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Received

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February 3, 2020

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VIA HAND DELIVERY

Mr. James Wasilak
Chief of Planning
City of Rockville
111 Maryland Avenue
Rockville, Maryland 20850

Re: Twinbrook Quarter – Phase I Site Plan Application for 1500 – 1616 Rockville Pike (the “Property”), City of Rockville (the “City”)

Dear Mr. Wasilak:

On behalf of 1592 Rockville Pike LLC (the “Applicant”), and pursuant to Sections 25.07.07.21 and 25.07.05.3 of the City of Rockville Zoning Ordinance (the “Zoning Ordinance”), we submit this Site Plan Application (the “Application” or “Site Plan”) for development of Phase I of the Property that was the subject of Project Plan No. PJT2018-00011 (the “Project Plan”) approved by the City of Rockville Mayor and Council (the “Mayor and Council”) on April 29, 2019. The Project Plan was approved for the redevelopment of the entire 18.36 acre Property with up to 1,865 multi-family dwelling units (including a minimum of 15% Moderately Priced Dwelling Units – “MPDUs”), up to 431,440 square feet of office development, up to 472,950 square feet of retail development, up to a 9,000 square-foot entertainment venue, and associated public use space, amenities, and infrastructure (“Twinbrook Quarter”).

Along with the approved Project Plan, which has a thirty (30) year validity period, the City and the Applicant executed a Development Rights and Responsibilities Agreement (“DRRA” – executed and recorded in the Land Records of Montgomery County in Book 58279 at Page 121) relating to the development of Twinbrook Quarter and documenting the respective obligations and rights of the parties through buildout of the Project Plan. In addition to “vesting” the zoning for the Project and “freezing” the laws and regulations applicable to the Project Plan, the DRRA also provides certainty and predictability relating to the entire Project Plan that protects both the Applicant and the public. As such, Phase I, as with subsequent phases of development over the 30 year validity period established with the Project Plan approval and the DRRA, will need to be consistent with both the Project Plan and the DRRA.

This Application proposes to implement Phase I of Twinbrook Quarter, for an approximate 6.02 acre portion of the Property (the southern and western-most portions of the Property), located

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between Rockville Pike and the Chapman Avenue Extension and south of Festival Street (the "Phase I Property" or "Phase I").¹ The Application includes sub-phases for the Phase I Property: (i) Phase IA consists of up to 92,000 square feet of grocery uses², up to 12,000 square feet of in-line restaurant uses, up to 17,000 square feet of in-line retail uses, and up to 460 multi-family dwelling units (including 15% Moderately Priced Dwelling Units)³, a daycare center for up to 135 children, approximately 1,464 structured parking spaces, a maximum building height of 133 feet, open areas and public use spaces, and related amenities; and (ii) Phase IB includes up to 237,000 square feet of office uses and maximum building height of 175 feet (the "Project"). The remainder of the Property included in the approved Project Plan will be the subject of future site plan applications, as set forth in the DRRA.

PROPERTY AND PHASE I DESCRIPTIONS

The Property is zoned Mixed-Use Transit District ("MXTD") and is located within the boundaries of the 2016 Rockville Pike Neighborhood Plan (the "Rockville Pike Plan"). The Property is composed of six parcels and/or lots totaling approximately 18.36 acres and is bound by Rockville Pike to the west, the Metro tracks and CSX/MARC rail line to the east, Halpine Road to the south, and a restaurant and bank to the north. The specific parcels and lots that comprise the Property are identified in the chart included below:

Tax ID #	Property Address	Block	Lot	Parcel	Land Area (sf)	Plat #	Dedications
04-00154762	1500 Rockville Pike	A	2	N054	291,705	8037	None listed on plat
04-01781073	1580 Rockville Pike	A	17	N108	52,156	11607	None listed on plat
04-00157355	1582 Rockville Pike	A	5	N110	57,807	9008	None listed on plat
04-00156271	1584 Rockville Pike	A	7	N160	46,619	9266	None listed on plat
04-03074041	1592 Rockville Pike	A	P24	N210	293,979	19548	2,618 sf
04-03418707	1616 Rockville Pike	A	25	N275	56,449	22661	169 sf

¹ The Property comprising Phase I includes the existing commercial buildings addressed as 1588 – 1616 Rockville Pike.

² Approximately 12,000 square feet of lobby space is included in the below-grade portion of the garage on levels G1, G2 and G3, which will primarily be utilized for elevator access to the grocery store, retail and restaurant uses, and the adjacent streets. However, these lobbies will not be designed for tenant occupancy and have thus been excluded from the Project's gross floor area. Moreover, the Institute of Transportation Engineers (ITE) trip and parking generation variables indicate that for purposes of trip generation and parking generation calculations, the floor area of any parking garages within the building should not be included within the gross leasable area of the entire building.

³ The multi-family residential uses comprise a total of 470,000 square feet of gross floor area.

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Phase I is 6.02 gross acres in size and is bounded by Rockville Pike to the west, the Chapman Avenue Extension to the east, Halpine Road to the south, and 1586 Rockville Pike to the north. Phase I is also located 600 feet from the entrance to the Twinbrook Metro Station lying just southeast of the Property. The properties to the north, south, and west across Rockville Pike are similarly commercial in nature and use, with single-story retail uses and vast amounts of surface parking.

THE APPROVED PROJECT PLAN FOR TWINBROOK QUARTER

The approved Project Plan, when fully implemented, will transform the Property into a transit-oriented, mixed-use "destination location," consisting of eleven (11) mixed-use buildings ranging from 20 feet to 200 feet in height (one (1) of which is included in this Application). Upon full build-out, Twinbrook Quarter will include up to 1,865 multi-family residential units, 431,440 square feet of office uses, 472,950 square feet of retail uses (composed of retail, restaurant, and grocery uses), and up to a 9,000 square-foot entertainment venue. In connection with its approval of the Project Plan, the Mayor and Council designated Twinbrook Quarter as a Champion Project in accordance with the criteria identified in Section 25.03.02 of the Zoning Ordinance. The Project Plan was approved as a Champion Project on the bases that Twinbrook Quarter: (1) is located in the South Pike and contains at least five (5) contiguous acres of private property; and (2) significantly advances the following goals (a) provides more than the required public use space, (b) provides more than the required vehicular, bicycle and/or pedestrian safety measures and/or provides pedestrian and bicycle access over or under the CSX/Metro tracks, and (c) provides a significant increase in the amount of employment.

The Project Plan includes construction of the landscaped and pedestrian-friendly Chapman Avenue Extension, running north-south, parallel to Rockville Pike from Halpine Road at the southern end of the Property to the northern edge of the Property. Twinbrook Quarter will further knit together the street and pedestrian network in the area through construction of the east-west Festival Street, connecting Rockville Pike and the Chapman Avenue Extension, as well as the Congressional Lane Extension, similarly connecting Rockville Pike and Chapman Avenue. The pedestrian experience will be further enhanced by a wide pedestrian promenade along the Project's Rockville Pike frontage (including a 10-foot wide bikeway).

Within Twinbrook Quarter, the streets will include convenient parallel parking and safe pedestrian crosswalks, and will be designed as neighborhood streets – to calm traffic and create a sense of "place". Areas within the Property are designed with convenience in mind – from the convenient park drop-off south of Building 11 in the Project Plan, to designated valet areas, and easy access to structured parking garages. Pedestrian vistas have been considered throughout – with a focus on residential lobby entrances and retail shops. Great care has been taken to limit truck traffic on the primary streets (the Chapman Avenue Extension, Festival Street, and the Congressional Lane Extension). Instead, pedestrians will experience semi-private courtyards,

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pocket parks, and promenades without the noise of truck traffic. Street Sections were approved as part of the Project Plan and this Application will implement consistent public improvements for a portion of Chapman Avenue, Festival Street, Halpine Road, and Rockville Pike.

The Project Plan includes more than the required public use space in the MXTD Zone (15%), with approximately 18% of net lot area provided as public use space/open area. In addition, approximately 83,303 square feet of public use space/open area will be provided within dedicated rights-of-way. Per the definition of "public use space" in Section 25.03.02 of the Zoning Ordinance, public use space may consist of open areas recommended in an adopted master plan, including enhanced public walkways and off-site public improvements. The Rockville Pike Plan (p. 4-39) provides that "[t]he 'complete street' multi-way boulevard itself will provide public open space in the Plan Area by providing broad continuous sidewalks, bikeways that connect to the City's trail system, and trees and landscaping along the medians." For this reason, the Project Plan reflects that approximately 195,303 square feet of total public use space will be provided (a combination of on-site and off-site public improvements), which amounts to approximately 31.5% on the basis of net lot area.

