



## ARLINGTON COUNTY, VIRGINIA

**County Board Agenda Item  
Meeting of November 13, 2010**

**DATE:** November 4, 2010

**SUBJECT:** Authorize advertisement of the public hearing on a proposed ordinance establishing the Ballston Business Improvement Service District ("Ballston BID") to be held on December 11, 2010.

**C. M. RECOMMENDATION:**

- 1) Adopt the attached resolution (Exhibit I) authorizing a public hearing on December 11, 2010 to consider adoption of an ordinance (Exhibit II) creating the Ballston Business Improvement Service District ("Ballston BID").

**ISSUES:** Whether to create a service district for the purpose of promoting the Ballston area as a commercial center through services and facilities for the benefit of the commercial properties located within the proposed service district boundaries.

**SUMMARY:** The County Board is authorized by State law to establish service districts, by ordinance, to provide within the district, "additional, more complete or more timely services of government than are desired in the locality as a whole." By law, the extra services provided in the district must be for the benefit of the properties included within the district. An advertised public hearing must be held prior to the enactment of any ordinance that establishes such a service district. The proposed District includes only commercial properties, (commercial offices, hotels, land, and retail properties).

If established, it is anticipated the County Board would be asked to levy an ad valorem property tax on real estate located within the district beginning in CY 2011. The additional tax levy would be established, assessed and collected through the normal County tax billing and collection processes. The County Board, as the governing body of the district, would determine and approve during the budget process the range of services to be provided by the district, the rate of any tax levy, and how district services would be delivered.

The proposed ordinance establishing the district would be effective January 1, 2011, and would contain a sunset provision causing the district to expire after a five (5) years on June 30, 2016.

County Manager:

*BMD/kma*

County Attorney:

Staff: George Parr, AED

28.

Staff recommends that the County Board hold a public hearing to receive comments from citizens regarding the creation of the Ballston BID.

**BACKGROUND:** In December 2002, the County Board established the Rosslyn Business Improvement Service District (“Rosslyn BID”) to further promote the development of Rosslyn as a “world class commercial center.” The Rosslyn BID was funded in July 2003 and has been successfully operating since that time, providing valuable supplemental services to the district property owners and businesses including, for example, various beautification, cleaning and maintenance programs; community activities and events; transportation, parking, pedestrian and safety programs; and marketing and promotion.

On October 11, 2005 the County’s Economic Development Commission unanimously adopted a resolution that states in part:

- “The Commission recommends to the County Board that the use of Business Improvement Districts (BIDs) be considered as a potential economic development tool that can be used to improve the County’s local and regional competitiveness via enhanced services to both businesses and residents. We further recommend that the County Board give serious consideration to any properly prepared and qualified requests for implementation of a new BID in the County, that are submitted to the Board and are in general accordance with the following characteristics:
  - The BID proposal request must originate with and be advanced by the stakeholders from within the area of the proposed BID, and show evidence of majority support by the stakeholders in the proposed boundaries before presentation as a formal request for Board action.
  - There are a number of other characteristics of sound BID management and we suggest that the County Board ask the Arlington Economic Development staff to provide best practices to the board in preparing their legislation.
  - We do believe that all good BIDs should allow the property owners, who are paying for the additional services, to be the principal decision making body for a BID’s program and budget, and to control the managing agent. We also believe that BIDs should have a sunset provision so that the property owners that are paying for the additional services have the right to renew or not to renew on a regular basis.”

The proposed Ballston Business Improvement District addresses the considerations suggested by the EDC.

The County Board further underscored its commitment to the creation of business improvement districts by approving the Crystal City Business Improvement Service District (“Crystal City BID”) in 2006. The Crystal City BID was funded in July 2006 and immediately began the process of rebranding Crystal City and marketing the area’s revitalized identity. To date the effort has met with great success as the community’s appeal and profitability have been enhanced as the Crystal City BID expects to deliver \$10 million in additional services and investment in Crystal City during its first five years of operation.

Now, a group of Ballston property owners, the Ballston BID Steering Committee (“Steering Committee”) are proposing the creation and implementation of a BID for the Ballston area (see Attachment 2 of Exhibit IV).

Beginning with the opening of Ballston Common in the mid-1980s, Ballston has evolved from a suburban commercial crossroads to a dynamic, high-density, mixed-use community. With Arlington County's commitment to the development of the Rosslyn-Ballston corridor and the leadership provided by the Ballston-Virginia Square Partnership ("Partnership"), developers have transformed the area in ways that reflect the vision of the community. But the Partnership is strongly dependant upon volunteer initiatives and lacks the resources to help make Ballston the "great place" that it can be, which in an increasingly competitive commercial real estate market will become even more essential to its long term success and the value of its individual commercial properties.

Commercial properties located in the proposed Ballston BID face a series of difficult competitive threats in the near future, which ultimately could undermine the sub-market's strong vacancy rates and high property values. The office market faces price competition from the District of Columbia which up to now has not previously been a factor as a huge supply of office space is added to the NOMA and South Capitol submarkets over the next two decades. Tysons Corner will become a stronger competitor as Metro is extended and opened in 2015; right now Ballston competes with Tysons Corner but has the Metro advantage. Within Arlington, Ballston will compete with newer properties in Rosslyn, Clarendon, and Crystal City while adding a few new projects of its own. Maintaining a competitive image and adding competitive activities in the face of increased competition will be a challenge.

Ballston exists today because the public and private sectors articulated a vision and remained committed to it. As the market becomes ever more competitive, Rosslyn, Crystal City and the District have created neighborhood branding and marketing programs to highlight their markets and create new and expanded visibility and interest. Ballston must compete directly for tenant and consumer interest.

To its credit, the Ballston business community has identified these issues and for a number of years has been looking for ways to improve the area. As Business Improvement Districts (BIDs) were formed in Washington, DC and elsewhere, leaders began to look at BIDs as a tool for Ballston's future. And with the successive formations of the Rosslyn and Crystal City BIDs, Ballston's business leaders have refined their positions for a potential BID district.

In an on-going effort to engage the Ballston community in the possibilities of a BID, the Steering Community was formed. Members of the Steering Committee have communicated with the stakeholders for nearly four years with a goal of creating a common vision and identifying the services a BID could provide to make that vision a reality.

Three key Ballston property interests – The JBG Companies, The Shooshan Company and Gates, Hudson & Associates (representing Dweck Properties, Inc.) – pooled their resources to hire consulting and legal assistance to move the BID process forward and to prepare a submission to the Arlington County Board and County Manager.

The Steering Committee has focused on refining the goals and services of the proposed BID. By listening to the community through a series of interviews, roundtable discussions and survey

research, the Steering Committee has identified the goals and services of the proposed BID. Along the way, dozens of stakeholders engaged in the process of offering their views about Ballston's strengths, problems and identifying ways to capitalize on its assets.

From their interaction with stakeholders, the Ballston community and Arlington County, the Steering Committee has identified the following five goals for the Ballston BID.

1. Move the perception of Ballston from a "good place" to a "great place".
2. Enhance and communicate Ballston's commercial advantages in an increasingly competitive county and region.
3. Increase and protect private and public investment in Ballston's commercial properties
4. Create, manage and sustain Ballston as the premier mixed-use urban environment in the County.
5. Promote Ballston's brand as an internationally recognized hub for science and technology.

The Ballston BID would be similar in nature to the Crystal City BID and would function, from a governance perspective, in the same manner. The services provided in the Ballston BID would be tailored to meet the commercial property related needs of the Ballston district. Activities include marketing (branding and promotion), community events (placemaking), minor physical enhancements (banners, wayfinding), beautification and transportation enhancements (bike racks, bus shelters, etc.).

**DISCUSSION:** The proposed "Ballston Business Improvement Service District" would be comprised of 119 commercial properties totaling approximately 8.3 million square feet of development in an area measuring over 118 acres located in the Rosslyn- Ballston Metro corridor. The boundaries for the proposed BID district, set forth in Exhibit IIA, are described as the mid block area on North Glebe Road just south of the intersection of North Glebe Road and Washington Boulevard, which forms the area's northern most point, while the intersection of North Glebe, Henderson and North Quincy forms its most southern boundary. The eastern boundary includes portions of North Pollard, connecting back to the north via Fairfax Drive. Properties fronting North Glebe and North Wakefield Street generally form the western boundary. The proposed District includes only commercial properties.

During the process of establishing business improvement service districts in Rosslyn and Crystal City, the County Board asked that petitioners provide evidence that the preponderance of commercial property owners within their respective proposed districts voluntarily agreed to the formation of a BID. This evidence has been in the form of petitions which represent some percentage of property value, square footage, and/or number of properties. Based on documentation presented to date, including those in the process of submitting documentation (having agreed to do so verbally), the proposed Ballston BID is supported by the owners or asset managers of approximately 50 percent of the total property value and 51 percent of the square footage used for office, retail or hotel purposes or planned/zoned for projects under construction. This preponderance test has been more of a guideline than a policy to date and it is more difficult to meet in Ballston where there are a large number of very small properties and a significant number of absentee and institutional investors.

Most of those in support of the proposed district are local owners of office buildings, although some institutional owners have also expressed support. The major retail owner in the proposed district, Forest City, is included among the supporters. The majority of those not listed as supporters are institutional investors perhaps best described as neutral; they have not been willing to sign a petition, but have indicated that they are not opposed to the formation of a BID.

A small number of property owners have indicated opposition to the proposed BID, most notably the National Rural Electric Cooperative Association (NRECA) and the Nature Conservancy. The properties owned by these two groups, along with two other owners who oppose the Ballston BID (4601 North Fairfax Drive - UBS Realty of CA and 671 N. Glebe Road - Bernstein Cos.), represent approximately 14.5 percent of the total value of all commercial properties located within the proposed Ballston BID boundaries and 14 percent of the proposed district's commercial square footage.

A color coded map of the proposed district illustrating those who support, oppose or are neutral on the matter is attached as Exhibit III.

Another map entitled "Proposed Ballston Service District" and precisely delineating the proposed district is included as Exhibit IIA of the proposed ordinance creating the District. Please note: the BID will exclude all current properties designated as residential properties. Accordingly, assessments will not be levied against the following residential condominiums: The Continental, The Jefferson Senior Living Condominiums, The Altavista Condominium, and Liberty Place Condominium. In the event that current commercial properties become residential, the district boundaries will need to be amended to exclude them.

The parcels included in the proposed district are identified in Exhibit IIB. The 2010 property assessments for the proposed District are in excess of \$2.441 billion. The Steering Committee plans to propose a FY 2012 budget totaling \$1,092,499, which based upon the 2010 assessments will require a supplemental tax rate of \$0.045 per \$100 of assessed value of taxable real property. The district work plan, budget and tax rate, along with an agreement with the Ballston Business Improvement Corporation for delivery of district services, will be considered by the County Board through the budget process for Fiscal Year 2012.

