SP-3) for signs at MCI office buildings.
August 13, 1983	Accepted withdrawal of Amendment to Final Site Plans (SP-2 and SP-3) for a freestanding sign/sculpture at MCI office buildings.
December 10, 1983	Approved Amendment to PDSP and Final Site Plan for a temporary Metro-related parking lot located in the 1000-1400 block of South Hayes Street to July 30, 1984.
July 11, 1984	Approved a Phased Development Site Plan Amendment to redefine parcel boundaries, increase retail density, transfer 47,500 square feet of retail density from Parcel 3 to Parcel 1 and 2 and modify several conditions. Approved a Final Site Plan for a shopping mall (1,019,300 square feet), a hotel (450 units), an office building (172,000 square feet) and 4,173 parking spaces. Approved a Final Site Plan amendment to amend the boundaries of Parcel 2C.
August 18, 1984	Approved a Phased Development Site Plan amendment to reduce the number of hotel units on Parcels 1B and 2B from 600 to 450 and on Parcel 1D from 1,100 units to 882 units.
September 8, 1984	Approved a PDSP Amendment to extend the approval of a temporary eating facility.
July 13, 1985	Approved Final Site Plan (SP-6) for two 12-story office buildings containing 514,892 square feet of gross floor area on Parcel 1C.
September 7, 1985	Approved Amendment to Final Site Plan to increase the site area of the shopping center by 18,853 square feet, to relocate and/or reconfigure the hotel, office tower, department stores, mall and parking structures with no change in gross floor area or height and to relocate the pedestrian access to Metro through the parking garage.
December 7, 1985	Approved Amendment to Final Site Plan to delete

Condition #49, referring to the County Board's approval of a 25, 000 square foot performing arts center.

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| October 1, 1988 | Deferred a Site Plan Amendment request for a comprehensive sign plan to December 3, 1988 County Board meeting. |
| December 3, 1988 | Deferred a Site Plan Amendment request for a comprehensive sign plan to January 7, 1989 County Board meeting. |
| February 11, 1989 | Approved a Site Plan Amendment request for a comprehensive sign plan. |
| March 4, 1989 | Approved Site Plan Amendment request for a daycare center at 600 Army-Navy Drive. |
| May 13, 1989 | Approved Final Site Plan (SP-7) for a 300-unit, 16-story hotel with two levels of underground parking in Parcel 1D at 1001 South Fern Street (northwest corner of South Fern Street and Army Navy Drive). |
| October 7, 1989 | Approved Site Plan Amendment (SP-5) to substitute planters and landscaping for louvers on parking garage at Pentagon City Mall. |
| September 8, 1990 | Approved Site Plan Amendment (SP-4) to allow 320 square feet of temporary leasing banners at the Parc Vista apartments. |
| October 6, 1990 | Approved Site Plan Amendment (SP-4) to convert 550 square feet of storage space in the Parc Vista apartments to medical office use. |
| August 10, 1991 | Approved a Site Plan Amendment to permit the operation of a convenience store on the first floor. |
| November 16, 1991 | Approved a Site Plan Amendment for a special exception permitting off-site stockpiling of material excavated from 4201 North Wilson Boulevard on premises known as 1001 South Fern Street. |
| May 16, 1992 | Approved PDSP Amendment to permit the uses allowed on M-1 to continue until redevelopment occurs, for 10 years. |
| September 12, 1992 | Approved PDSP Amendment to permit operation of |

temporary uses accessory to construction (i.e., eating facilities for construction workers, subject to original conditions and a review in three (3) years.

- December 15, 1992 Approved the abandonment, conveyance, and relocation of South Joyce Street at 15th Street South subject to conditions and authorize the Chairman to execute the deed conveying the abandoned right of way.
- March 10, 1993 Approved Use Permit (U-2764-93-1) for a comprehensive sign plan for 17 signs at River House I, II, and III.
- June 5, 1993 Approved PDSP Amendment (SP #105) to permit the 200 parking spaces required to be constructed in the former South Joyce Street right of way be converted to a landscaped open space and bus stop subject to conditions and a one (1) year review.
- January 8, 1994 Approved Site Plan Amendment (SP-7) to amend Condition #43 to allow a brick and EIFS treatment to hotel façade in Parcel 1D.
- April 9, 1994 Approved PDSP Amendment to permit the uses allowed on M-1 to continue until redevelopment occurs, subject to no new floor space being created outside the existing building envelop for a period ending on July 31, 2004.
- June 10, 1995 Continued PDSP Amendment (SP #105) to permit the 200 parking spaces required to be constructed in the former South Joyce Street right of way be converted to a landscaped open space and bus stop subject to conditions and a one (1) year review.
- September 9, 1995 Approved PDSP Amendment to permit operation of temporary uses accessory to construction (i.e., eating facilities for construction workers, subject to original conditions and administrative review in five years (September 2000).
- June 4, 1996 Continued PDSP Amendment (SP #105) to permit the 200 parking spaces required to be constructed in the former South Joyce Street right of way be converted to a landscaped open space and bus stop subject to conditions and no further review.
- February 8, 1997 Approved Site Plan Amendment (SP-2 and SP-3) to permit

	extension of the building entrance lobbies by 900 square feet each.
September 6, 1997	Took no action on General Land Use Plan Amendment to change the striping pattern in the Pentagon City PDSP.
October 4, 1997	Deferred a PDSP Amendment (SP #105) to amend Condition #2 of the PDSP and Final Site Plan (SP-8) for mixed use residential and retail development and associated parking to recessed meeting of December 18, 1977.
December 18, 1997	Approved PDSP Amendment (SP #105) to amend Condition #2 thereby adding 300,000 square feet of retail gross floor area to Parcel 1A/2A, reducing the number of residential units in Parcel 1A/2A from 2, 176 to 830 units, and reallocating 249 residential units from Parcel 1A/2A to Parcel 3. Deferred Final Site Plan (SP-8).
February 7, 1998	Approved Final Site Plan (SP-8) for a mixed use development that includes up to 300,000 square feet of retail, 830 residential units, and associated parking.
May 20, 2000	Accepted withdrawal of Site Plan Amendment (SP #105) to permit an urgent care center, hospital storage facility and print shop, including signage, at 1311 South Fern Street.
October 19, 2002	Deferred PDSP Amendment to permit the continuation of "M-1" uses to November 16, 2002.
November 16, 2002	Deferred PDSP Amendment to permit the continuation of "M-1" uses to December 7, 2002.
December 7, 2002	Approved PDSP Amendment to permit the continuation of "M-1" uses to expiration dates from December 31, 2005 through December 31, 2015.
February 10, 2004	Approved a Final Site Plan (SP-9) for 399 dwelling units and 11,300 square feet of ground floor retail in Parcel 3 (Metropolitan Park Phase 1).
March 14, 2006	Approved Final Site Plan (SP-9) for 300 dwelling units and 8,119 square feet of ground floor retail in Parcel 3 (Metropolitan Park Phase 2).