Under the provisions of Section 25.16.03 of the Zoning Ordinance, 6,546 parking spaces would be required for the Project Plan (once the applicable credit for proximity to Metro, per Section 25.16.03(h)(3), and the shared parking space analysis, per Section 25.16.03(h)(6) is applied). However, as part of the Project Plan, the Mayor and Council approved a parking reduction pursuant to Section 25.16.03(h)(1) of the Zoning Ordinance to permit 43% fewer parking spaces than would otherwise be required for the Project Plan. As a result, the Project Plan reflects the construction of 3,732 total parking spaces, with the vast majority of the parking spaces provided either underground or in fully-screened above-ground structures.

The Project Plan also included approval of a waiver from Section 25.13.05(c)(6) of the Zoning Ordinance so that Twinbrook Quarter can include retail commercial uses by a single tenant occupying more than sixty-five thousand (65,000) square feet of floor area at the ground level of Building "1". As explained in greater detail below, Building "1" will be constructed as part of Phase I and include an anchor grocery store for Twinbrook Quarter that exceeds 65,000 square feet on the ground level.

SITE PLAN DESCRIPTION

The Application proposes to develop Phase I with the mixed-use building labeled as Building 1 on the approved Project Plan. Building 1 includes a podium containing a ground-floor grocery store and several in-line retail and restaurant bays, with two (2) separate towers above the base building (one with multi-family residential dwellings and one with office space). The multi-family residential tower is proposed to total up to 460 dwelling units with a building height of approximately 133 feet (as measured to the top of the last floor structure's slab) and the office

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tower is proposed to include approximately 237,000 square feet with a building height of up to 175 feet, as shown on the site plan submitted with the Application. As part of Phase IA, the anchor grocery store will be constructed with approximately 92,000 square feet, which along with the in-line retail and restaurant uses, will activate the Rockville Pike, Halpine Road, Chapman Avenue, and Festival Street frontages. In addition to the ground-floor grocery store, the Application includes approximately 12,000 square feet of in-line restaurant uses and approximately 17,000 square feet of in-line retail uses. Phase IA also includes an option, to be determined as part of the Site Plan review process, to allow for a daycare use that accommodates up to 135 children. If the daycare center is provided as part of Phase IA, there will be approximately ten (10) fewer multi-family residential dwelling units provided (i.e., approximately 450 multi-family dwelling units). As part of subsequent Phase IB, the office tower is proposed to be located adjacent to the prominent intersection of Rockville Pike and Halpine Road such that it will serve as a gateway to Twinbrook Quarter. Building 1 and the uses identified above will be serviced by a five-level parking garage (with three levels belowground and two levels aboveground sufficiently screened by the podium building) containing approximately 1,464 parking spaces.⁴ The structured parking garage will be constructed as part of Phase IA.

Phase I also includes dedication and construction of all public streets proposed by the Project Plan (Festival Street and the Chapman Avenue Extension), with the exception of Chapman Avenue Extension located north of Festival Street, and Congressional Lane Extension, both of which will be dedicated and constructed in future phases. Phase I of the Project also includes dedication and construction of a portion of the landscaped and pedestrian-friendly Chapman Avenue Extension, running north-south, parallel to Rockville Pike from Halpine Road to the north of its intersection with Festival Street. Phase I also includes construction of Festival Street (with a public access easement), providing east-west connection of Rockville Pike and Chapman Avenue Extension. The pedestrian and bicycle experience will be further enhanced by a 20-foot wide pedestrian promenade and 10-foot wide bicycle facility along the Project's Rockville Pike frontage. The Application includes approximately 34,150 square feet of public use space, which equates to 32% of the Phase I net lot area. This public use space includes approximately 18,000 square feet of open areas on-site and approximately 16,150 square feet of off-site public improvements within the dedicated right-of-way for Rockville Pike, Chapman Avenue Extended

⁴ As noted above, the Mayor and Council granted a 43% parking reduction as part of the Project Plan approval. As reflected on the Site Plan, the minimum parking required for the Application is 1,273 parking spaces. Therefore, the Applicant is proposing 191 parking spaces above the minimum required as part of the Site Plan for Phase I. Any excess parking spaces will be used to offset future leasing flexibility for the ground level restaurant and retail uses as well as potentially offset parking needs for future phases of Twinbrook Quarter.

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and Halpine Road, which also constitute public use space in accordance with Section 25.03.02 of the Zoning Ordinance and Rockville Pike Plan.

Architectural Concept

Building 1 of Twinbrook Quarter has been purposefully designed to be a feature building and gateway into Twinbrook Quarter, the Twinbrook Metro Station and Rockville Pike. As a gateway and literal cornerstone of the Project, Building 1 will set a high standard for Twinbrook Quarter as well as future developments along the Rockville Pike corridor.

This building has been designed, programmed and planned with the intention of taking full advantage of its prime location within the City of Rockville and proximity to the Twinbrook Metro Station. Visitors, residents, employees, and office workers will have the option to take transit to Twinbrook Metro Station and walk a short distance to the Project, or drive and park either on the street or within the building's structured parking garage, while bicycle riders will have access to the site via multiple dedicated and shared pathways.

The pedestrian level environment will be an active mixed-use environment including outdoor patios, large landscaped areas, generous sidewalks (exceeding the minimum requirement of 17' on all four sides of the building) as well as convenient crosswalk locations allowing for safe and secure pedestrian access in and out of the Phase I Property. The ground level consists of a dynamic mix of retail, restaurant, and grocery uses, which provide visitors with a variety of options for dining and shopping. Outdoor seating will allow residents, workers, shoppers, and visitors to sit and enjoy the friendly urban setting. Short term bike racks will be located in several strategic areas on all four sides of the building while long term bicycle parking spaces will be provided within the building in a variety of locations close to building entrances.

The three levels of the building located below grade (G1, G2, and G3) will be dedicated primarily to parking as well as back of house storage and mechanical services. Two retail lobby access points are provided on both the north and the south side of the building to allow shoppers convenient access to the ground level via elevators. Also located on the G1 and G2 level is a grocery lobby, which will provide shoppers with direct access into the ground level grocery store. Long-term, indoor bicycle parking has been provided adjacent to these lobbies.

Residents of the building will have the ability to access the residential tower from any one of three unique ground level lobbies. The primary residential lobby will be located along Festival Street (centered directly across from the pedestrian promenade and the central park to be featured in Phase II of Twinbrook Quarter). This lobby will contain a larger elevator for residents to use for moving into and out of the building, as well as to have a direct connection down into the G1 level and the private residential long term bicycle storage room, and up to all of the upper level residential floors. A slightly smaller residential lobby along Chapman Avenue Extended is

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located closer to Twinbrook Metro Station, designed specifically for the convenience of residents that choose to utilize transit. This lobby also contains a larger loading elevator allowing the ability for moving into and out of the building. The third residential lobby is located along Rockville Pike and is specifically designed to provide easy access to and from the ground level grocery store such that residents will have the convenient ability to go down to the ground level and access the grocery store from within the building through a secure, private lobby.

The multi-family residential building has features and amenities that accommodate a wide and diverse range of occupants. The exterior of the second and third floors of Building 1 act as a liner, shielding the structured parking from view. Liner residential units on these levels provide residents with the ability to potentially have "same level access" between their parking spot and their residential unit. Also located on the second floor of this liner will be the residential leasing offices and a residential amenity area intended for fitness. This fitness use will be centered to take full advantage of the view of the central park across Festival Street to the north. This strategic location in the building has been carefully chosen to provide residents with the utmost privacy, as well as to provide sound buffering protection, as it will not be located above any residential units.

The fourth (4th) floor of the residential building will house not only residential units, but also the primary residential amenities area. This amenity area is intended to be gracious and luxurious. There will be immediate access from this amenity area out onto the fourth (4th) floor (podium roof) terrace, which incorporates an expansive area with a variety of programs and activities ranging from a swimming pool to grilling areas, a grass lawn, and walking paths. As an additional option to be decided during the Site Plan process, there is the potential to include a child daycare center on this fourth (4th) floor. Should the daycare option be realized, then the number of multi-family units on this level would decrease by approximately ten (10) units. The daycare option would occupy the southeast corner of the building and contain its own private lobby on the ground level, with secure and private access to this fourth floor space. As a part of this daycare option there would be an outdoor component on the podium roof terrace with a play area located immediately adjacent to this southeast building area.

Upper level floors five (5) through eleven (11) contain additional residential units. All residential units in the building vary between studios, 1-bedroom, 2-bedroom, and 3-bedroom units. Several floor plans also contain additional den space. All residential units have been designed to be spacious and modern with large windows, ample living space, in unit washer/dryers, and modern style kitchens and bathrooms.

The penthouse on the twelfth (12th) floor provides an additional rooftop residential amenity area consisting of an indoor clubroom as well as an outdoor terrace. This terrace is situated to take full advantage of the sun with views of the future central park to the north as well as the fourth

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(4th) floor podium roof terrace below to the south. Outdoor living room-type spaces and a quiet environment will provide a perfect respite for resident events and gatherings.