The Ballston BID Steering Committee Property has expressed a desire to model the annual budget process and delivery of services after the Rosslyn and Crystal City service districts. This model provides for the creation of a private, non-profit corporation with a board of directors comprised of representative landowners in the district. Accordingly, the Steering Committee plans to establish a 501(c)6 corporation to be known as the "Ballston Business Improvement Corporation". The County Board, as the governing body of the district, would enter into an agreement with the corporation under which the corporation, as a contractor of the County Board, would be responsible for providing a scope of district services defined in a work plan annually approved by the County Board and funded using funds appropriated annually by the County Board. The source of funds would be an ad valorem real property tax levied annually in the district by the County Board. The corporation would recommend an annual work plan along with a proposed tax rate for consideration and approval by the County Board each year as part of the County's budget process. In the event the County board establishes a district, an agreement

with a yet to be established corporation would be presented to the County Board, along with a proposed work plan and tax rate, for consideration during the FY 2012 budget process.

**FISCAL IMPACT:** The primary fiscal impacts for the County arising from the establishment of the Ballston Business Improvement Service District would be the administration of the service district and management of the contract with the BID Corporation or other service providers. The County expects to receive one percent of the service district's supplemental tax revenue to offset the costs of administering the Ballston BID. This is consistent with the administrative fees charged to the Rosslyn and Crystal City BIDS. These funds will be included in the proposed FY 2012 budget if the Ballston Service District is established and the tax rate is levied.

EXHIBIT I

**AUTHORIZE PUBLIC HEARING ON ORDINANCE ESTABLISHING THE  
BALLSTON BUSINESS IMPROVEMENT SERVICE DISTRICT**

WHEREAS, pursuant to §15.2-2400 *et seq. Va. Code Ann.*, the County Board is authorized to establish service districts for the purpose of providing additional, more complete or more timely governmental services than may be needed or desired in the remainder of the County; and

WHEREAS, individuals owning property in Ballston have presented a formal proposal to the County Board requesting the establishment of a service district within the Ballston area, such service district to be called the Ballston Business Improvement Service District (the “Ballston BID”); and

WHEREAS, a proposed ordinance has been prepared establishing the Ballston BID, which ordinance is attached hereto and incorporated herein; and

NOW, THEREFORE, BE IT RESOLVED, that the County Board does hereby authorize the advertisement of a public hearing to be held on December 11, 2010, concerning adoption of the attached ordinance (Exhibit II) establishing the Ballston Business Improvement Service District effective January 1, 2011; and

BE IT FURTHER RESOLVED that the County Board expects those property owners requesting the establishment of the Ballston BID through the adoption of the attached ordinance to present evidence at the public hearing of (1) their efforts to inform the public, particularly those property owners, tenants, and residents affected thereby, of the proposed establishment of the Ballston BID, and (2) support of commercial property owners controlling individually identified tax parcels equivalent to a majority of the aggregate assessed value of all parcels within the proposed District, for the establishment of the Ballston Business Improvement Service District.

## EXHIBIT II

### ORDINANCE ESTABLISHING THE BALLSTON BUSINESS IMPROVEMENT SERVICE DISTRICT

WHEREAS, pursuant to §15.2-2400 *et seq. Va. Code Ann.*, the County Board is authorized to establish service districts for the purpose of providing additional, more complete or more timely governmental services than may be needed or desired in the remainder of the County; and

WHEREAS, based upon the request of, and a demonstration of support from commercial property owners affected thereby, the County Board has determined a need exists to provide some of the services authorized by law for service districts that promote economic development and benefit commercial properties through the establishment of a service district within the area of Arlington County known as Ballston, such service district to be called the Ballston Business Improvement Service District (the “Ballston BID”);

NOW, THEREFORE, be it ordained as follows:

1. The Ballston BID is hereby established, the boundaries of which shall be as depicted on the map attached hereto and incorporated herein as Exhibit IIA, and which shall encompass those commercial parcels included on the list attached hereto and incorporated herein as Exhibit IIB, and which shall exclude all residential properties.

2. The purposes of the Ballston BID are to promote the competitive success of the commercial properties in the district by providing services and facilities that enhance the economic activities and services of those properties. The services and facilities provided in the Ballston BID are those authorized by law that facilitate the aforesaid purposes including, but not limited to, economic development services, promotion of business and retail development services, marketing , sponsorship and promotion of recreational and cultural activities , signage (e.g., banners, wayfinding), beautification and landscaping, public parking, street and sidewalk cleaning, snow removal, and public transportation system related improvements (e.g., bus shelters), transportation management services, and transportation related enhancements (e.g., bike racks).

3. The plan for providing facilities and services within the Ballston BID is either or both for the County Board to provide the services and facilities directly using County personnel and contractors, and/or for the County Board to contract with a nonprofit corporation which shall be responsible for the provision of specific services and facilities within the Ballston BID identified in an annual work plan subject to annual approval and

funding by the County Board, and management and oversight by the County Board pursuant to appropriate governing contracts, leases, and other documents.

4. The benefits to be expected from the creation of the Ballston BID include economic development within the Ballston BID, competitive commercial success of existing and future commercial properties, increased employment, and generally the preservation and enhancement of the Ballston BID as a safe, secure, and attractive area in which businesses and the community generally can thrive through the provision of additional, more complete and more timely governmental services.

5. This Ordinance and the Ballston BID established hereby shall be effective as of January 1, 2011 and shall remain in effect until June 30, 2016.

# EXHIBIT IIA

## Ballston - Service District Analysis

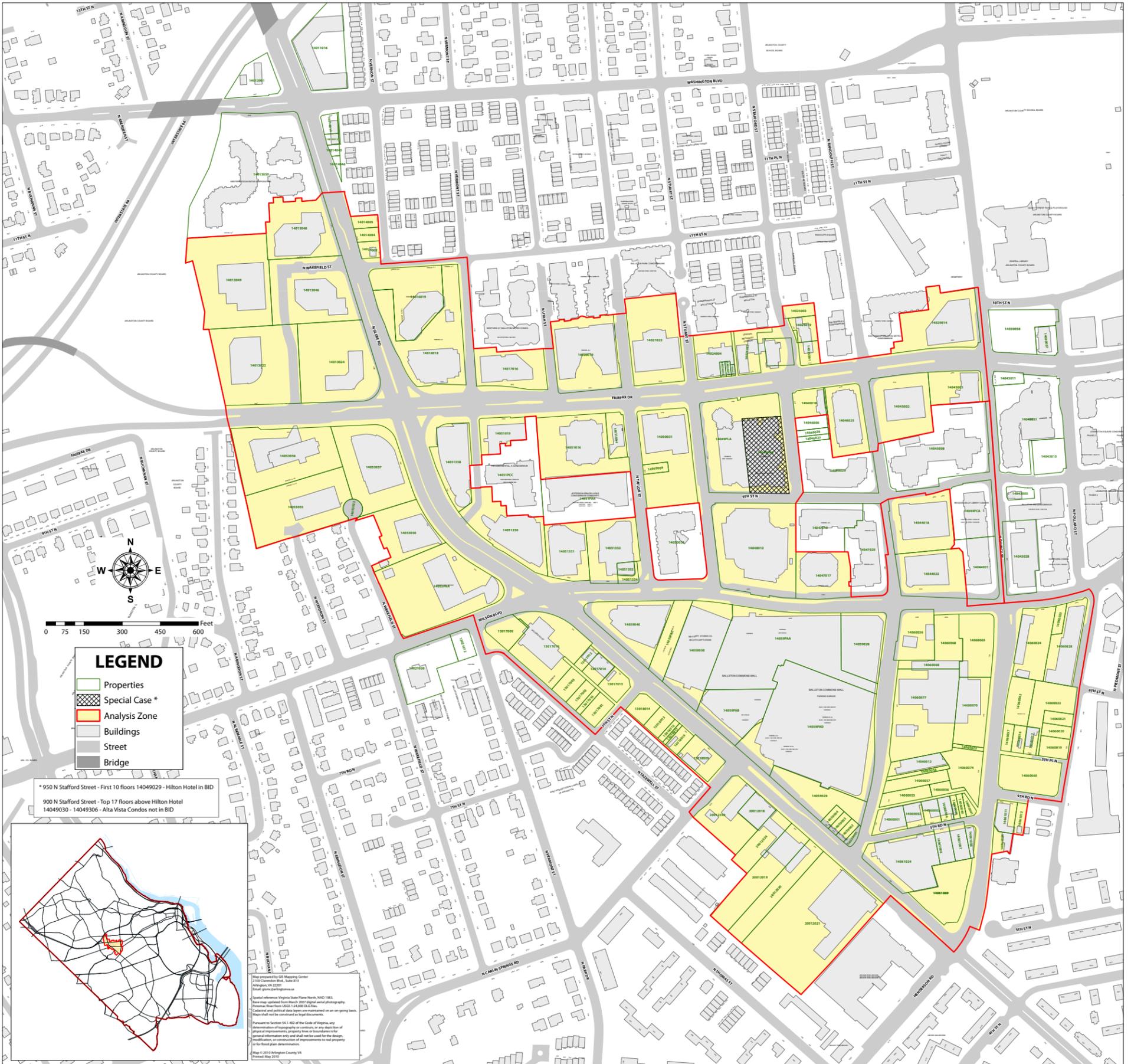


EXHIBIT IIB (Ballston BID)

BALLSTON BUSINESS IMPROVEMENT DISTRICT - SEPT. 2010 - Commerical Properties located within BID boundaries - RPC #, Address, Owner, Tax Map, Type of Property, CY 10 Value