As part of Phase 1B, the Site Plan incorporates an office tower that is ten (10) stories with a penthouse located at the corner of Rockville Pike and Halpine Road, with street activating retail space located on the ground floor. The building façade will be clad in a combination of glass, stone and architectural precast concrete to evoke an elegant and timeless appearance. The verticality of the building façade is expressed through the stone and architectural precast panels, which will create a presence at this prominent urban corner of the City. This corner presence will also be further accentuated by the enclosed amenity space at the ground level that encourages pedestrian and retail activities. The office tower is connected to the landscaped terrace, a tenant amenity located on the podium roof. Tenants will also have access to a penthouse lounge area and a landscaped terrace located on the building roof.

Landscape Concept

The landscape design of the public spaces embraces the overall vision of Twinbrook Quarter, which is to create a transit-oriented, mixed-use "destination location" that promotes connectivity and diversity of the neighborhood. The goal of the Phase I landscape design is to create an active, pedestrian-friendly public realm and establish a foundation for future phases of development. The landscape design establishes a distinct character for each street frontage while maintaining the cohesive experience of Twinbrook Quarter's public realm. Each street contributes to the public realm as follows:

Rockville Pike is the primary street frontage of the Project. The design creates a wide pedestrian promenade including a 10'-wide bikeway that connects the Phase I development to the northern and southern blocks. Clear views are maintained to the grocery anchor. Bike racks are located close to the intersection and major entrances for convenience.

Halpine Road is the primary pedestrian connection between the neighborhood and the Metro Station. The landscape design maximizes the sidewalk width to accommodate pedestrian flow. Planters are placed along the building facade to soften the edge and to enhance the pedestrian experience.

The Chapman Avenue Extension is a neighborhood street with in-line stores, building lobbies, and restaurants at a residential scale. The design follows the city's requirements with a 7-foot wide planting zone and a minimum 10-foot wide concrete sidewalk.

Festival Street is the major east-west connector inside Twinbrook Quarter and includes frontage on a future park to the north. The continuity of trees and paving material on both sides of the

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street creates a connection between the ground-floor restaurants, residential lobby, and the future park. The street is activated by outdoor seating and dining areas.

In addition to the landscape design of these streetscape areas, rooftop amenities will be provided for future residents of the Project.

Alternative Streetscape Materials and Canopy Projections

The Applicant is proposing to use alternative street lights to the City's standard street light throughout Twinbrook Quarter. The intention is to incorporate a unique street light that helps to brand Twinbrook Quarter's public realm. Pursuant to Section 5.e of the City's Landscaping, Screening, and Lighting Manual, the Applicant is requesting approval for this alternative street light from the Chief of Planning.

In addition to the proposed alternative street lights, the Project incorporates non-standard pavers along a portion of the pedestrian pathway on Chapman Avenue Extended that deviates from the typical scored concrete included in the City's Business District Road Class II standard detail. The non-standard pavers will run from Festival Street (a private street) into a portion of Chapman Avenue Extended, and are intended to frame and activate the future central park to the north of the Phase I Property. The Applicant is seeking approval from the Director of DPW for use of these pavers as part of the Project.

Last, the Site Plan also includes canopies that are proposed to project into City rights-of-way, with a minimum vertical clearance of sixteen feet (16') from grade. The canopies will be removable and satisfy the International Building Code (IBC) requirements for projections into a public right-of-way. The canopies are intended to enhance and activate the pedestrian experience along the retail frontages of the Phase I Property. The Applicant will be submitting a request to the City to enter into a license agreement, with maintenance and liability, for the proposed canopies that project into Halpine Road and Chapman Avenue Extended. With respect to any canopies that project into the Rockville Pike right-of-way, the Applicant will obtain written permission from SHA.

REQUIREMENTS FOR SITE PLAN APPROVAL

Pursuant to Section 25.07.01(a)(3)(b) of the Zoning Ordinance, a site plan that implements all or a portion of an approved project plan is deemed to meet the findings for approval so long as the site plan complies with the conditions and requirements of the approved project plan and where the application will not:

- (i) Be detrimental to the public welfare or injurious to property or improvements in the neighborhood;

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- (ii) Constitute a violation of any provision of this Chapter or other applicable law; or
- (iii) Be incompatible with the surrounding uses or properties.

The Application satisfies all of the requirements for approval of a site plan, as follows:

I. The Site Plan complies with the conditions and requirements of the approved Project Plan.

The Site Plan implements Phase I of the Project Plan, and is consistent with the approved Project Plan, taking the design of the first phase of the Project to the next level of detail. The Project Plan conditions of approval are listed in italics below, and the manner in which this Application satisfies these conditions follows.

1. *For purposes of this Resolution, the approved Project Plan means this Resolution and all Exhibits to this Resolution listed below and attached hereto, including notations, references, descriptions and writings on the Exhibits:*
 - *Exhibit A – Project Plan Cover and Concept Site Development Plan, dated October 25, 2019*
 - *Exhibit B – Conceptual Phasing Plan, dated October 25, 2018*
 - *Exhibit C – Public Use/Open Area Plan, dated October 25, 2018*
 - *Exhibit D – Proposed Street Sections, dated October 25, 2018*
 - *Exhibit E – Preliminary Forest Conservation Plan dated April 24, 2019*

The Application materials submitted are consistent with each of the exhibits referenced above that are incorporated into the Project Plan.

2. *The proposed development must be designed in a manner generally consistent with the concept design and associated exhibits of the Project Plan Concept. This includes the proposed maximum density table provided on the Project Plan Concept cover page. These numbers are maximums and in no way absolve the Applicant from demonstrating that the specific terms of all applicable City Ordinances can be met during each site plan submission, except as otherwise outlined within the approval resolution.*

The Application is consistent with the concept design and associated exhibits of the Project Plan. Further, the Site Plan proposes densities that are within the limits established by the maximum density table provided on the Project Plan cover page (PP-1).

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3. *The proposed development must be generally consistent with the Conceptual Phasing Plan, with the understanding that Phase 1 and Phase 2 which may themselves contain multiple phases, are specifically defined at this time and the sequence of future phases may change.*

Phase I that is the subject of this Application is consistently identified on the Conceptual Phasing Plan as the first phase of the Project Plan.

4. *That additional information from the Applicant be provided so that a final determination relative to historic review may be made in accordance with Sec. 25.07.02.a.4(c) at the site plan phase.*

The Applicant met with City staff on September 27, 2019 and confirmed that no significant historic resources are located on the Property. The approved Natural Resources Inventory (NRI) is consistent with this finding.

5. *The Applicant must comply with the Preliminary Forest Conservation Plan (PFCP) approval letter dated April 24, 2019.*

a. The site is required to show afforestation mitigation of 15% of the Property for the entire site, less area already subject to the FTPO, per FTP2010-00001.

i. A request for fee-in-lieu, accompanied by a letter of justification was approved by the City Forester, per Section 10.5-24.(a)(1)iv. The site is required to plant 40% of afforestation square footage per city standards. The Applicant may pay up to 60% of the requirement as fee-in-lieu payment.

The monetary contribution to be paid for each installment will be determined at the time of each site plan. Each respective installment payment will be based on the proportional amount of square footage of land area being developed with each site plan, regardless of the amount of forestry planting to be installed with the specific phase. The amount of each respective installment payment will be calculated in accordance with the rates in effect in the Forest Conservation Manual at the time the site plan is approved. At each site plan, the requisite payment must be paid prior to the issuance of any forestry permit. At the time of the final phase, if the site plan requires less fee-in-lieu than the maximum determined by the PFCP, the payment for the final phase will be adjusted.

The fee-in-lieu proportion to be paid with this Application will be based on the Phase I Property area of approximately 6.02 acres (262,185 square feet), which is approximately 33% of the total tract area of Twinbrook Quarter. Therefore, 33% of the total fee-in-lieu payment for the Phase I

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Final Forest Conservation Plan is estimated to be \$115,720 based on the current fee-in-lieu rate of \$5.00 per square foot.

b. The project is required to provide mitigation to compensate for all significant tree removals on the entire site. The replacement requirement is thirty-two (32) trees.

i. Any replacement trees shown within proposed stormwater management planters are subject to the approval by the City Forester or designee and DPW.

ii. Significant Replacement tree planting may include planting within private courtyards open at least on one side, on building podiums open at least on one side (i.e.: above grade courtyards) and on ground level locations over below-grade garages or stormwater structures; all with adequate soil volume as approved by the city.

The Phase I FFCP proposes to plant 11 of the 32 required SRTs within the Maryland Route 355 right-of-way.

6. *The Applicant must replace credit shown on FTP2010-0001 with onsite plantings, not with fee-in-lieu.*

At this time, none of the credit replacement trees are proposed to be planted on the Phase I FFCP.