RPC Web Link	Notes	Property Address	Owner Line 1	Owner Line 2	Map	Property Class	10 Assessed Value
13017001		N TAZEWELL ST	CAPITAL AUTOMOTIVE LP		052-16	201-GenCom VacLand-siteplan	\$ 496,300
13017002		N TAZEWELL ST	CARS-DB1 LLC		052-16	201-GenCom VacLand-siteplan	\$ 330,900
13017003		N TAZEWELL ST	CARS-DB1 LLC		052-16	210-General Comm Parking	\$ 502,700
13017009		4444 WILSON BLVD	ROSENTHAL ROBERT M TR		052-16	201-GenCom VacLand-siteplan	\$ 933,900
13017010		750 N GLEBE RD	CARS-DB1 LLC		052-16	254-Auto dealership	\$ 4,576,300
13017012		730 N GLEBE RD	MILLAR PROPERTIES LLC	David Shurtz bought property	052-16	211-Retail strip	\$ 474,900
13017014		726 N GLEBE RD	COLLINS STORE ASSOC	LIMITED PARTNERSHIP %KINCO LC	052-16	211-Retail strip	\$ 932,400
13017015		700 N GLEBE RD	BUCKINGHAM JENCO LP	%THE JENCO GROUP	052-16	200-GenCom VacLand-no siteplan	\$ 635,400
13017016		N TAZEWELL ST	CAPITAL AUTOMOTIVE LP		052-16	200-GenCom VacLand-no siteplan	\$ 165,400
13017017		N TAZEWELL ST	CARS-DB1 LLC		052-16	200-GenCom VacLand-no siteplan	\$ 20,800
13018009		660 N GLEBE RD	MOUNT VERNON PETROLEUM	REALTY LLC	052-16	253-Service station	\$ 1,391,700
13018012		N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S % TAX DEPT	052-16	210-General Comm Parking	\$ 123,500
13018013		N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S % TAX DEPT	052-16	210-General Comm Parking	\$ 519,800
13018014		N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S % TAX DEPT	052-16	210-General Comm Parking	\$ 623,200
13018016			NEZAM ALISINA		052-16	215-Gen Comm - other	\$ 451,100
13018017		N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S % TAX DEPT	052-16	210-General Comm Parking	\$ 105,500
14013022		4601 FAIRFAX DR	4601 NORTH FAIRFAX DRIVE	INVESTORS LLC %UBS REALTY LLC	052-11	112-Off bldg 7+ stories	\$ 74,479,100
14013024	exempt parcel, no 2010 value yet.	1000 N GLEBE RD	MARYMOUNT UNIVERSITY		052-11	112-Off bldg 7+ stories	
14013046		1010 N GLEBE RD	TA/WESTERN LLC	%CUSHMAN & WAKEFIELD	052-07	112-Off bldg 7+ stories	\$ 36,849,100
14013048		1110 N GLEBE RD	TRIZECHAHN BALLSTON PLAZA II LLC	%ePROPERTY TAX-DEPT 113	052-07	112-Off bldg 7+ stories	\$ 56,005,500
14013049		1100 N GLEBE RD	CPT FAIRFAX GLEBE LLC	%AEW CAPITAL MGMT LP	052-07	112-Off bldg 7+ stories	\$ 88,711,400
14014003		1100 N VERNON ST	K-F ASSOCIATES		052-07	253-Service station	\$ 333,800
14014004		1105 N GLEBE RD	K-F ASSOCIATES		052-07	201-GenCom VacLand-siteplan	\$ 325,000
14014005		1110 N VERNON ST	K F ASSOCIATES		052-07	201-GenCom VacLand-siteplan	\$ 332,000
14016018		4501 FAIRFAX DR	JOHN HANCOCK LIFE INSURANCE CO	% MANULIFE FINANCIAL CORP	052-12	112-Off bldg 7+ stories	\$ 68,723,200
14016019		1005 N GLEBE RD	REALTY ASSOCIATES FUND VIII LP	% JONES LONGLASALLE	052-12	112-Off bldg 7+ stories	\$ 40,444,900
14017016		4401 FAIRFAX DR	FAP-ARLINGTON SQUARE LLC	% JONES LANG LASALLE	052-12	112-Off bldg 7+ stories	\$ 34,243,800
14020019		4301 FAIRFAX DR	OTR	%DELOITTE & TOUCHE	052-12	112-Off bldg 7+ stories	\$ 83,732,800
14021022		4245 FAIRFAX DR	NATURE CONSERVANCY	%FOULGER PRATT MGMT INC ATTN C STEVE	052-12	112-Off bldg 7+ stories	\$ 47,781,500
14024001		4213 FAIRFAX DR	KVALE PAUL ARTHUR	ARMSTRONG SUSANNA	052-12	211-Retail strip	\$ 158,600
14024004		4223 FAIRFAX DR	MONTICELLO PARTNERS LLC	% WINFIELD GROUP	052-12	211-Retail strip	\$ 3,296,800
14024017		4201 FAIRFAX DR	LADIES AID METHODIST	EPISCOPAL CHURCH ATTN WM CLEVELAND E	052-12	215-Gen Comm - other	\$ 3,717,400
14024018		4219 FAIRFAX DR	MONTICELLO PARTNERS LLC	C/O WINFIELD GROUP	052-12	212-Restaurant/eating facility	\$ 437,100
14024019		4215 FAIRFAX DR	PETROSKY JOSEPH F	PETROSKY ANDREW ET AL	052-12	212-Restaurant/eating facility	\$ 437,100
14025001		4117 FAIRFAX DR	FIRST AMERICAN BANK OF VA	% WACHOVIA BANK	053-09	210-General Comm Parking	\$ 487,200
14025003		N STAFFORD ST	LONG MILDRED R TRUSTEE		052-12	210-General Comm Parking	\$ 344,700
14025019		1011 N STAFFORD ST	LONG MILDRED R TRUSTEE		053-09	217-Bank	\$ 1,135,100
14025020		N STAFFORD ST	LONG MILDRED R TRUSTEE		052-12	200-GenCom VacLand-no siteplan	\$ 31,600
14029014		4001 FAIRFAX DR	QUINCY STREET STATION	ASSOCIATES LTD PRTRNSHP	053-09	112-Off bldg 7+ stories	\$ 44,744,900
14043011	exempt parcel, no 2010 value yet.	FAIRFAX DR	WMATA	ATTN: PROPERTY MANG	053-09	215-Gen Comm - other	
14043028		801 N QUINCY ST	GUARDIAN QUINCY LLC	%GUARDIAN LIFE INSURANCE CO	053-13	112-Off bldg 7+ stories	\$ 39,760,100
14044018		875 N RANDOLPH ST	BALLSTON INVESTOR GROUP I	LLC %MARTIN SCHNIDER	053-09	112-Off bldg 7+ stories	\$ 117,053,300
14044022		4075 WILSON BLVD	BALLSTON INVESTOR GROUP IV	LLC	053-09	112-Off bldg 7+ stories	\$ 66,655,600
14045002		4040 FAIRFAX DR	JJ&M SPEC LLC		053-09	112-Off bldg 7+ stories	\$ 30,562,600
14045003		4000 FAIRFAX DR	CARPOOL INVESTORS LP		053-09	254-Auto dealership	\$ 3,408,800
14046018		935 N STAFFORD ST	SMITH RICHARD S TR		053-09	212-Restaurant/eating facility	\$ 3,108,600
14046021		N STAFFORD ST	SMITH RICHARD S TR		053-09	200-GenCom VacLand-no siteplan	\$ 114,100
14046025		4100 FAIRFAX DR	JAMES CAMPBELL COMPANY LLC		053-09	112-Off bldg 7+ stories	\$ 94,804,900
14047017		4121 WILSON BLVD	STAFFORD CIRCLE ASSOCIATES, LLC	C/O GATES HUDSON & ASSOCIATES	053-13	112-Off bldg 7+ stories	\$ 62,509,900
14048012		4201 WILSON BLVD	STAFFORD EQUITY STRATFORD LLC	STAFFORD DATA LLC ET AL	052-12	112-Off bldg 7+ stories	\$ 162,923,400
14050009		909 N TAYLOR ST	4250 N FAIRFAX OWNER LLC	%THOMSON REUTERS	052-12	101-Off Bldg-VacLand-site plan	\$ 732,400
14050031		4250 FAIRFAX DR	4250 N FAIRFAX OWNER LLC	%THOMAS REUTERS PROP TAX SERV	052-12	112-Off bldg 7+ stories	\$ 93,300,900
14051004		920 N TAYLOR ST	FIRST VIRGINIA BANK	% BB&T PROP TAX DEPT	052-12	217-Bank	\$ 1,702,500

EXHIBIT IIB (Ballston BID)

BALLSTON BUSINESS IMPROVEMENT DISTRICT - SEPT. 2010 - Commerical Properties located within BID boundaries - RPC #, Address, Owner, Tax Map, Type of Property, CY 10 Value