7. *Beginning with the first site plan submission, the Applicant must submit a Final Forest Conservation Plan (FFCP) which meets the minimum requirements approved with the PFCP plan for the proposed limits of the site plan. Plantings for each site plan will occur during the relevant construction phase or within the next growing season. The fee-in-lieu for afforestation may be paid in installments during the build out of the project. The monetary contribution to be paid for each installment will be determined at the time of each site plan. Each respective installment payment will be based on the proportional amount of square footage of land area being developed with each site plan, regardless of the amount of forestry planting to be installed with the specific phase. The amount of each respective installment payment will be calculated in accordance with the rates in effect in the Forest Conservation Manual at the time the site plan is approved. At each site plan, the respective payment due must be paid prior to the issuance of any forestry permit. At the final phase, if the applicant provides a site plan that requires less fee-in-lieu than the maximum determined at PFCP, the payment for the final phase will receive the adjustment.*

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The Phase I FFCP proposes to plant 21,600 square feet of the overall required Forest Conservation plantings totaling 47,000 square feet of credit.

8. *The Applicant must obtain a Maryland Department of Natural Resources Roadside Tree Permit for the removal of trees within the MD 355 right-of-way and provide that permit and all associated correspondence with MD DNR to the City.*

The Applicant will comply with this condition.

9. *At the time of each site plan submission, the Applicant must submit a landscape plan for that subject property consistent with all City ordinances and the Project Plan Resolution.*

The Application includes a landscape plan for Phase I that is consistent with all City Ordinances and the Project Plan approval. The Applicant is seeking approval for several non-standard features, including a unique street light that will help to brand Twinbrook Quarter and special pavers along a portion of the Chapman Avenue Extended right-of-way that lead to the future central park developed as part of Phase II of the Project Plan.

10. *The Applicant must construct the extension of Chapman Avenue, Halpine Road, Congressional Lane, private Festival Street, private alley and Rockville Pike and construct all public improvements within the Property per City standards and specifications, except as otherwise approved or waived. Minor deviations from the approved cross-sections require approval from the Director of Public Works at the site plan phase. The right-of-way for all public roads within the Property must be dedicated to public use and be reflected on a Final Record Plat to be reviewed by staff and approved by the Planning Commission and other approving agencies having an interest in the right-of-way dedication.*

This Site Plan reflects the first phase of construction, including Halpine Road, private Festival Street and a portion of Chapman Avenue. The remaining street construction will be included in future site plan submissions, to reflect their scope of work.

11. *Street cross-sections:*

- a. *Chapman Avenue*

- i. *The street cross-section and right-of-way dedication for Chapman Avenue Extended must comply with the following: a 76-foot wide right-of-way, and a two-lane roadway consisting of a 10-foot sidewalk, a 7-foot landscaped buffer, 7-foot parallel parking and no more than 14-foot shared travel lane that includes a "sharrow".*

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The Site Plan reflects a cross section for Chapman Avenue Extended that is consistent with this condition.

b. Halpine Road

i. *The proposed street cross-section for Halpine Road must comply with the City's Business District Class I roadway standard and the adopted Bikeway Master Plan recommendations.*

ii. *The Applicant must dedicate 12 feet of right-of-way along the entire Halpine Road property frontage between Chapman Avenue and Rockville Pike, and reconstruct and improve Halpine Road from the south Property line to the southern edge of the existing Halpine Road pavement.*

The Site Plan demonstrates that Halpine Road will be constructed in a manner consistent with the City's Business District I roadway standard and the adopted Bikeway Master Plan. 12 feet of right-of-way is being dedicated from the Property in accordance with this condition.

c. Congressional Lane

i. *The street cross-section for Congressional Lane must comply with the City's Business District Class II roadway standard.*

ii. *The Applicant must dedicate 87 feet of right-of-way and construct Congressional Lane extended from Chapman Avenue extended to Rockville Pike.*

iii. *The proposed 11-foot center turn lane will be further evaluated at the applicable site plan phase and a determination made whether a turn lane or median is installed.*

The Site Plan for the Phase I Property does not include Congressional Lane, which will be addressed through a site plan application for a subsequent phase.

d. Festival Street (Private Road)

i. *The street cross-section for private Festival Street must comply with the City's Business District Class II roadway standard (modified by eliminating parking on one side and adding a center turn-lane/median) and be a consistent easement width from Chapman Avenue extended to Rockville Pike.*

ii. *The Applicant must dedicate a consistently wide public access easement that is 80-feet wide and construct Festival Street from Chapman Avenue extended to Rockville Pike.*

iii. *The proposed 11-foot center turn lane will be further evaluated at the applicable site plan phase and a determination made whether a turn lane or median is installed.*

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The Application reflects that Festival Street will be constructed in accordance with this condition.

e. Private Alley

i. *The cross-section for the private alley must comply with the City's Alley roadway standard.*

ii. *The Applicant must dedicate a 24-foot wide public access easement and construct the private alley from Chapman Avenue extended to Rockville Pike.*

The Private Alley is not included as part of this Site Plan, but will be constructed in accordance with this condition during a subsequent phase.

f. Rockville Pike

i. *The Applicant must dedicate to public use any property along the Property frontage that lies within 103 feet from the existing roadway center, of which approximately 42 feet is located beyond the existing SHA right-of way. The dedicated area provides for the planned Bus Rapid Transitway (BRT) and a buffered dual 10-foot wide bikeway and 20-foot wide landscaped buffered sidewalk as required and specified by both the approved and adopted Rockville Pike Neighborhood Plan and Bikeway Master Plan.*

ii. *The Applicant must construct the buffered dual bikeway and buffered 10-foot wide sidewalk prior to buildout of each site plan encompassing that portion of Rockville Pike.*

iii. *For the proposed access points along Rockville Pike, the applicant must fully meet and satisfy SHA's requirements and must construct all required and needed improvements per SHA standards.*

The Site Plan reflects improvements to the Phase I portion of the Rockville Pike frontage that is consistent with this condition.

12. *Mayor and Council approval of the Project Plan Application does not constitute approval of the Grade Establishment for all proposed roads, including private Festival Street. The Grade Establishment for the proposed roads must be submitted for review with the first phase site plan submission and must be approved prior to the first phase site plan approval.*

The Site Plan includes a request for grade establishment approval for all proposed roads in accordance with this condition.

13. *With the submission of the site plan for the applicable phase, the Applicant must demonstrate that access to the existing Rockville Pike service drive easement and*

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parking lot on the adjacent property to the north will be provided subject to the terms of the existing service drive easement.

The Site Plan is consistent with this condition.

14. *Applicant must obtain all necessary approvals and/or permits for all driveway access points and utility connections proposed on the Project Plan from all agencies with jurisdiction including MDSHA and the City of Rockville.*

The Applicant will comply with this condition.

15. *Applicant must install all necessary public improvements, including but not limited to street trees, streetlights, street light conduit, and traffic signals in accordance with all applicable City standards or the standards of the jurisdiction of the corresponding right-of-way. Public improvements must be located within the right-of-way or within a Public Improvements Easement as approved by the Director of Public Works.*

The Applicant will comply with this condition. As described in greater detail above, the Applicant is seeking to use alternative street lights to the City's standard throughout Twinbrook Quarter. The intention is to incorporate a unique street light that helps brand the Twinbrook Quarter public realm. Pursuant to Section 5.e of the City's Landscaping, Screening, and Lighting Manual, the Applicant is requesting approval for this alternative street light from the Chief of Planning. In addition to the foregoing, the Application proposes non-standard pavers along a portion of the pedestrian pathway on Chapman Avenue that deviates from the typical scored concrete standard. These non-standard pavers will run from Festival Street (a private street) into a portion of Chapman Avenue, and are intended to frame and activate the future central park to the north of the Phase I Property. The Applicant is seeking approval from the Director of DPW for use of these pavers as part of the Site Plan.

16. *Comply with the conditions of DPW's Pre-Application SWM Concept Approval Letter dated February 4, 2019.*

The Site Plan has been prepared to comply with the Pre-Application SWM Concept approval letter.

17. *Comply with the conditions of DPW's Water and Sewer Authorization Letter dated February 4, 2019.*

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The proposed Site Plan phase has been developed to follow the conditions outlined in the DPW WSA letter dated February 4, 2019.

18. *Applicant must comply with all requirements of WMATA's Joint Development and Adjacent Construction Manual, Design Criteria and the provisions of all existing WMATA easements on the Property. Prior to submission of any phase's site plan, the Applicant must identify all proposed development within the WMATA Zone of Influence on the Property and provide the City with all correspondence related to compliance with WMATA's requirements. The Applicant must receive written approval of the design and construction methods for all improvements near WMATA's right-of-way prior to the issuance of any DPW permit. Any significant changes to the proposed development to comply with WMATA's Design Criteria may require the Applicant to revise the plan to comply with all City requirements.*

The Applicant is coordinating with WMATA to obtain written approval in accordance with this condition.

19. *Prior to the approval of the first phase's site plan, the Applicant must submit for approval of DPW a redesign plan to accommodate access from the WMATA Parking Garage to Chapman Avenue. Applicant must construct the improvements with the appropriate phase as approved by the Director of Public Works.*

The improvements within Phase I will include and maintain access to the WMATA parking garage from Chapman Avenue Extended.