RPC Web Link	Notes	Property Address	Owner Line 1	Owner Line 2	Map	Property Class	10 Assessed Value
14051016		4350 FAIRFAX DR	TEACHERS INSURANCE AND	ANNUITY ASSOCIATION OF AMERICA	052-12	112-Off bldg 7+ stories	\$ 59,461,500
14051019							
14051351		4420 FAIRFAX DR	JBG/FAIRFAX DR LLC		052-12	112-Off bldg 7+ stories	\$ 13,713,600
14051352		4401 WILSON BLVD	NATIONAL RURAL ELECTRIC	COOPERATIVE ASSOC	052-12	112-Off bldg 7+ stories	\$ 80,106,600
14051353		4301 WILSON BLVD	NATIONAL RURAL ELECTRIC	COOPERATIVE ASSOC	052-12	112-Off bldg 7+ stories	\$ 75,448,500
14051354		N TAYLOR ST	NATIONAL RURAL ELECTRIC	COOPERATIVE ASSOC	052-16	101-Off Bldg-VacLand-site plan	\$ 1,060,400
14051356	exempt parcel, no 2010 value yet.	WILSON BLVD	ARLINGTON COUNTY BOARD		052-16	200-GenCom VacLand-no siteplan	
14051358		801 N GLEBE RD	ARLINGTON GATEWAY HOTEL LLC	%JBG COMPANIES	052-12	411-Hotel - Full service	\$ 68,133,000
14053023		901 N GLEBE RD	ARLINGTON GATEWAY INVESTORS LLC	C/O GATES HUDSON & ASSOCIATES	052-12	112-Off bldg 7+ stories	\$ 112,876,300
14053055		N WAKEFIELD ST	CARUTHERS STEPHEN P &	CARUTHERS PRESTON C TR ET %VA MGMT I	052-11	200-GenCom VacLand-no siteplan	\$ 432,600
14053056		4600 FAIRFAX DR	CARUTHERS INVESTMENT	ASSOCIATES ET AL %VA MGMT INC #1002	052-11	112-Off bldg 7+ stories	\$ 26,328,900
14053057		4610 FAIRFAX DR	BALLSTON HOTEL ASSOCIATES		052-11	412-Hotel - Limited Service	\$ 28,621,300
14053058		950 N GLEBE RD	PPF OFF 950 N GLEBE ROAD LLC	%MORGAN STANLEY RE ADVISOR INC	052-11	112-Off bldg 7+ stories	\$ 83,386,100
14059001		900 N GLEBE RD	VIRGINIA TECH RESEARCH	INSTITUTE LLC	052-11	101-Off Bldg-VacLand-site plan	\$ 8,353,300
14059002	exempt parcel, no 2010 value yet.	603 N GLEBE RD	COUNTY BOARD OF ARLINGTON		063-01	200-GenCom VacLand-no siteplan	
14059003	exempt parcel, no 2010 value yet.	N GLEBE RD	COUNTY BOARD OF ARLINGTON	1400 N COURT HOUSE RD	063-01	210-General Comm Parking	
14059004	exempt parcel, no 2010 value yet.	615 N GLEBE RD	COUNTY BOARD OF ARLINGTON	COUNTY VIRGINIA THE	063-01	200-GenCom VacLand-no siteplan	
14059028	exempt parcel, no 2010 value yet.	625 N GLEBE RD	COUNTY BOARD OF ARLINGTON		063-01	200-GenCom VacLand-no siteplan	
14059029		4100 WILSON BLVD	THE MAY DEPARTMENT STORES CO	MACY'S % TAX DEPT	053-13	215-Gen Comm - other	\$ 8,786,100
14059030		N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S %PROP TAX	052-16	200-GenCom VacLand-no siteplan	\$ 423,300
14059040		701 N GLEBE RD	THE MAY DEPARTMENT STORES	MACY'S % TAX DEPT	052-16	215-Gen Comm - other	\$ 27,053,200
14060001		4300 WILSON BLVD	NDH II POINT LLC	7TH FLOOR	052-16	112-Off bldg 7+ stories	\$ 82,991,800
14060002		501 N RANDOLPH ST	ESPOSITO SALVATORE & JOAN M	% TUTTO BENE RISTORANTE	063-01	212-Restaurant/eating facility	\$ 1,486,500
		4019 5th RD N	THE 4019 LLC		063-01	251-Warehouse	\$ 1,006,600
14060003							
14060004		4013 5th RD N	LAVEZZO DAVID J JR AND	JEAN M TRUSTEES	063-01	251-Warehouse	\$ 524,800
14060005		4011 5th RD N	LAVEZZO DAVID J JR AND	JEAN M TRUSTEES	063-01	251-Warehouse	\$ 475,700
14060012		4011 5th RD N	THE 2501 LLC		063-01	210-General Comm Parking	\$ 149,600
14060016		601 N RANDOLPH ST	ASC-ARLINGTON	REAL ESTATE LLC	053-13	251-Warehouse	\$ 1,303,100
14060017	exempt parcel, no 2010 value yet.	5th PL N	COUNTY BOARD OF ARLINGTON		053-13	210-General Comm Parking	
14060021		3929 5th PL N	MARSHALL AL	GINIUNANS JUAN TR	053-13	253-Service station	\$ 454,300
14060022		N POLLARD ST	AL'S MOTORS INC	HEALTH CLUB INVESTORS LLC	053-13	210-General Comm Parking	\$ 284,700
14060023		N POLLARD ST	AL'S MOTORS INC	HEALTH CLUB INVESTORS LLC	053-13	215-Gen Comm - other	\$ 1,116,400
14060024		WILSON BLVD	AL'S MOTORS INC	HEALTH CLUB INVESTORS LLC	053-13	210-General Comm Parking	\$ 323,600
14060028		3924 WILSON BLVD	AL'S MOTORS INC	HEALTH CLUB INVESTORS LLC	053-13	215-Gen Comm - other	\$ 2,648,600
14060036		3910 WILSON BLVD	AL'S MOTORS INC	HEALTH CLUB INVESTORS LLC	053-13	215-Gen Comm - other	\$ 6,200,900
14060037		4030 WILSON BLVD	NEHOSO INC		053-13	101-Off Bldg-VacLand-site plan	\$ 7,775,200
14060040	exempt parcel, no 2010 value yet.	5th PL N	ARLINGTON COUNTY BOARD		053-13	210-General Comm Parking	
14060041		5th RD N	THE 2501 LLC		063-01	210-General Comm Parking	\$ 159,500
14060042		5th RD N	THE 2501 LLC		063-01	210-General Comm Parking	\$ 181,700
14060054	exempt parcel, no 2010 value yet.	WILSON BLVD	ARLINGTON COUNTY BOARD		053-13	210-General Comm Parking	
14060055		N RANDOLPH ST	AMERICAN SERVICE CENTER	ASSOCIATES	053-13	200-GenCom VacLand-no siteplan	\$ 256,400
14060056		505 N RANDOLPH ST	AMERICAN SERVICE CENTER	ASSOCIATES	053-13	200-GenCom VacLand-no siteplan	\$ 701,000
14060057		5th RD N	AMERICAN SERVICE CENTER	ASSOCIATES	053-13	200-GenCom VacLand-no siteplan	\$ 314,100
14060060		N RANDOLPH ST	AMERICAN SERVICE CENTER	ASSOCIATES	053-13	200-GenCom VacLand-no siteplan	\$ 789,300
14061006	exempt parcel, no 2010 value yet.	538 N POLLARD ST	ARLINGTON COUNTY BOARD		053-13	200-GenCom VacLand-no siteplan	
14061007		4012 5th RD N	AMERICAN SERVICE CENTER	ASSOCIATES	063-01	253-Service station	\$ 1,783,200
14061008		5th RD N	AMERICAN SERVICE CENTER	ASSOCIATES A VA LTD PARTNERSHIP	063-01	254-Auto dealership	\$ 3,318,500
14061011		4004 5th RD N	AMERICAN SERVICE CENTER	ASSOCIATES A VA LTD PARTNERSHIP	063-01	253-Service station	\$ 233,600
14061012		3912 5th RD N	KINNEY DAVID B TR ET AL	% KINCO LC	063-01	251-Warehouse	\$ 746,800
14061024		5th RD N	KINNEY DAVID B TR ET AL	% KINCO LC	063-01	251-Warehouse	\$ 339,400
14061064		585 N GLEBE RD	ASC-ARLINGTON	REAL ESTATE LLC	063-01	253-Service station	\$ 5,416,600
14061069		4000 A 5th RD N	KCF LLC		063-01	200-GenCom VacLand-no siteplan	\$ 410,100

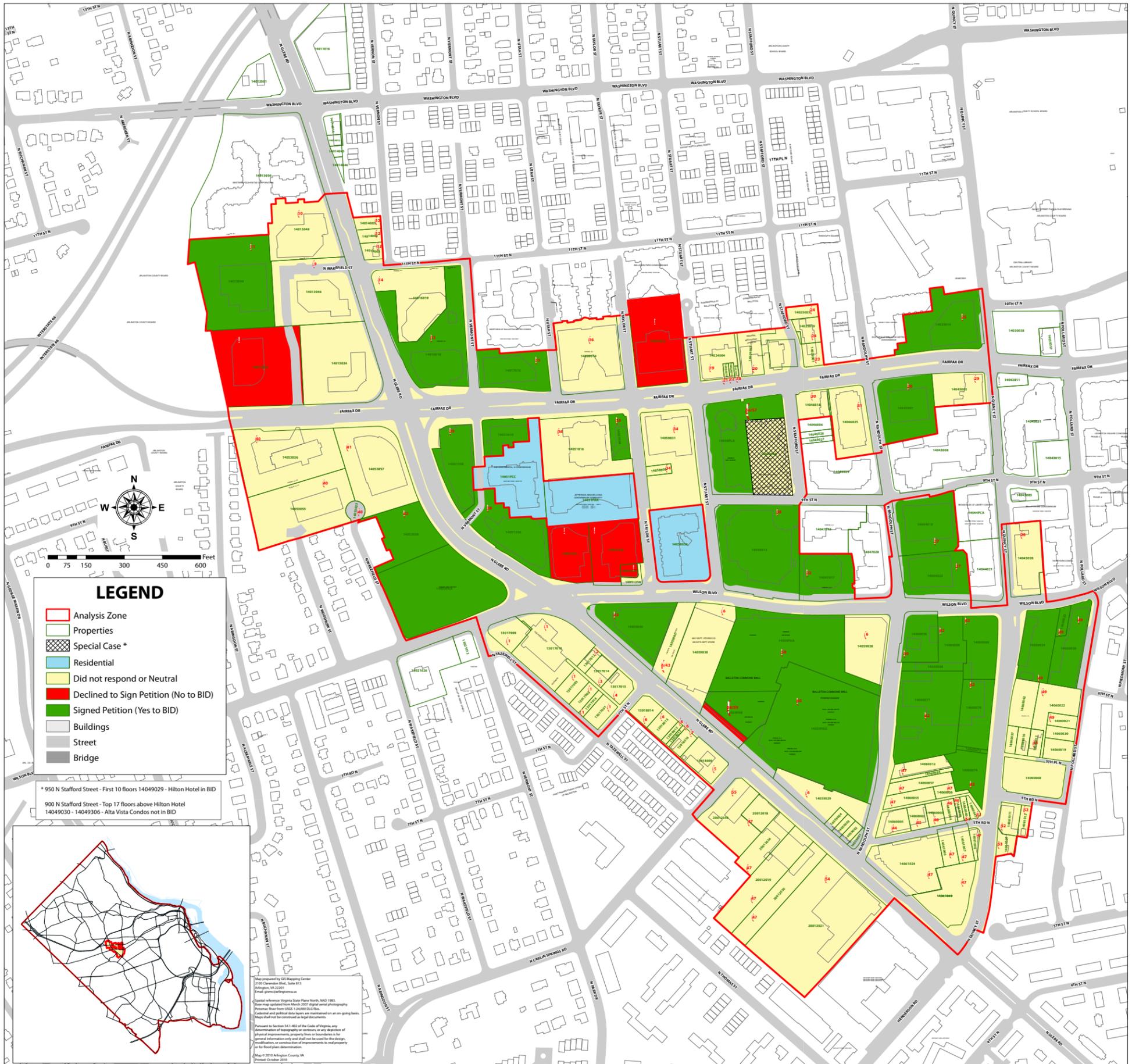
EXHIBIT IIB (Ballston BID)

**BALLSTON BUSINESS IMPROVEMENT DISTRICT - SEPT. 2010 - Commerical Properties located within BID boundaries - RPC #, Address, Owner, Tax Map, Type of Property, CY 10 Value**

RPC Web Link	Notes	Property Address	Owner Line 1	Owner Line 2	Map	Property Class	10 Assessed Value
20012018		N GLEBE RD	ASC-ARLINGTON	REAL ESTATE LLC	063-01	200-GenCom VacLand-no siteplan	\$ 2,869,100
20012019		640 N GLEBE RD	ASC-ARLINGTON	REAL ESTATE LLC	062-04	254-Auto dealership	\$ 1,490,500
20012020		624 N GLEBE RD	AMERICAN SERVICE CENTER	ASSOCIATES	062-04	254-Auto dealership	\$ 3,007,800
20012021		616 N GLEBE RD	ASC-ARLINGTON	REAL ESTATE LLC	062-04	254-Auto dealership	\$ 2,445,800
20012024		600 N GLEBE RD	RUDDICK CORPORATION	% HARRIS TEETER INC/RELST DPT	063-01	215-Gen Comm - other	\$ 6,634,400
20012359		N GLEBE RD	AMERICAN SERVICE CENTER	ASSOCIATES	062-04	210-General Comm Parking	\$ 1,471,200
		650 N GLEBE RD	NORTH CARLIN PROPERTIES	INC % PAUL GLEIBERMAN	062-04	254-Auto dealership	\$ 2,819,000
14049014							
14049026		901 N STUART ST	BALLSTON METRO INVESTORS LLC	(LESSEE) %GATES HUDSON & ASSOC INC	052-12	112-Off bldg 7+ stories	\$ 71,801,100
14049307	exempt parcel, no 2010 value yet.	4200 FAIRFAX DR	WMATA	ATTN: PROPERTY MANG	052-12	201-GenCom VacLand-siteplan	
14053062		901 N STUART ST	BALLSTON PARKING	ASSOCIATES % MR FEKADU COMPTROLLER	052-12	215-Gen Comm - other	\$ 7,156,500
14059034		800 N GLEBE RD	NORTH GLEBE RESIDENTIAL LLC	%JBG COMPANIES	052-16	101-Off Bldg-VacLand-site plan	\$ 18,845,400
14059035		4200 WILSON BLVD	BALLSTON OFFICE CENTER LLC	% FOREST CITY RE TAX DEPT	052-16	112-Off bldg 7+ stories	\$ 54,002,300
14059036		4238 WILSON BLVD	FC BALLSTON COMMON LLC	% SHARED SERVICES	052-16	215-Gen Comm - other	\$ 44,319,000
14059037		671 N GLEBE RD	FC BALLSTON COMMON LLC	% FOREST CITY RE TAX DEPT	052-16	215-Gen Comm - other	\$ 10,904,000
14059038		671 N GLEBE RD	CONSORTIUM BALLSTON LLC	%THE BERNSTEIN CO	052-16	112-Off bldg 7+ stories	\$ 74,000,000
14059039		N GLEBE RD	MAY DEPARTMENT STORES CO	MACY'S %PROP TAX	052-16	112-Off bldg 7+ stories	\$ 1,861,300
14059041		N GLEBE RD	NDH II POINT LLC	7TH FLOOR	052-16	112-Off bldg 7+ stories	\$ 1,861,300
14059042		627 N GLEBE RD	MAY DEPARTMENT STORES CO	% IDA ARLINGTON COUNTY	052-16	215-Gen Comm - other	\$ 23,661,900
14059043		627 N GLEBE RD	MAY DEPARTMENT STORES CO	% IDA ARLINGTON COUNTY	052-16	215-Gen Comm - other	\$ 32,925,600
14049029		627 N GLEBE RD	MAY DEPARTMENT STORES CO	% IDA ARLINGTON COUNTY	052-16	215-Gen Comm - other	\$ 1,535,100
14060068		950 N. STAFFORD ST.	HILTON ARLINGTON-BALLSTON	CHIEF ARLINGTON HOTEL LLC	052-16	411-Hotel - Full service	\$ 41,149,300
14060069		4040 WILSON BLVD	WMATA	ATTN: PROPERTY MANG	053-13	101-Off Bldg-VacLand-site plan	\$ 7,234,500
14060070		750 N QUINCY ST	WMATA	ATTN: PROPERTY MANG	053-13	301-MultiFam-VacLand-site plan	\$ 11,515,200
14060074		650 N QUINCY ST	WMATA	ATTN: PROPERTY MANG	053-13	301-MultiFam-VacLand-site plan	\$ 9,280,000
14060077		N QUINCY ST	ASHLAWN HILL LLC		053-13	201-GenCom VacLand-siteplan	\$ 384,000
<b>TOTAL</b>		675 N RANDOLPH ST	ASHTON PARK ASSOCIATES I LLC		053-13	101-Off Bldg-VacLand-site plan	\$ 17,065,400
							<b>\$ 2,441,489,900</b>

# EXHIBIT III

## Ballston - Service District Analysis



# BALLSTON/**BID**

Proposed Business Plan

**SEPTEMBER 2010**

**EXHIBIT IV**

# BALLSTON/BID

## BALLSTON BUSINESS IMPROVEMENT SERVICE DISTRICT PROPOSED BUSINESS PLAN

2010

### ***Table of Contents***

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### ***Attachments***

- Attachment 1 – Ballston BID District Map (not included)
- Attachment 2 – Ballston BID Steering Committee Roster
- Attachment 3 – BID Survey Document (not included)
- Attachment 4 – List of Taxable Properties (not included)
- Attachment 5 – Ballston BID Draft By-Laws (not included)
- Attachment 6 – Sample of Petition Letter (not included)



Ú^] ç{ à^! 2010

M. ÓaàaáÖ[ ] } ^||æ  
County Manager  
County of Arlington  
2100 Clarendon Blvd., Suite 302  
Arlington, VA 22201

RE: Ballston Business Improvement Service District Draft Business Plan

Dear T • ÖÖ[ ] } ^||æ :

The Ballston Business Improvement District Steering Committee is pleased to submit to your offices a proposal to establish the Ballston Business Improvement Service District for the commercial core of Ballston. To that end, we have attached a Draft Business Plan ("Plan") for presentation to the Arlington County Board. The proposed formation of the Ballston Business Improvement Service District ("Ballston BID") is pursuant to the statutory provisions set forth in the Va. Code Ann. § 15.2-2400 *et. seq.*, regarding formation and use by localities of service districts.

This Plan is the result of a great deal of effort and investigation by this Steering Committee and other business leaders, consultant Betsy Jackson, president of The Urban Agenda, Inc., (Ann Arbor, Michigan), and the legal counsel of David W. Briggs, Esq. and Alice Haase, Esq., of Holland & Knight, LLP.

Since our original submission to request a public hearing, we have continued to engage the community in the BID development process. We distributed petitions of support to all commercial property owners and we conducted a publicly noticed informational meeting in conjunction with the Partnership Annual Meeting in 2008. At our March 2010 Board of Directors meeting, the Board of the Ballston Virginia Square Partnership voted to support the BID proposal as we gained additional support from key stakeholders.

The common view is that Ballston is a "good" place but, it is not yet a "great" community – a goal all urban mixed-use communities need to achieve in order to remain competitive, attractive, and sustainable. The Ballston BID Draft Business Plan is designed to help the District become just such a "great" place, by focusing on improving the business climate through branding, marketing and events, wayfinding, and enhancements to public space and transportation. This focus will accomplish the four key goals described in the Plan:

- Move the perception of Ballston from a 'good' place to a 'great' community.
- Enhance the commercial District's competitive advantages in an increasingly competitive region and establish its identity as the area's "Hub of Science and Technology".
- Build on the current investment – both public and private – within the District, and help to *protect* that investment.
- Help the District's commercial stakeholders deliver the highest quality urban, mixed-use experience and help *maintain* that quality.

We believe that a Ballston Business Improvement Service District built on this foundation will enhance and sustain Ballston's image as a premier live-work-play community.

As commercial and community stakeholders, we share a common interest in protecting and enhancing the development of Ballston. We have been hard at work over the past three years and, as you will see in the Proposed Plan, we are committed to doing everything it takes to make the Ballston BID a reality in 2011.

A business improvement district for Ballston is the best vehicle for building on Ballston's assets, positioning it for the future, and managing the process. We believe the County will agree, and we look forward to working

with you and others to make the Ballston Business Improvement Service District a reality.

Sincerely,



**Jill Goubeaux**

Ballston Business Improvement District Steering Committee  
*The JBG Companies*



**Karen Jennings**

Ballston Business Improvement District Steering Committee  
*Gates, Hudson & Associates, Inc.*



**Kelly Shooshan**

Ballston Business Improvement District Steering Committee  
*The Shooshan Company, LLC*

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Enclosures

cc: David W. Briggs, Esq.  
Alice G. Haase, Esq.

**EXECUTIVE SUMMARY**

## District Boundary

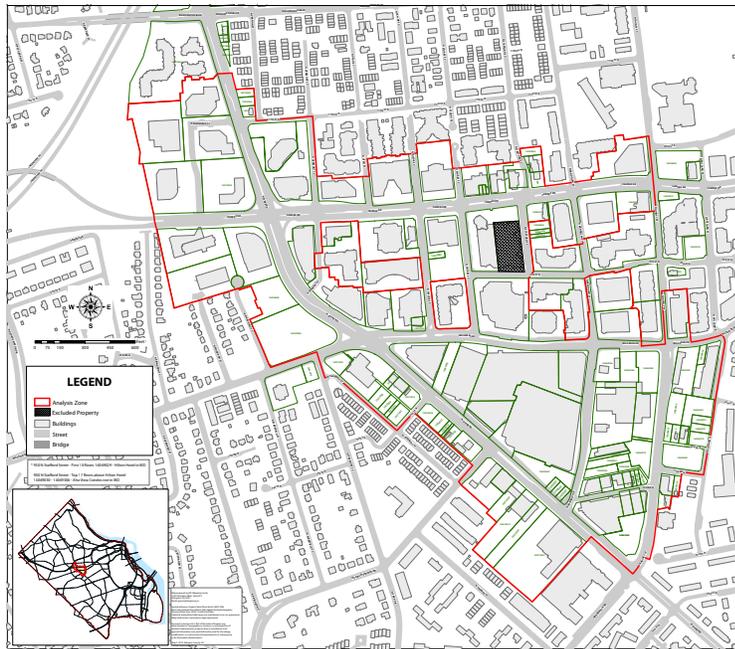


Figure 1 – Proposed Ballston BID Boundary

The Ballston sector of Arlington County ("Ballston") consists of more than twenty five blocks of a mixture of commercial and residential properties, with the residential properties consisting of single-family dwellings and multiple family dwellings, such as condominiums and rental apartments. Within Ballston there is a commercial core, which includes office properties, properties housing retail activities, residential properties, both ownership and rental, and properties owned by non-profit and governmental bodies.

The provisions of Va. Code Annotated, Sec. 15.2-2400 et seq. related to the establishment and operation of service districts in the Commonwealth (the "Service District Statute") permits localities to establish a service district to undertake economic development services, promote business and retail development services, and undertake beautification and landscaping activities within defined boundaries within a locality and directly assess individual property owners that benefit from those enhanced community services.

The commercial core of Ballston is uniquely suited to be recognized as the location of a service district, just so these types of enhanced services can be provided.

The Ballston Business Improvement District Steering Committee (the "Steering Committee") having carefully evaluated the characteristics and current status of Ballston, believe that formation of a business improvement district for the commercial core of Ballston is essential to retaining Ballston's position as a critical and vibrant bookend for the Rosslyn-Ballston Corridor.

The boundary of the proposed Ballston Business Improvement Service District (the "Ballston BID") is illustrated in Figure 1 above (the geographic area within the boundary shall be referred to as the "District") and essentially captures this commercial core of Ballston. This proposed boundary was

adopted by the Ballston BID Steering Committee in August 2008 and recently amended to exclude all residential properties. Within the proposed District are commercial properties as well as those identified on the Arlington County tax rolls as residential condominiums and rental properties, those identified as tax-exempt nonprofit properties, and those owned by local, Commonwealth, or federal government. Only commercial properties will be subject to the Ballston BID assessment levied by Arlington County for Ballston BID activities and operations

## **Goals**

- **Promote Ballston as the hub of Science and Technology in the DC metropolitan area**
- Maintain and enhance Ballston's competitive advantages in an increasingly competitive regional marketplace
- Protect and enhance investment – public and private sector
- Improve on the existing quality of life offered in Ballston
- Strengthen Ballston's performance as the western anchor of the Rosslyn-Ballston Corridor
- Serve as the research and data center for all things Ballston

## **BID Services and Programs**

The Ballston BID will focus on the following:

- *Marketing and Branding* that will better position Ballston within the region
- *Physical Enhancements* that build on the District's sense of place while helping shoppers, visitors, and employees make better use of Ballston's offerings
- *Transportation Enhancements* that improve on the District's strength as an intermodal transportation hub
- *Management* that will help to tie the activities together and create opportunities for further collaboration
- *Supplemental Beautification* that sets the highest standards for the appearance and function of the public realm in Ballston

## **Method of Financing and Cost**

Arlington County will fix an assessment rate for Ballston BID activities for each fiscal year, and then levy an assessment for those activities (the "BID Assessment") based upon the applicable assessed value of each non-residential, commercial properties located within the District. The BID Assessment will be an ad valorem tax against each property. The BID may accept voluntary contributions from tax-exempt properties to show support of the Ballston BID activities and programs. It is expected that the initial assessment rate for Ballston BID activities for the fiscal year commencing July 2011 will be at the rate \$.045 per \$100 of assessed value of each non-residential, commercial property.