20. *Prior to the submission of the first phase's site plan to the City, Applicant must clearly identify all existing easements and restrictions on the Property and clarify whether the easements will remain or be extinguished upon the complete build-out of the Project. The Mayor and Council must authorize the termination of any existing easement that is dedicated to the City of Rockville. If any existing easement is granted to an entity other than the City of Rockville, Applicant must submit plans for work within the easement to Grantee for review. Any proposed development activity within an existing easement will require the permission of the Grantee or the extinguishment of the easement. Written permission must be obtained prior to the submission of the site plan phase applicable to the easement.*

The Applicant has identified all easements proposed to be abandoned as part of the Application. Concurrent with this Site Plan, the Applicant has requested authorization from the Mayor and Council to abandon various easements located in Phase I.

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21. *Applicant must construct all necessary public infrastructure to support each phase's site plan, including the dedication of right-of-way. Prior to the submission of a site plan that proposes dead-end roadways, the Applicant must submit to the DPW for approval by the Director a plan demonstrating how roads will terminate when the full road is not constructed in a site plan.*

The Site Plan includes a loop from Halpine Road, through Chapman Avenue Extended to Festival Street, and finally to Rockville Pike. The Applicant will work with DPW for approval if any future phase includes a dead end.

22. *With each site plan, the Applicant must submit a phasing plan for pedestrian access, construction access, staging and parking for review and approval by the DPW. The phasing plan must demonstrate how the remaining surface parking lots and existing uses of the Property will integrate with the proposed development.*

Phasing of the Project will be shown with multiple plans to show pedestrian access and parking along with a preliminary sediment control plan to show staging and construction access for DPW review and approval.

23. *Prior to the signature approval of the submitted Project Plan, the Applicant shall prepare and submit a Trip Reduction Agreement, approved by City staff. The agreement shall establish the goal of reducing single occupant vehicles by 40% during the AM, PM, and Saturday Peak hours at the full build-out for the entire development. The total development on the subject site shall be limited to a mix of allowed uses and intensities that with the assumed/allowed 40% peak trip reduction, will generate (sum of all driveway counts) no more than 993 (828 new + 165 existing), 2,095 (1197 new + 635 existing + 84+179 pass-by), and 2,186 (1202 new + 756 existing + 83+145 pass-by) vehicle trips during the AM, PM, and Saturday peak hour, respectively, at the build-out or at any subsequent site plan submittals.*

A draft Trip Reduction Agreement is being submitted concurrently with this Application. The Application and associated densities for Phase I satisfy the trip cap established by this condition.

24. *The appropriate trip reduction strategy(s) from the list included in the executed Trip Reduction Agreement will be determined at each Site Plan approval. The Applicant shall submit recent driveway counts at site plan submission.*

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The trip reduction strategies are identified in the draft Trip Reduction Agreement as well as in Appendix J of the Twinbrook Quarter Comprehensive Transportation Review dated January 23, 2018. The Comprehensive Transportation Review was incorporated into the Project Plan.

25. *As part of the first site plan submission or earlier:*

a. *The Applicant shall submit full signal warrant studies for full build-out, including weekdays and Saturdays conducted in accordance with the City requirements using the same trip distribution applied in the August 2018 study, or using a modified distribution approved by the Director of Public Works, and per MD MUTCD procedures and standards for the following intersections:*

- i. *Chapman Avenue at Halpine Avenue*
- ii. *Chapman Avenue at Thompson Avenue*
- iii. *Chapman Avenue at Bouic Avenue*
- iv. *Festival Street and MD 355*

For any deemed warranted location, if approved by MDOT/SHA if MDOT/SHA approval is required, and prior to issuance of any occupancy permits, the Applicant shall submit design drawings for the warranted signal(s) and fully bond the entire cost for the installation of the new traffic signal with all necessary geometric and signage modifications per the City standards and specifications. The Applicant shall install the signal(s) prior to issuance of the occupancy permit of the site plan triggering the warrant.

The Applicant previously submitted a traffic signal warrant to DPW for the identified intersections. A copy of the traffic signal warrant is being included with this Application.

b. *The Applicant shall analyze the following intersections for full build-out conditions and for weekdays and Saturday to determine if any phasing pattern modifications are needed:*

- i. *Rockville Pike (MD 355) at Halpine Road*
- ii. *Rockville Pike (MD 355) at Congressional Lane*

If it is determined that signal modifications are warranted, prior to issuance of any occupancy permit, the Applicant shall prepare and submit revised signal plans along with any additional required improvements, and fully bond the entire cost of required traffic signal(s) phasing modifications with all necessary

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geometric and signage modifications per MDOT/SHA standards and specifications. The Applicant must complete the required modifications, if approved by MDOT/SHA if MDOT/SHA approval is required, prior to issuance of the occupancy permit of the site triggering the need to modify the signal phasing.

As part of the traffic signal warrant study submitted with this Application, the Applicant analyzed these intersections.

- c. The Applicant shall submit a detailed queue length analysis for all approach movements and for the projected AM, PM and Saturday peak hours vehicle trips as reported in the August 2018 study for the following intersections:*
 - i. Halpine Road/Chapman Avenue*
 - ii. MD 355/Halpine Road (turn queue)*
 - iii. MD 355/Congressional Lane (turn queue)*

Prior to issuance of any occupancy permit and for any movement at the intersections listed above where the projected turn queue exceeds the available storage, if approved by MDOT/SHA if MDOT/SHA approval is required, the Applicant shall identify and submit for approval appropriate mitigation measure design plans, and construct and/or install the approved improvements when deemed needed by the City, or at the build-out, whichever occurs first.

In conjunction with the Application, the Applicant has included a detailed queue length analysis for the identified intersections.

- 26. The appropriate road and street network, including bicycle and access accommodation shown on the approved Project Plan and as modified by DPW, including bicycle facilities per the 2017 Bikeway Master Plan, will be determined at each site plan approval. The Applicant shall design, construct, and have them open to traffic prior to issuance of the occupancy permit for any part of the development contained within the site plan.*

The Applicant will comply with this condition.

- 27. The Applicant shall construct the 20-foot wide pedestrian walkway/tree lawn and 10- foot wide bike facility along the entire Property's frontage with Rockville Pike as shown on the approved plans, and per the City's requirements and standards.*

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Construction shall occur commensurate with the build-out of each site plan encompassing that portion of Rockville Pike.

The Site Plan includes construction of the 20-foot wide pedestrian walkway and 10-foot wide bike facility along the Phase I Rockville Pike frontage.

28. *With each subsequent site plan, the Applicant shall provide short-term and long-term bike racks/storage as required by the Zoning Ordinance.*

The Site Plan demonstrates compliance with this condition through the provision of 82 short-term bicycle storage spaces and 262 long-term bicycle storage spaces. Short term bicycle spaces have been located in various locations along the Project's streetscape. Long term bicycle spaces have been located indoors and in locations convenient to the specific use. For example, long term bicycle spaces required for residential use are located on level G1 in a secure room accessible to the residential lobby. Long term bicycle spaces for office use are on the second (2nd) floor level in a secure room accessible by the office lobby. Long term bicycle spaces for retail and restaurant uses are located on level G1 adjacent to all retail lobby access points.

29. *The Applicant shall pay the City's Transportation Improvement Fee as provided in the Comprehensive Transportation Review (CTR). The one-time fee is equal to \$1.50 per square foot of net new gross floor area for commercial uses and \$900 per unit of multi-unit residential development. The fee will be due before the building occupancy permit is issued and will be at the rate applicable at the time of payment.*

The Applicant will comply with this condition.

30. *The Applicant shall pay the County's Development Impact Tax, as applicable, subject to the credits allowed by Montgomery County. The Applicant shall submit a receipt of payment to the Inspection Services Division of the Department of Community Planning and Development Services, and the Traffic and Transportation Division of the Department of Public Works, prior to the issuance of the occupancy permit.*

The Applicant will comply with this condition.

31. *All internal traffic control devices (i.e. signs, marking and devices placed on, over or adjacent to a roadway or walkway) to regulate, warn or guide pedestrians and/or vehicular traffic shall comply with the latest edition of the Manual on Uniform Traffic Control Devices (MUTCD). The signing and pavement marking plans shall be submitted to DPW and approved by the Chief of Traffic and*

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Transportation Division prior to each building permit. The approved plan shall be included in the signature set.

The Applicant will comply with this condition.

- 32 *In accordance with Section 25.07.07.18(a) of the Zoning Ordinance, a site plan application implementing a portion of Phase I of the Project Plan Application must be filed within twelve (12) months of the date of this resolution. The implementation period for all other portions of the Project Plan Application will remain valid for thirty (30) years from the date of this Resolution.*

The Applicant submitted this Application for Phase I within 12 months of the date of the Project Plan resolution.

II. The Site Plan will not be detrimental to the public welfare or injurious to property or improvements in the neighborhood.

The Site Plan will not be detrimental to the public welfare or injurious to property or improvements in the neighborhood. The Application will allow for redevelopment that enhances the public welfare through the delivery of substantial infrastructure improvements, public benefits and amenities that are consistent with existing adjacent development as well as the zoning and land use recommendations that will guide future redevelopment opportunities for the surrounding area.