## **Estimated BID Budget**

For the first year of Ballston BID operations, the budget is expected to be \$1,€JGI JJ based upon current 2010 assessments of Ballston BID taxable property.

## **Governance and Management**

The Ballston BID will be governed and managed by an independent 501(c)(6) non-profit corporation. Arlington County will enter into a servicing agreement with this corporation for that purpose. This independent corporation, the Ballston Business Improvement Corporation (the "Ballston Corporation") will be governed by a board of directors of no fewer than 19 and no more than 21 members, whose members will be elected by and represent the commercial property owners and various business constituencies located within the District. The board of directors of the Ballston Corporation will oversee all Ballston BID activities and will provide guidance to the Ballston BID's professional and administrative staff. Ballston Corporation will (i) prepare an annual work plan and associated budget for submittal to the Arlington County Board (the "County Board") for consideration and approval, (ii) implement annually the approved work plan, (iii) publish an annual report on its activities, (iv) convene an annual meeting of member property owners, and (v) keep Arlington County, the commercial property owners, and the tenants of properties within the District of Ballston informed about the Ballston BID activities.

## **Formation Threshold**

The Ballston BID Steering Committee recommends that BID formation be approved by County Board based on the support of ~~at least~~ of the assessed value of all ~~the~~ ~~properties~~ ~~within~~ ~~the~~ ~~District~~ as of January 2010, as evidenced by signed petitions to be submitted with this Business Plan.

## **Duration**

If established by the County Board, the Ballston BID would become approved the date of County Board action. The Ballston BID would then prepare and submit a detailed work plan and proposed budget for funding in FY 2012. The Ballston BID will have an initial effective period of five (5) fiscal years subsequent to its initial funding in July 2011. The Ballston BID may be re-registered for an additional five (5) years upon the completion of its first five-year operating period.

## **BACKGROUND – WHY A BID IS GOOD FOR BALLSTON**

For much of the past quarter century, Ballston has been in a stage of development. Beginning with the Ballston Sector Plan in 1980 – a plan which created a vision for the District and established clear standards for development – and continuing with the opening of Ballston Common in the mid-1980s, Ballston has evolved from a suburban commercial crossroads to a dynamic, high-density, mixed-use community. With Arlington County’s commitment to the development of the Rosslyn-Ballston corridor, and the leadership provided by the Ballston-Virginia Square Partnership (the "Partnership"), developers have transformed the area in ways that continue to reflect the vision of the community. Indeed, for over 20 years the Partnership has helped shape Ballston into the "good place" that it is. But the Partnership has been and is strongly dependent upon volunteer initiatives – including funding - and lacks the financial resources to help make Ballston the "great place" that it can be.

Ballston exists today because the public and private sectors articulated a vision and remained committed to it. Commercial space exceeds 1.5 million square feet. Eight thousand housing units have been built or are approved. The residential population is estimated to be more than 12,400 persons, with the employee base swelling to 32,500 in the next 12-18 months. One-third of all adult Ballstonians hold post-graduate degrees and 74 percent work in professional, management, financial, or business fields. Such a high level of attainment explains Ballston’s estimated average household income of just over \$100,000 per year. In short, the significant investment in Ballston is not in bricks and mortar alone: Ballston has become an economically advantaged community of high achievers. And high achievers have equally high expectations.

As is true with every successful investment, Ballston needs some care and attention. High-density districts, especially popular destinations like Ballston, suffer a lot of wear and tear. Maintenance can slip, and newer commercial and entertainment options can siphon off consumer interest. While Ballston was the first district along the Rosslyn-Ballston Corridor to create a truly mixed-use community, it has been followed by others, including Rosslyn and Clarendon. And with the proposed extension of the Metro transit system to Tyson’s Corner, **Ballston is confronting a future where its distinctiveness may be eroded by newer, better-marketed areas that will also feature Metrorail service.**

Business improvement districts have been in operation in the United States and Canada for more than thirty years and now number more than 1000. Always based on local needs and opportunities, business improvement districts have been instrumental in:

- Increasing customer traffic
- Growing tourism and visitation
- Encouraging downtown residential development
- Increasing property values
- Improving investor confidence
- Helping attract new uses, including education, recreation, and sustainable development

- Creating 'one voice' for the business community in its partnerships with government and community
- Retaining tenants and residents

While no two business improvement districts are exactly the same, most districts share one characteristic in common: they are all created locally, by private-sector leaders, for the benefit of the district as a whole.

The provisions of Va. Code Annotated, Sec. 15.2-2400 et seq. related to the establishment and operation of service districts in the Commonwealth (the "Service District Statute") permits localities to establish a service district to undertake economic development services, promote business and retail development services, and undertake beautification and landscaping activities within defined boundaries within a locality and directly assess individual property owners that benefit from those enhanced community services.

To its credit, the Ballston business community identified a number of years ago the need for Ballston to have available to it many of the types of services permitted to be undertaken by business improvement districts generally and service districts specifically in the Commonwealth, as they engaged in discussions looking for ways to improve Ballston. As business improvement districts were formed in Washington, DC and elsewhere, leaders began to look at the BID model as a tool for Ballston's future. And with the formation in of the business improvement districts for portions of Rosslyn and Crystal City, Ballston's business leaders have refined their priorities that could be appropriately served by the creation of a BID within Ballston.

## THE PLANNING PROCESS

In an on-going effort to engage the Ballston community in the possibilities of a business improvement district for the commercial core of Ballston, several business leaders in Ballston have communicated with stakeholders for nearly three years. In one-on-one conversations and articles in "The Buzz" – the Partnership newsletter – these leaders have listened to the concerns of property owners, residents, employees, and local businesses. Their goal is to create a common vision and identify the services that a business improvement district could provide to make that vision a reality.

Three key Ballston property owners – The JBG Companies, The Shooshan Company, and Gates, Hudson & Associates (representing Dweck Properties, Inc.) – pooled their resources to form the Steering Committee, and then to hire consulting and legal assistance to move the BID process forward. Accordingly, The Urban Agenda, Inc., an urban development consulting firm based in Ann Arbor, Michigan, and Holland & Knight, LLP, a law firm well-known to the County, were retained to assist in fine-tuning the work to date into a submission to the County Board and County Manager.

Since January 2007, the Steering Committee and its consultants have focused on refining the goals and services of the proposed BID. By listening to the community through a series of interviews, roundtable discussions, and survey research, the Steering Committee has identified the goals and services of the proposed BID. Along the way, hundreds of stakeholders engaged in the process by offering their views about Ballston's strengths, problems, while identifying ways to capitalize on its assets.

In short, the Ballston business community and the Steering Committee have made great progress:

#### Summer 2006

- The Partnership voted to research potential for a Business Improvement District for Ballston.

#### Winter 2007

- Ballston Steering Committee was formed and a monthly meeting schedule established.

#### Winter-Spring 2008

- Steering Committee members conducted one-on-one meetings with key stakeholders.

#### Summer 2008

- The Steering Committee retained The Urban Agenda, Inc. for BID consulting services.
- The Steering Committee hosted kick-off stakeholder interviews.

#### Fall 2008

- Steering Committee hosted stakeholder roundtables and discussions with County officials.
- "Request for Formation of the Ballston Business Improvement Service District" was submitted to the County Board.
- Petitions of support were distributed to all commercial property owners.
- BID presentation was made during Ballston-Virginia Square Partnership Annual Meeting.

#### Winter 2008

- "Draft Ballston BID Business Plan" was submitted to the County Board.
- A presentation was made to the Ballston-Virginia Square Civic Association.
- Presentation to the Virginia Square Civic Association.
- Request the County Board to set down for advertisement for a public hearing the BID Steering Committee's request for establishment of the Ballston BID.

#### Spring 2009

- County Manager declines to submit the request to the County Board to approve advertisement for a public hearing regarding establishment of the Ballston BID due to the current economic environment and economic uncertainty.

#### Spring 2010

- Redefined BID boundaries to include only commercial, non-residential properties.
- Contacted owners and agents of commercial properties within proposed BID boundary and confirmed BID support.
- Gained support from additional key stakeholders within revised BID boundary.

## GOALS FOR THE BALLSTON BID

From their interaction with stakeholders, the Ballston community, and Arlington County, the Steering Committee and the BID consultants have identified the following four goals for the Ballston BID:

### 1. **Move the perception of Ballston from a ‘good place’ to a ‘great community.’**

Live-work-play is the mantra for many urban revitalization efforts. Ballston delivers attractive live and work options, but needs to strengthen its “play” – entertainment, shopping, dining, open spaces, access to recreation, and the like. Helping to create activity – and create a cohesion within the District for its community – is essential to Ballston’s sustainability as a high-quality, preferred destination in the region. To become a ‘great place,’ the Ballston BID will focus on a standard for the District’s environment, its programming, and its management.

### 2. **Enhance and communicate Ballston's commercial advantages in an increasingly competitive county and region and establish its identity as the area’s hub for science and technology.**

The Ballston BID’s competitive advantages include:

#### **Presence of National Science Foundation (NSF), DARPA, Virginia Tech/IBM’s Center for Community Security & Resilience and the Ballston Science & Technology Alliance.**

*Arlington has the highest concentration of workers in the science and technology, or creative positions in the Washington, D.C. region, with Ballston as the epicenter of science and technology research. In addition to the National Science Foundation, Ballston is also home to major extramural research agencies such as the Office of Naval Research (ONR), the Air Force Office of Scientific Research (AFOSR), and the Homeland Security Advanced Research Projects Agency (HSARPA). These government agencies attract many nonprofit organizations, think tanks and private sector companies that are engaged in science and technology.*

Convenience and access – Ballston is minutes from everywhere, including downtown DC and the growing Northern Virginia suburbs.

Transit options – Ballston is a key stop along the Metro Orange Line, is a bus transit hub, and serves as the commercial intersection of many of Northern Virginia’s major arterials and highways.

Office densities – Ballston is composed of high-rise, high density office uses.

Residential options – The BID boasts nearly 8,000 residential units, both rental and owner occupied, representing a range of market-rate options necessary for a vibrant live-work community. These include rental apartments, mid-price and luxury condominiums, retirement living, and nearby single-family homes.

Access to recreation - Recreation opportunities in the Ballston area include Quincy Park, Arlington Arts Center, and Kettler Capitals Iceplex. Other entertainment venues are The Comedy Spot and a 12-screen Regal Cinema, both located at the Ballston Common Mall.