The Site Plan is implementing the first phase of a Champion Project, designated as such by the Mayor and Council through the Project Plan approval. A Champion Project, by virtue of the additional requirements imposed through the Project Plan review process, is a benefit to the public. Twinbrook Quarter is a Champion Project on account that it significantly advances the following goals: (a) provides more than the required public use space, (b) provides more than the required vehicular, bicycle and/or pedestrian safety measures, and (c) provides a significant increase in the amount of employment. As such, by implementing the first phase of this Champion Project, the Application is a benefit to the public welfare and certainly not detrimental or injurious to property or improvements in the neighborhood.

The construction of the first portion of Chapman Avenue Extension running north-south through the Property parallel to Rockville Pike, as well as construction of the new east-west Festival Street through the Property, will create new vehicular and pedestrian linkages along Rockville Pike in a manner that establishes a true street grid to the benefit of the adjacent neighborhood. These infrastructure improvements are anticipated to divert traffic away from Rockville Pike towards the internal street grid which the Project helps to create. All of these public benefits will

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be further steps in improving the appearance, functionality, and value of this stretch of Rockville Pike and will directly benefit the public.

The Application will enhance the public welfare for City residents and employees working in the area of the Property through increased pedestrian connectivity between Rockville Pike and the Twinbrook Metro Station that will be provided by the Phase I improvements delivered through the Site Plan. As noted above, the Site Plan will include construction of a wide pedestrian promenade along Rockville Pike, and sidewalks along the first phase of the Chapman Avenue Extension and one new east-west street (Festival Street) to create attractive, safe, and walkable linkages between Rockville Pike and the Twinbrook Metro Station. Additionally, the development of an anchor grocery store with a variety of residential, office, in-line restaurant and retail uses at the Property will deliver the critical mass and diversity of uses necessary to further the economic vitality of this transit-oriented location.

The Project will also increase open area and public use space through the creation of on-site open areas as well as off-site public improvements within the dedicated right-of-ways for Rockville Pike, Halpine Road and Chapman Avenue extended, along with rooftop courtyards on the residential and office towers proposed as part of Building 1, which will benefit the health and welfare of persons residing or working in the neighborhood of the Project. The proposed design includes a landscape buffer along Rockville Pike coupled with street trees and ground plantings along the Chapman Avenue Extension and Festival Street. These plantings will provide shading and will transform this corridor into a visual and pedestrian friendly amenity. The Project will also vastly improve the current functioning of the Phase I Property from an environmental perspective, by complying with the City's green building and forest conservation standards, enhancing the experience of area residents, workers, and visitors of the Project, as well as complying with the City's stormwater management requirements.

III. The Site Plan will not constitute a violation of any provision of this Chapter or other applicable law.

The Project satisfies the requirements of the Zoning Ordinance.

The Property is zoned MXTD, which permits all of the uses proposed for the Project. The DRRA for Twinbrook Quarter freezes the applicable provisions summarized below, which were generally established by the Project Plan approval. Thus, this Application's compliance with the requirements relates to the frozen provisions, as described in greater detail in the DRRA. Furthermore, as shown in the chart below, the Project satisfies the development standards for the MXTD Zone as detailed in Sections 25.13.05(b)(1) and 25.13.05(b)(2) of the Zoning Ordinance:

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Category	Permitted/Required	Approved by the Project Plan	Proposed for the Site Plan
Height	200 feet ⁵	Minimum: 80 feet Maximum: 200 feet	Up to 175 feet
Open Area	15% when residential dwellings are provided	Greater than 15% across the entirety of the Project; final amount proposed in each phase to be established with each site plan	34,150 sq. ft. (32.29% of net lot area) ⁶
Public Use Space	15% for Rockville Champion Projects	Greater than 15% across the entirety of the Project; final amount proposed in each phase to be established with each site plan	34,150 sq. ft. (32.29% of net lot area) ⁷
Minimum Width at Front Lot Line	10 feet	Greater than 10 feet	10 feet
Setbacks			
Public right-of-way abutting	None	0 feet	0 feet
Side (when non-residential land abutting)	None; 10-foot minimum if provided	10 feet	10 feet
Rear (when non-residential land abutting)	None; 10-foot minimum if provided	10 feet	10 feet
Build-to-line from centerline of Rockville Pike	126 feet, except 103 feet for Rockville Champion Projects that do not include access roads	105 feet	105 feet

⁵ For Rockville Champion Projects, the Rockville Pike Plan permits buildings at higher heights than are allowed by zoning, if approved by the Mayor and Council. (p. 4-9). In accordance with Section 25.13.05.b.2.(a).(iii) of the Zoning Ordinance, the Mayor and Council approved up to 200 feet in building height for Phase I as part of the Project Plan.

⁶ In accordance with Section 25.03.02 and p. 4-39 of the Rockville Pike Plan, the open area includes off-site public improvements that provide public open space through broad continuous sidewalks and bikeways with trees and landscaping.

⁷ See F.N. 6 above.

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The Project will also satisfy the "Special Design Regulations" for the MXTD zone established in Section 25.13.07(a) of the Zoning Ordinance as follows:

- (1) *Building Location – In order to meet the intent of the Master Plan, buildings in the MXTD Zone should be located at the front property line(s), including corner lots, or the build-to line where established by the Plan. Access to the rear, if required, should be via alleys. If access is required from the front, the driveway entry should be a portal penetrating the façade of the building. The continuity of the building façade must be maintained above the drive entry.*

Building 1 will be framed by Rockville Pike, Halpine Road, Chapman Avenue Extension and Festival Street. The Site Plan is consistent with the build-to-line established for Rockville Pike through the Project Plan, and will include ground-floor activating uses in the form of in-line retail and restaurant uses, an anchor grocery store, and residential and office lobbies. All parking garage penetrations to Building 1 are designed as "portals" in the façade and are conveniently located for residents, office employees, retail patrons, and guests. The "portals" only occur at the ground floor, allowing a continuous building façade above at upper levels. Service (loading) areas are located within the rear of Building 1 through a concealed service drive, so as to provide a continuous pedestrian experience.

- (2) *Uses by Floor – The ground floor must contain retail or public-related service uses along those streets designated in the Master Plan as major pedestrian spines. Ground floor retail is the preferred use along other streets, but is not required. The ground floor should normally have a ceiling height of at least 15 feet. At the time of site plan review or project plan review, the Approving Authority may consider a lower ceiling height if appropriate in the particular circumstance. The upper floors may be additional retail, office, residential, or a combination of uses. If the building contains only residential units, the ground floor may consist of residential units, but should be designed to facilitate conversion to retail or other commercial uses.*

The primary use on the ground floor of the building façade is in the form of restaurant and retail uses. Other uses within Building 1 includes lobbies for the residential and office towers. The floor-to-floor height of the ground floor of Building 1 is a minimum of 25 feet in height, allowing for 15-foot minimum ceiling height for all tenants and interior spaces. The design of the ground floor will have a high level of detail, incorporate durable, timeless materials, and instill a vibrant and memorable sense of "place".

- (3) *Facade – The façade design must be consistent with the standards set forth in subsection 25.13.05.b.2(a). Where the façade height exceeds 35 feet, the façade*

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should include an expression line above the first floor level and a defined cornice line at the top of the façade wall.

The building facades vary in height and style within the Art Deco language along all four of its surrounding streets (Rockville Pike, Halpine Road, Chapman Avenue Extended and Festival Street).

Five distinctive and complimentary architectural identities comprise the entirety of Block 1 (including four styles which define the retail/residential portion of the building as well as the additional office building architecture). At each of these façades there is a base, middle, and top definition with a strong expression line delineation above the first floor level. Each expression line is unique and compatible to its own unique architectural façade and is well-defined. Each architectural façade also includes a unique and very distinct cornice line and style that defines each building setback from the lowest to highest point of any façade.

In accordance with Section 25.13.05.b.2(a).(iii) of the Zoning Ordinance, the Mayor and Council designated the Project Plan a Champion Project, allowing for up to 200 feet of building height for Building 1. In order to create a complimentary pedestrian friendly environment and allow of a maximum amount of building delineation and architectural expression, multiple building façade wall heights and setbacks have been established along each of the unique architectural facades and elevations around the building.

The façade along Rockville Pike is composed of two unique architectural identities and façade walls that vary in height between approximately 30' (along the retail/residential façade) and approximately 175' (at the office façade) with numerous additional intermediary façade setbacks and height variations. The retail/residential tower façade identity along Rockville Pike does exceed 250' in length but varies tremendously to respond to the retail uses at the base and the residential uses above, with setbacks and façade wall heights noted between 30' and 140'.

The façade along Festival Street is composed of two unique architectural identities specific to the retail/residential portion of the Building 1, and façade walls vary in height between approximately 30', and approximately 145' with two intermediary building setbacks. Neither of the two façade identities on this elevation exceed 250' in length.