Upper-middle-class incomes and a professional workforce – Ballston delivers the quality of lifestyle and work environment to attract top corporations and is the preferred location by many of their employees.

But even the most dynamic community needs continual improvement. Ballston finds itself at the intersection of greater commercial competition and a high-density, highly developed district that is beginning to show its age.

The services and programs of the Ballston BID will (1) promote and increase the performance of the Ballston's assets; (2) identify and address issues of wear and tear; and (3) better serve existing consumer groups and attract more customers – residents, visitors, workers, and shoppers – to the District.

### **3. Increase and protect private and public investment in Ballston.**

Hundreds of millions of dollars have been invested in Ballston over the past 25 years to create the community we have today. In the absence of a comprehensive marketing, services, and management strategy, deterioration in the environment will negatively affect those investments. And as properties change ownership, standards of performance need to be in place to insure that Ballston remains a dynamic, engaging place.

### **4. Create, manage, and sustain Ballston as the premier mixed-use urban environment in the County.**

No successful shopping center or mixed-use urban district exists without professional management. To sustain the type of progress envisioned for Ballston, the BID must take a page from the shopping center management play book and create a program of work – and the board and staff support needed to see it through.

## BALLSTON BID BOUNDARY

The boundaries of the District can be generally described as: (AED)

- The intersection of North Glebe Road and Washington Boulevard 66 on the north;
- the intersection of North Glebe, Henderson, and North Quincy on the south;
- portions of South Pollard, connecting back to the north via Fairfax Drive on the east; and,
- North Glebe and North Wakefield Street on the west generally form the western boundary (Figure 2).

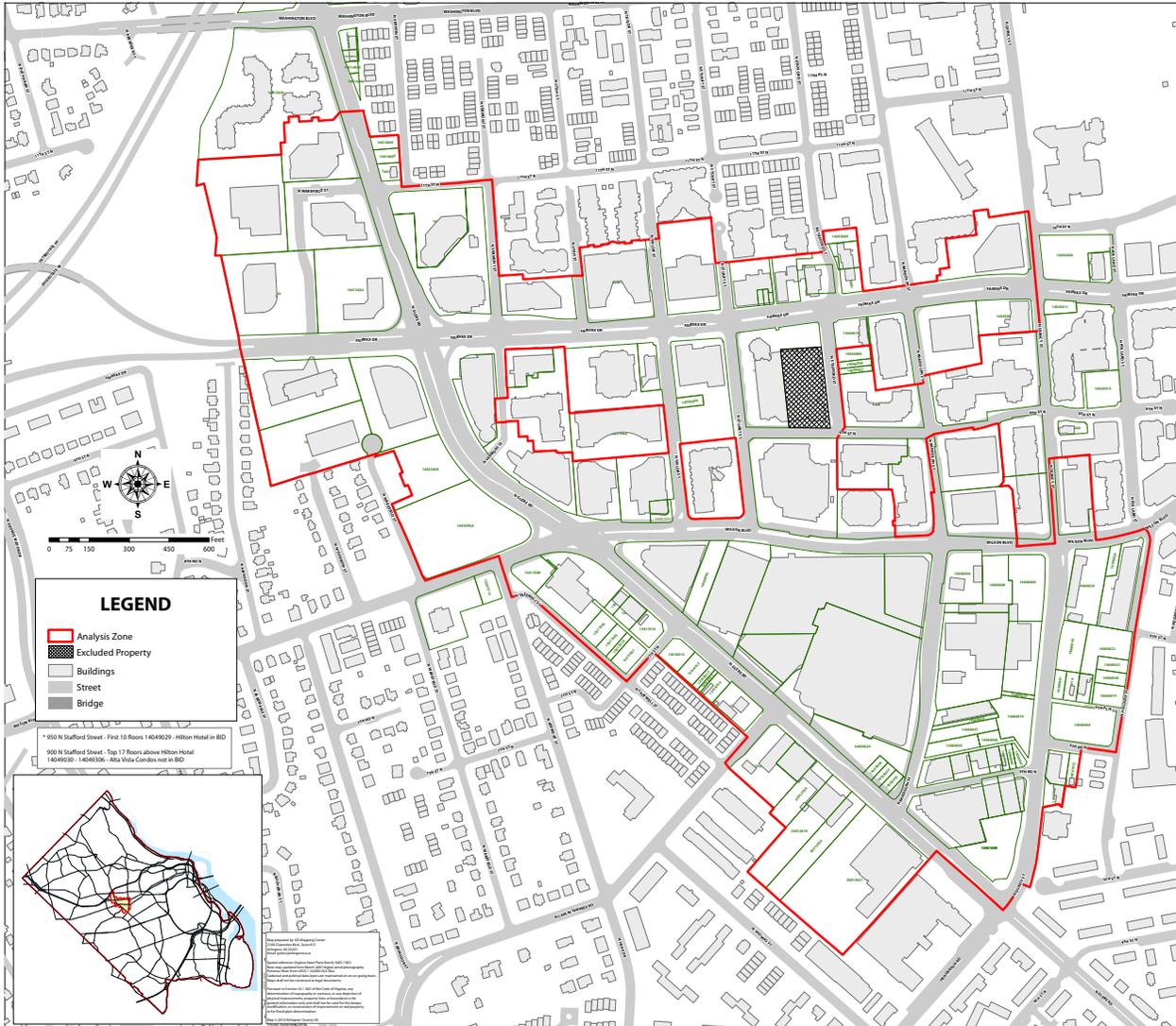


Figure 2 – Proposed Ballston BID Boundary

Within the District the following types of properties will be excluded from assessment: (1) all current and future properties identified on the Arlington County tax rolls as residential, whether single family dwellings or multiple dwellings, such as rental apartments or condominium units; (2) parcels exempt from imposition of real property taxes, and (3) parcels owned by local, Commonwealth, and federal governments and not currently subject to the real property tax.

## PROPOSED PROGRAMS AND SERVICES

The Ballston BID, through the activities of the Ballston Business Improvement Corporation, will likely provide the following types of activities:

### A. **Branding and Marketing**

To establish, re-establish, or reposition Ballston in an increasingly competitive market place, Ballston needs its own compelling and distinct identity and a brand that explains – day in and day out – what Ballston has to offer.

While choices for *branding and identity* are limitless, the Ballston Business Improvement Corporation will select the best tools based on careful market analysis, consumer research, and asset identification. Branding and identity services are reserved for the promotion of businesses within the Ballston BID; however, individual businesses and property interests are known to incorporate elements of the brand into their corporate marketing.

*Marketing and communications* products and activities do two key things: (1) they extend Ballston's brand by repeating it in dozens of ways to dozens of target audiences, over time, and (2) they communicate important information about the 'backstage' activities and management of the BID. The BID's *marketing services* and events will focus Ballston's message on the varied needs and interests of its different consumer groups – shoppers, diners, visitors, tenants, employees, residents, etc. And the BID's *communications programs* will keep stakeholders informed about everything from street closings and security measures, to upcoming events and ways for businesses to participate.

Key elements the Ballston Corporation's marketing activities for the Ballston BID's will include:

- A dynamic and flexible *brand strategy* for the Ballston BID.
- An *image campaign* to promote the brand to stakeholders and consumer groups.
- Detailed *market analysis* to pinpoint Ballston's commercial strengths and identify new consumer groups.
- A *public relations/media relations* program.
- A fully *interactive website* that extends the brand and provides opportunities for Ballston BID businesses to link with.
- *Periodicals* (newsletter, calendar, retail guide, etc.) that keep the Ballston BID's offerings in front of its key target markets – district residents, employees, and visitors.
- An *Annual Meeting* to (1) review the progress of the Ballston Business Improvement Corporation and the Ballston BID and (2) solicit ideas for the future.
- Events that synergize the community.

### Short-term Goals

1. Hire a brand identity firm to assist in research and development of the Ballston BID brand.
2. Launch the image campaign. The campaign will run in phases over multiple years.
3. Conduct market analysis to direct marketing, communications, and events to strategic target audiences.
4. Design and launch Ballston BID website. The website will be updated regularly and redesigned as necessary.
5. Create events package and launch initial events within the District. Events will also run over multiple years.
6. Create internal communications systems and media relations program, including a quarterly publication.
7. Establish baselines and benchmarks for analyzing program performance.

### Long-term Goals

1. Increased participation by key target audiences in Ballston events.
2. Increased patronage of Ballston BID businesses.
3. More retail operations thriving within the District.
4. Increased – and more positive – coverage of Ballston in the media.
5. Universal recognition of the Ballston BID brand in Arlington, Fairfax, and the DC metro region.

## **B. Physical Enhancements**

Physical, visual improvements are needed to help Ballston’s shoppers, visitors, and employees (1) find their way around the District; (2) know when they have entered and exited the District; (3) increase their sense of safety, particularly at night; and (4) direct them to and from public transit and parking.

Ballston BID services will include:

- Design a *wayfinding plan* for the District that enhances, not substitutes for, the program offered by the Arlington County. The plan will include the fabrication and installation of the County-approved identity signs within the District.
- Banners and/or other graphic identity programs to extend the Ballston BID brand throughout the District.
- *Supplemental landscaping*, including the creation of entryways to the District.
- Improvements to the *pedestrian and intermodal areas* around the Ballston Metro entrance.

### Short-term Goals

1. Analyze areas of greatest need within the District and create appropriate plans for improvement.
2. Design a wayfinding program in the District. Production and installation of County-approved signs is anticipated to begin in Year Two.

3. Establish landscaping standards for property within the District.
4. Implement first phases of landscaping plans.
5. Create maintenance component.

#### Long-term Goals

1. Create a physical environment within the Ballston BID.
2. Make navigation and wayfinding seamless throughout the District.
3. Assure that the physical environment reflects the brand identity of the District.
4. Increase and maintain users' sense of safety and ease of use in the Ballston BID, day and night.
5. Increase customer satisfaction with the Ballston shopping experience.

*In all cases, the Ballston BID will work with the County to supplement current County activities and build upon plans underway within the County's capital budget. The goal will be to leverage the County's objectives for physical improvements while establishing and communicating Ballston's distinct identity.*

#### **C. Transportation Enhancements**

One of Ballston's signature strengths is its transportation alternatives. Metro, Metrobus, Zipcar, taxi cabs, lunch shuttle, bike racks – all contribute to Ballston's reputation as an accessible, multi-modal, pedestrian-friendly area.

But these assets need on-going planning, management, maintenance and promotion – all geared to the needs of a dynamic, mixed-use commercial district. The Ballston BID will work with transit operators and other stakeholders to help improve the appearance, function, and management of the District's transportation assets, and will incorporate these improvements into the Ballston BID's marketing and promotion products.

Proposed BID services include:

- Analysis of all modes of transit – identify strengths, weaknesses, and potential for improvement.
- Enhancement plan with buy-in of transit partners.
- Installation of elements in the enhancement plan. Installation is anticipated to begin in Year Two.
- Public relations tools and events that promote the plan and educate the public to transportation improvements.