The façade along Chapman Avenue is composed of three unique architectural identities specific to the retail/residential portion of the Project, and façade walls vary in height between approximately 30' and approximately 140'. Each of the three unique styles has a primary façade height that steps down from the north towards the southern portion of the Phase I Property. None of the three facades identities on this elevation exceed 250' in length.

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The facade along Halpine Road is composed of two unique architectural identities and facade walls that vary in height between approximately 40' (retail/residential facade) and approximately 175' (office facade). Neither of the two facade identities on this elevation exceed 250' in length. The office building has an articulated stone cornice above the first floor that defines the base of the building mass. This cornice expression is well-integrated with the stone panels that will provide a sense of timelessness and elegance to the prominent corner of this development.

- (4) *Fenestration – Generally, fenestration of the stories above the ground floor should be by individual framed windows. Continuous strip windows may be allowed by the Approving Authority if they are used to maintain compatibility with existing contiguous projects.*

The residential fenestration above the ground level is comprised predominantly of single “punched opening” residential windows arranged to coordinate with and complement each of the four unique architectural facade identities that compose the residential tower. Within the architectural facade style along Rockville Pike and Festival Street there are a small number of unique corners designed as larger “full-corner” window treatments, allowing the facade a slightly more contemporary approach lending itself to the architectural style while also providing a striking interior residential unit. All window openings have been sized to be as large as possible in an effort to provide the building interiors with as much light as possible while maintaining a strong consistency with the Art Deco architectural expression and character.

The office building has an aluminum framed vision and spandrel glass system that will provide daylight and views to the occupants. The glazing is punctuated with vertical architectural precast concrete panels that will further articulate the building facade to provide visual interest.

- (5) *Sidewalks – Where sidewalks must be built new or rebuilt as part of redevelopment, they should comply with the provisions of Section 25.17.05.*

With the exception of non-standard street lights proposed throughout Twinbrook Quarter and special pavers proposed along a portion of the Chapman Avenue Extended right-of-way, all sidewalks in Phase I comply with Section 25.17.05 of the Zoning Ordinance. As noted above, the Applicant is seeking approval from the Chief of Planning and Director of DPW for the alternative street lights and special pavers that deviate from the City's standards.

- (6) *Parking – On-site parking must be provided in accordance with the requirements of Article 16. Parking must be located to the side or in the rear of the buildings unless ground floor retail is provided, in which case limited parking may be allowed in the front to serve the retail uses. Structured parking, either above or below grade, is preferred. Any parking structure facades visible from the street or a transitway must be treated in the same manner as the primary building*

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facades. All parking must be screened to prevent vehicle headlights from shining into adjoining residential properties.

In accordance with Section 25.16.03.h.1 of the Zoning Ordinance and as part of the Project Plan, the Mayor and Council approved reduction in the amount of parking to permit 43% fewer spaces than would otherwise be required for Twinbrook Quarter. After accounting for the allowable 43% reduction, the minimum number of parking spaces required for the Site Plan is 1,273 parking spaces. However, the Application proposes a total of 1,464 parking spaces to accommodate the mix of uses included in Building 1. This excess parking will be utilized with future phases of Twinbrook Quarter as well.

Retail Floor Area Limitation

In addition to these special design regulations applicable in the MXTD Zone and on account of the Project Plan's designation as a Champion Project, the Mayor and Council approved the Applicant's request to allow for retail commercial uses by a single tenant occupying more than 65,000 square feet of floor area at the ground level of Building 1 as part of the Project Plan. The Site Plan complies with Section 25.13.05.c.6.(b) of the Zoning Ordinance, which requires that: (i) each of the exterior walls at the ground level, along any public street or way, must be activated with points of access for street-fronting retail, restaurants and/or service establishments that contribute to a vibrant walkable environment; and (ii) the building design must be consistent with the additional design guidelines set forth in Section 25.13.06. As described above, Building 1 incorporates street-fronting retail and restaurant uses with points of entry along Rockville Pike, Festival Street, Chapman Avenue Extended, and Halpine Road. Moreover, as noted below, the design of Building 1 complies with the additional guidelines set forth in the Zoning Ordinance.

Additional Design Guidelines

The Project will satisfy the "Additional Design Guidelines" for the Mixed-Use Zones as detailed in Section 25.13.06 of the Zoning Ordinance, whose stated purpose in subsection (a) is "to establish guidelines that will promote the highest quality of development in the Mixed Use Zones", and that "[n]ew development or redevelopment should be consistent with the intent and purpose" of these guidelines. The Project is or will be consistent with these "Additional Design Guidelines" as follows:

(b) Aesthetic and Visual Characteristics for All Zones

Phase I of Twinbrook Quarter sets a high bar as a new gateway to the City of Rockville, and as an inviting arrival point for riders from the Twinbrook Metro Station. This mixed-use, transit-oriented development in the southwest corner of the larger Twinbrook Quarter site creates a visually stimulating presence at both the ground plane and above, establishing a comfortable

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urban increment that defines a distinctive character for each of its varied uses. The building's mass and carefully crafted architectural identities are defined by a unique and complementary architectural expression to create a sense of "place" for residents, workers, shoppers and guests while forming an iconic skyline that will define the City of Rockville from the south.

Building 1 has been thoughtfully designed to provide a comfortable and inviting pedestrian realm. Storefronts line all four street frontages and are complemented by several unique architectural identities above that utilize varied height, massing and setbacks to create a comfortable composition. The Art Deco inspired theme for the building provides a classic and timeless style that utilizes a rich and diverse set of building facades that blend together in a familial language. In all, the building is composed of five different complementary identities that are detailed with high quality materials and colors to create a development that will seem as if it has been built over time.

With frontage on Rockville Pike, Halpine Road, Chapman Avenue Extended, and Festival Street, the ground plane is designed as a pedestrian-friendly atmosphere, with wide tree-lined sidewalks, retail, restaurants, and building entry points that invite walkability and places to linger. The storefronts and signage will vary with materials and finishes to define each retail and restaurant tenant, offering a visually stimulating walkable environment. Where appropriate, there will be outdoor seating that will create an inviting and active atmosphere in an urban setting. In addition to the storefronts lining all four streets, the ground level plane will also be punctuated by hard canopies over the residential and office lobby entrances, the retail lobby entrances, and the anchor grocery store entrance. Fabric awnings will be used over other storefronts and entryways to create a varied storefront environment as well as weather protection and signage opportunities.

The building's architectural identities and facades vary in height and style for the residential tower (composed of four identities) and office tower (one identity). The changing facades are defined by their own unique architectural character which have varying patterns, textures, and colors, ranging from approximately 30' to approximately 145' for the residential tower and up to 175' for the office tower.

The façade along Rockville Pike has two architectural identities, with several setbacks and heights to define the retail, residential, and office uses. The podium defines the street edge with retail lining the first floor and residential and office uses above. The new office tower to the south is defined by a glass and precast façade with vertical piers. The varying height of the residential uses to the north are intended to minimize the scale, with a demonstrative residential tower on the corner of Rockville Pike and Festival Street. In the hyphen between the residential tower and the office tower is a single-story screened wall to hide the mechanical equipment of the grocery anchor. The Art Deco façade represents a classic architectural style with corner windows and light-colored brick, precast and cast stone to adorn the façade.

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The office building is a strong visual anchor at a prominent corner in this transit-oriented location. The building massing has a strong base, middle, top expression, which is composed of glass, stone and architectural precast panels. The vertical ribs on the building façade that extend from the base of the building to roofline give the building a memorable appearance.

The cladding at the base is projected from the dominant plane of the building to emphasize its relationship to the street. The cladding at the ground floor pilasters and columns are articulated with reveals and projections that are appropriately scaled to the pedestrian experience. The building has windows facing Rockville Pike and Halpine Road at the ground level that exceeds sixty (60) percent of the building length and will provide visual interest for pedestrians. Furthermore, the open space at the corner of Rockville Pike and Halpine Road extends into the enclosed amenity space that will further encourage street level pedestrian and retail activities.

(c) Site Design and Relationship to Surrounding Community

(1) Vehicular Access

To supplement the existing Rockville Pike street grid, the Site Plan includes construction of the Chapman Avenue Extension from Halpine Road to the intersection of Festival Street (with the remaining portion to be constructed through future phases), as well as the entire east-west Festival Street connecting Rockville Pike and the Chapman Avenue Extension. Vehicular access to the Project through Phase I will be via Festival Street and the Chapman Avenue Extension, as well as the existing Halpine Road along the southern edge of the Property.

(2) Buffers

As previously discussed, there are no nearby residential uses, with the exception of the residents of The Galvan building in the Twinbrook Station project located on the south side of Halpine Road, which is itself a transit-oriented mixed-use development similar to the Project. Phase I is surrounded by commercial uses along Rockville Pike to the north, south, and west and is separated from the nearest single-family residential neighborhood to the east by the Metro tracks and the CSX/MARC rail line.

(3) Outdoor Sales and Storage

The Site Plan does not propose any outdoor sales or storage. Note, however, that as part of each subsequent site plan application(s), outdoor sales of products may be proposed as an extension of adjacent retail space, as is permitted under Section 25.13.06.c.3 of the Zoning Ordinance.

(4) Trash Recycling, Waste Oil/Grease Collection Area

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The Site Plan complies with locational requirements for these facilities through the incorporation of trash and recycling areas within the enclosed parking garage.

(5) *Parking Lots and Structures*

Nearly all parking proposed as part of the Application is located in underground facilities or fully screened aboveground parking structures, with the exception of surface spaces located along the streets internal to the Project.

(6) *Pedestrian and Bicycle Flows*

The Project creates a landscaped, pedestrian promenade along Rockville Pike and active streetscapes along Festival Street and the Chapman Avenue Extension to facilitate safe and accessible pedestrian and bike linkages to the Twinbrook Metro Station. Installing landscaping and hardscape improvements where only asphalt currently exists helps to create a safe and pleasant environment for walking and biking along the Rockville Pike corridor. In addition, a bike lane is proposed along the north side of Halpine Road, along with shared travel lanes along the Chapman Avenue Extension and Festival Street.

(7) *Central Features and Community Spaces*

The Project provides high-quality, activated public use spaces along its Rockville Pike frontage, Chapman Avenue Extension, and the east-west Festival Street, as well as open areas in the form of rooftop terraces and green roofs in Building 1. While the Site Plan complies with the minimum amount of public use space for Phase I, the Applicant, as part of Phase II, will deliver a substantial central park at the intersection of the Chapman Avenue Extension and Festival Street that will enhance and activate the public realm by inviting outdoor activity and community interaction at this urban mixed-use redevelopment.

(8) *Delivery and Loading Spaces, Hours of Operation*

The Project is not located adjacent to any residential neighborhoods, but rather is located next to other commercial facilities with similar delivery and loading needs to the Project. Notwithstanding this, delivery and loading spaces are proposed to be located within the structured parking garage of Building 1 so as to efficiently serve the needs of the uses in the Project while remaining tucked out of the way for aesthetic and functionality purposes.

(9) *Ancillary Uses*

All of the uses proposed for the Project are permitted in the MXTD Zone.

(10) *Noise Abatement*

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The Applicant will demonstrate that the Project complies with this requirement at the time of site plan review.

(11) Outdoor Lighting

The lighting plan included with this Application demonstrates compliance with the City's landscaping, screening, and lighting manual.

(12) Landscaping

The landscape plan submitted with the Site Plan demonstrates the manner in which the Project satisfies the City's landscape requirements as contained in the Landscaping, Screening and Lighting Manual.

The Project satisfies other applicable City laws.

The Site Plan for Phase I is designed to satisfy all other applicable City laws. The Project will provide 15% MPDUs, which satisfies the requirements of Chapter 13.5 of the City Code. The Project's Development Stormwater Management Concept Package (submission of which is included with this Application) satisfies the requirements of Chapter 19 of the City Code by providing environmental site design to the maximum extent practicable, utilizing green roofs and bio-planters, and stormwater management vaults and fee-in-lieu to satisfy the remainder of the stormwater management requirements. The Site Plan will satisfy the afforestation requirements of Chapter 10.5 of the City Code through a mix of on-site plantings and fee-in-lieu. The Application is consistent with the Preliminary Forest Conservation Plan approved with the Project Plan, which demonstrates compliance with these requirements. As part of the Project Plan approval, the Mayor and Council established a minimum tree cover requirement of five percent (5%) of the Property's tract area. To this end, the Application proposes a minimum tree cover of 16,000 square feet for the Phase I, which amounts to approximately 40% of the total tree cover requirement for the entire Property (i.e., 39,999 square feet). The Project will also satisfy the green building regulations contained in Chapter 5 of the City Code. Moreover, as referenced herein, the Project will meet the City's energy conservation standards contained in Chapter 5 of the City Code. The landscape plan submitted with the Application demonstrates the manner in which the Project satisfies the landscaping requirements contained in the City's Landscaping, Screening and Lighting Manual.

With respect to Chapter 4, Article IV of the City Code, the Applicant is proposing a phased approach for satisfying the publicly accessible art expenditure requirement at Twinbrook Quarter. As established by the Project Plan approval, the Applicant will construct two (2) substantial public open spaces in the form of a central park to the north of Festival Street and the linear park that runs parallel to the Metro tracks and the CSX/MARC rail line along the eastern

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portion of Twinbrook Quarter (as well as several courtyard parks). These public open spaces present a unique opportunity for public activation and use by future residents, employees, and visitors of Twinbrook Quarter. However, these public open spaces are not incorporated into Phase I of Twinbrook Quarter and will be delivered through subsequent site plan applications. With the central park being delivered as part of Phase II, the Applicant is proposing to satisfy the publicly accessible art expenditure for both Phase I and II as part of a subsequent site plan application for Phase II. Prior to the submission of a site plan application for Phase II, the Applicant will meet with City staff to coordinate and comprehensively address publicly accessible art for Phase I and II, as well as a subsequent Phases of Twinbrook Quarter (including the linear park).

IV. The Site Plan will not be incompatible with the surrounding uses or properties.

The Site Plan is not incompatible with the surrounding uses or properties. The Rockville Pike Plan and Zoning Ordinance established the criteria for Champion Projects, which by definition provide significant public benefits that are compatible with the land use vision for the South Pike portion of the City. This first phase of a Twinbrook Quarter, a Champion Project, advances each of the following goals: (a) provides more than the required public use space, (b) provides more than the required vehicular, bicycle and/or pedestrian safety measures, and (c) provides a significant increase in the amount of employment. Therefore, the buildout of Twinbrook Quarter is compatible and beneficial to the surrounding uses and properties.

Additionally, the Property is surrounded by commercial uses along Rockville Pike to the north, south, and west and is separated from the nearest single-family residential neighborhood and several industrial properties by the Metro tracks and the CSX/MARC rail line. The existing surrounding area is generally described as follows: To the east are the Metro tracks and the CSX/MARC rail line, which provide a significant buffer from the nearest single-family residential neighborhood to the east. To the west is Rockville Pike and Congressional Plaza, which contains single-story box stores and surface parking, as well as smaller stores and fast-food restaurants. To the north is an approximately 121,968-square-foot property currently improved with single-story retail uses and surface parking, similar to the current uses on the Property. To the immediate south is Halpine Road, and just south across Halpine Road is a seven-story office building and a Hilton hotel.

Further south across Bouie Avenue is The JBG Companies' Twinbrook Station project, for which the City approved 1,596 dwelling units, 325,000 square feet of office uses, 220,000 square feet of retail uses, 2,409 private parking spaces, and 1,151 parking spaces for Metro commuters. When complete, the Twinbrook Station project will have 18 buildings, of which two will be 170 feet in height and four others will be 130 feet in height. To date, The Alaire, a multi-family residential building with 279 units and part of the Twinbrook Station project, and The Galvan, a

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mixed-use project with 360 multi-family dwelling units (along with 99,500 square feet of ground floor retail and restaurant uses), are constructed and occupied by residents.

The zoning on this Property and surrounding properties provides significant future development and redevelopment opportunities. The immediately adjacent property to the south is similarly zoned MXTD and could be redeveloped with the same densities and heights as proposed for the Property. The properties to the west and north are zoned MXCD, which allows for medium density development of retail, office, and residential uses. The properties to the west, north, and south are also located within the boundaries of the Rockville Pike Plan. The Rockville Pike Plan recommends mixed-use, transit-oriented development near the Twinbrook Metro Station. To that end, the Project is compatible with all surrounding uses and properties as they exist today and as they are planned to exist in the future.

CONCLUSION


The Applicant respectfully requests that the City of Rockville Planning Commission grant approval of this Site Plan implementing Phase I of the approved Project Plan for this mixed-use, transit-oriented development. As explained above and in the plans submitted with this Application, the Site Plan implements the approved Project Plan and complies with the conditions and requirements of the approved Project Plan, and will not be detrimental to the public welfare or injurious to property or improvements in the neighborhood, constitute a violation of any provision of the Zoning Ordinance or other applicable law, or be incompatible with the surrounding uses or properties. The Site Plan implements the first phase of a Champion Project in accordance with the DRRRA, which allows for the dedication and construction of public and private streets, public use space, and a significant increase in employment in the City. The Site Plan provides an opportunity to provide a high-quality mixed-use development with residential, office, grocery, retail, and restaurant uses; to improve upon the existing outdated single-story commercial uses and surface parking on the Property; and to provide much-needed vehicular and pedestrian and bicycle linkages and improvements between the Twinbrook Metro Station and Rockville Pike. For all of these reasons, the Applicant respectfully requests that the Planning Commission grant approval of this Site Plan Application.

Thank you for your consideration of this Application. Please contact us if you have any questions or require any additional information.

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Very truly yours,

LINOWES AND BLOCHER LLP



C. Robert Dalrymple



Matthew Gordon

Enclosures

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