### Short-term Goals

1. Complete market research of transportation users' needs.
2. Assess current strengths, weaknesses, and opportunities for improvement.
3. Create enhancement plan and secure buy-in.
4. Implement the plan in achievable, strategic phases. Communications programs will begin in Year One; physical improvements are expected to begin in Year Two.
5. Keep the public informed throughout the process.

### Long-Term Goals

1. Establish District as a safe and efficient transit-oriented community in Virginia.
2. Continue to look for improvements that meet future transportation-related needs.
3. Promote the link between Ballston's transportation enhancements and its shopping, dining, employment, residential, and development opportunities.
4. Educate the community about transit options.

#### **D. Supplemental Beautification**

Ballston must maintain the highest possible levels of cleanliness and appearance in order to remain competitive. And the more that the Ballston BID creates visible change, the greater the need to protect those investments with regularly scheduled maintenance. The goal for the Ballston BID is to provide services that create and maintain a consistently high level of cleanliness and safety throughout the District.

Supplemental beautification services will include:

- Analysis of maintenance needs and creation of a maintenance plan for the District.
- Implementation of the beautification plan, including maintenance needs arising from Ballston BID programs (events, Metro plaza improvements, transportation enhancements, and landscaping improvements).
- On-going coordination with County services and private-sector maintenance commitments to avoid duplication and extend the impact of the Ballston BID's supplemental service.

### Short-term Goals

1. Assess the current level of maintenance commitments (public and private sector) within the District.
2. Identify areas of need and create supplemental maintenance plan.
3. Create strategy for securing materials, equipment, and labor for the plan.
4. Inaugurate the maintenance plan
5. Promote the plan to Ballston BID stakeholders

### Long-term Goals

1. Create a seamless system (County-private sector-BID) that delivers, within the District, the cleanest, safest streets, sidewalks, crosswalks, and parks in Northern Virginia.
2. Monitor future needs and adjust the maintenance plan to meet them.
3. Use the improved quality of public space as a business development and recruitment tool.

*Again, the Ballston BID will supplement – not replace – the County’s maintenance responsibilities, as well as those of the private sector, based on a thorough analysis of use patterns, maintenance issues, and current levels of service.*

For the Ballston BID to be successful, every program and activity must be designed and executed with the highest level of quality. With each and every service, the Ballston BID will:

- *Establish the baseline of performance* – Knowing where we start is just as important as knowing how well we do in accomplishing our goals. Without baselines, we can not know for sure how well the Ballston BID has performed. The first order of business for the Ballston BID will be to create these baselines with the County and property owners within the District.
- *Create the benchmarks for success* – With baselines identified, each service will require its own set of benchmarks – measurements that will be used to assess progress. The Ballston Business Improvement Corporation will establish benchmarks and optimum deadlines for each service element.
- *Identify partners* – Successful business improvement districts attract the attention and support of partners who see their goals reflected within a business improvement district’s work program. Whether it is a sponsor for an event, a transit operator, a group of restaurateurs, or County government, each of the BID’s services will be designed with an eye toward building partnerships that last.
- *Seek cost efficiency* – Partnerships, competitive bidding, and sponsorships all help keep Ballston BID costs down and will be used to move the Ballston BID work plan forward in the most cost-effective way.
- *Communicate and educate* – Every Ballston BID activity, no matter how mundane, needs to be shared with BID stakeholders and target audiences. Using the Ballston Corporation’s communications, marketing, and events programming, every Ballston BID service will be explained and promoted to the public...and its impact communicated on a regular basis.
- *Evaluate performance* – Baselines and benchmarks are the front-end activities required to assess the effectiveness of the Ballston BID’s activities down the road. Performance measures, timelines, and reporting structure will be an element of planning for every Ballston BID service.
- *Continue to innovate* – We cannot rest on our laurels. The Ballston Business Improvement Corporation will seek to continually understand new challenges to its program of work and enhance its services to capitalize on future opportunities.

## ASSESSMENT FORMULA AND BUDGET

Arlington County will assess all non-residential, commercial properties (excluding the real property tax exempt properties) within the District. This BID Assessment will be inclusive, multi-year, and mandatory for all non-residential commercial property owners, thereby making the cost to each property reasonable. For the first year of BID operations, beginning in July 2011, it is anticipated that the BID Assessment rate will be approximately \$.045 per \$100 of assessed valuation. The Arlington County will levy and collect the assessment as an ad valorem tax with its normal property tax levy on a property and all funds will be dedicated to operation of the Ballston BID and its programs. The proposed assessment will produce revenue totaling approximately \$1,105,000 in the first year, based upon the 2011 real property tax assessments of the non-residential commercial properties within the District.

Ballston BID revenue will be applied to the costs of the following programs and management:

Branding & Marketing	
Identity & Branding Campaign	125,000
Marketing & Communication	80,000
<u>Events</u>	<u>186,500</u>
<b>Total Branding &amp; Marketing</b>	<b>391,500</b>
Signage	
Wayfinding design, fabrication & installation	150,000
Banner fabrication, installation & maintenance	100,000
<u>Gateway design, fabrication &amp; installation</u>	<u>50,000</u>
<b>Total Signage</b>	<b>300,000</b>
BID Administration	
Salaries & overhead	210,000
<u>Office rent &amp; equipment</u>	<u>60,000</u>
<b>Total BID Administration</b>	<b>270,000</b>
Reimbursement of start-up costs	90,000
County Fee	12,000
<i>1% of actual assessment</i>	
Delinquency Reserve Fund	28,000
<i>2.5% of assessment</i>	
<b>TOTAL ASSESSMENT</b>	<b>1,092,500</b>

## GOVERNANCE AND MANAGEMENT

The services of the Ballston BID will be delivered by a non-profit organization, the Ballston Business Improvement Corporation (aka the "Ballston Corporation"), formed as an IRS 501(c)(6) entity. It will be governed by a board of directors of between 19 and 21 individuals (the "Board of Directors") with the following representation:

- At least 13 of the members will be elected/appointed from the ranks of commercial property owners within the District (also known as the "BID rate-payers").
- Two members will be elected/appointed from the ranks of commercial tenants within the District.
- One member will be appointed by the Board of Directors to represent cultural and/or recreational interests within the District.
- One member will be appointed by the Board of Directors to represent the educational, science, and/or technology interests within the District.
- Two 'at-large' members will be appointed by the County Board.

In addition to the Board of Directors, the Ballston Corporation will establish a Citizen's Advisory Committee that will provide input and recommendations to the Board of Directors regarding various BID activities and services. The Citizen's Advisory Committee will include no fewer than five and no more than nine members, will be appointed by the Board of Directors and will represent (1) residential interests and immediately adjacent to the BID boundary, (2) civic associations from the Ballston community, and (3) non-profit organizations with a mission-related interest in the BID District. The Citizen's Advisory Committee will have no voting authority on the Board of Directors or fiduciary responsibility for the Ballston BID and its operations.

The Board of Directors will also establish various standing and ad hoc committees as needed to accomplish the goals of the organization and deliver the BID services described in this plan.

A set of draft By-Laws of the Ballston Corporation, as the operator and manager of the Ballston BID, appear in Attachment 6.

## LOOKING FORWARD

The full potential of a business improvement district is not felt immediately. Business improvement districts are not short-term endeavors; rather, they are management efforts, similar to the management commitments made by shopping centers, condominium and neighborhood associations, and commercial property interests. As a result, it takes time to establish a well-run, effective business improvement district.

The challenge for any business improvement district – and the commitment being made by the Ballston BID in this business plan – is to create immediate, visible change, while the longer-term infrastructure for management is being put into place. The initial Ballston BID efforts have been outlined in “Programs and Services” section of this Business Plan, but what should the community expect from the Ballston BID in the next five years? What will Ballston *be* in the future?

Ballston will be:

- A more vibrant commercial and residential neighborhood with more evening events and commercial offerings
- A safe, well-lit nighttime environment
- A pedestrian-friendly district that is easy to navigate and connects areas on the edges of the District to the core
- A place where visitors and employees will stay longer and enjoy the BID’s after-work and weekend energy
- Reporting increased patronage and sales in the District’s restaurants
- Boasting an increase in both the quantity and quality of retail offerings, as sales increase in existing shops and the Ballston BID’s ‘buying power’ is better understood
- Experiencing increasing occupancy in office, hotel and commercial properties, as well as decreasing rates of turnover
- A less traffic-congested place, with increased transit use, based on better transportation integration, management, and promotion
- A more pleasant destination for the remaining drivers, as congestion is reduced and parking options are better managed, promoted, and signed
- Managed by an organization that is acknowledged as an excellent source for data, information, guidance, and ideas, and that will perform as a superlative, transparent, and inclusive nonprofit management corporation

## TIMETABLE

The BID Steering Committee will complete the following items for delivery to the County Manager, the County Board, and the Ballston community in a timely manner that reflects the decision-making calendar of the County Board:

- Update and submit the business for the Ballston BID for the County Board review and approval
- Submit signed petitions of support from affected property owners within the proposed District boundary
- Provide information to and solicit feedback from stakeholders in the community, through e-newsletters, direct mail, public forums and other means of communication
- Enter into a services agreement with Arlington County regarding administration and

operation of the Ballston BID by the Ballston Corporations the County's agent

## CONCLUSION

The history of Ballston over the past 25 years is characterized by vision, cooperation, partnerships, and planning. And the results are impressive:

- Ballston is a mixed-use community with 8,000 housing units and 1.5 million square feet of commercial space.
- Ballston is an employment center for more than 30,000 people.
- Ballston is a high-density environment with excellent transit *and* highway access.
- Ballston serves as the western anchor of Arlington's Rosslyn-Ballston corridor.
- Ballston is fast approaching 'build out.'

But as Ballston reaches build out, the rest of the region continues to develop and expand:

- Business improvement districts have been established in each of Rosslyn and Crystal City that are creating strong identities and new opportunities for these communities.
- The model of mixed-use, transit-friendly development is firmly established and is moving further into the outer suburbs and beyond.
- Already strong competitors, like Tyson's Corner, will become stronger as they emulate the Ballston mixed-use model and benefit from planned extension of the Metro system.

For Ballston to (1) remain competitive, (2) protect its private-sector investment and its public-sector infrastructure, and (3) further capitalize on the high-quality, easy-access character of Ballston, a business improvement district should be created. The Ballston BID will:

- Effectively manage the multiple assets that give Ballston its distinct character and quality
- Create an identity for Ballston and the messages required to connect Ballston to its best customers
- Provide the 'big tent' under which many stakeholders can gather and seek consensus

There may be no better time for the Ballston BID than right now. Economic uncertainty makes protection and enhancement of the existing investment critical. And with Ballston approaching build out, it is essential to maximize Ballston's *existing* assets. To go from 'newest' – which Ballston no longer is – to 'best' – which Ballston *can be* – requires the leadership, professional attention, and day-to-day management that the Ballston BID can supply.

## **ATTACHMENT 2**

### **Ballston BID Steering Committee Roster**

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