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| THE HOWARD HUGHES CORPORATION, | * | BEFORE THE |
| PETITIONER | * | PLANNING BOARD OF |
| PLANNING BOARD CASE NO. 455 | * | HOWARD COUNTY, |
| | | MARYLAND |

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DECISION AND ORDER

The Planning Board of Howard County Maryland held a public hearing on April 11, 2023 and April 20, 2023, in accordance with Section 125.0.E of the Howard County Zoning Regulations, to consider the petition of the Howard Hughes Corporation, Owner, to approve a Final Development Plan, FDP-DC-L-2A, which proposes Downtown Mixed-Use Development consisting of 85,000 SF of net new retail and restaurant, and a maximum of 775 residential dwelling units on 12.77 acres. 0.83 acres of Downtown Community Commons is also proposed within the project area. The project is located within an area known as the Lakefront Neighborhood, located east of Little Patuxent Parkway and west of Lake Kittamaquindi on land identified as Tax Map 30, Parcel 373, Lots D-1 and H, Tax Map 30, Parcel 275, Lots A-1 and D-1; Tax Map 30, Parcel 290, Lots B, C-2 and G, and Tax Map 30, Parcel 269, Lot F-2. It is zoned NT and designated as Downtown Mixed-Use Area on the Downtown Columbia Plan – A General Plan Amendment. As part of this FDP amendment, the Petitioner also requests an adjustment to the residential maximum units in Phase One of the Downtown Columbia Revitalization Phasing Progression Chart from 2,296 unit to 2,921 units.

The Notice of Hearing was published and the subject property was posted in accordance with the Planning Board’s requirements, as evidenced by certificates of publication and posting, all of which were made a part of the record of the case.

Pursuant to the Planning Board’s Rule of Procedure, the reports and official documents pertaining to the petition, including the files for FDP-DC-L-2 and FDP-DC-L-2A, the Technical Staff Report, the Certificates of Advertising, the Certificate of Posting, the Downtown Columbia Plan, the Zoning Regulations, Downtown-wide Design Guidelines, Subtitle 11 of the Subdivision and Land Development Regulations – Adequate Public Facilities, and the Sign Ordinance, amended for Downtown Columbia as Council Bill 56-2010, were made part of the record.

The Petitioner was represented by Todd Brown, Esq.

Opposition by IMH Columbia, LLC was represented by Nicole Campbell, Esq. Opposition by Kincade, LLC was represented by Richard Talkin of whom he is also an owner and Bill Sinclair, Esq.

The Planning Board has the authority to review and make a decision regarding the proposed Final Development Plan in accordance with the pertinent criteria set forth, pursuant to Section 125.0.E.4 of the Zoning Regulations. Those criteria are as follows:

- a. The Downtown Neighborhood Concept Plan, the Neighborhood Specific Design Guidelines, and the Neighborhood Specific Implementation Plan conform with the Downtown-Wide Design Guidelines; the Downtown Columbia Plan (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). Any proposed change(s) will

not be detrimental to the overall design concept and phasing for Downtown Revitalization. Limited change in building heights may be approved based on compatibility, character and height of nearby existing and planned development and redevelopment, and open spaces in the area. However, in no event shall the maximum building height for Downtown Revitalization exceed twenty stories.

- b. The Neighborhood Design Guidelines submitted with the Final Development Plan offer sufficient detail to guide the appearance of the neighborhood over time, and promote design features that are achievable and appropriate for Downtown Revitalization in accordance with the Design Guidelines and the Downtown Columbia Plan.
- c. The Final Development Plan conforms with the Neighborhood Documents; the Revitalization Phasing Plan, the Downtown Community Enhancements, Programs, and Public Amenities (CEPPA) Implementation Chart and Flexibility Provisions; the Downtown-wide Design Guidelines; the Downtown Columbia Plan, (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). Limited change in building heights may be approved based on compatibility, character, and height of nearby existing and planned development and redevelopment, and open spaces in the area. However, in no event shall the maximum building height for Downtown Revitalization exceed twenty stories.
- d. The Final Development Plan, when considered in the context of surrounding planned or existing development, provides a balanced mix of housing, employment, commercial, arts, and cultural uses in each phase.
- e. The Final Development Plan satisfies the affordable housing requirement.
- f. The bicycle, pedestrian, and transit network creates convenient connections throughout the subject area and connect, wherever possible, to existing and planned sidewalks, path, and routes adjoining the development.
- g. The Final Development Plan protects land covered by lakes, streams or rivers, flood plains and steep slopes, and provides connections, where possible to existing and planned open space within the neighborhood and in surrounding area.
- h. The Final Development Plan provides the location of Downtown Community Commons required under Section 125.0.A.9.h as indicated in the Neighborhood Concept Plan.
- i. The Final Development Plan is in harmony with existing and planned vicinal land uses. In making this determination, the Planning Board shall consider, if appropriate:
 - 1. Landscape features on the boundary of the plan area, which may include protection of existing vegetation or grade changes that provide a natural separation, or landscape planting;
 - 2. The size of buildings along the edges of the plan area through limits on building height or other requirements;
 - 3. The use and design of nearby properties and
 - 4. The adopted Downtown Columbia Plan recommendations for height, building massing and scale, and neighborhood connectivity.
- j. The development, as proposed by this Final Development Plan, is adequately served by public facilities; including any proposed mitigation or development staging. It further

complies with the Adequate Public Facilities Ordinances (Title 16, Subtitle 11 of the Howard County Code) for both schools and roads.

- k. The Final Development Plan protects environmentally sensitive features and provides environmental restoration in accordance with the Downtown Columbia Plan.
- l. The Final Development Plan protects any historic or culturally significant existing sites, buildings or structures, and public art.
- m. The Final Development Plan proposes any appropriate plan to satisfy the requirement for art in the community.
- n. The Final Development Plan provides a plan to hold, own, and maintain in perpetuity land intended for common, quasi-public amenity use and public art that is not publicly owned, including, without limitation, any Downtown Community Commons, Downtown Parkland, Downtown Arts, Cultural and Community Use, and Downtown Neighborhood Square shown on the Final Development Plan.
- o. To better ensure conformance with the Community Enhancements, Programs and Public Amenities provisions, the Final Development Plan provides for a plan to establish membership in the Downtown Columbia Partnership and payment of the annual charges. Each Final Development Plan shall show a consistent means of calculating and providing the required annual charges.

After carefully evaluating all of the testimony and evidence accepted into the record, the Planning Board made the following findings of fact and conclusions of law:

FINDINGS OF FACT

1. Jill Manion presented the Technical Staff Report for the Department of Planning and Zoning, for the Lakefront Neighborhood Amended Final Development Plan (FDP), Phase 1, FDP-DC-L-2A, which includes the Lakefront Neighborhood Concept Plan, Lakefront Neighborhood Specific Design Guidelines, and Lakefront Neighborhood Specific Implementation Plan.

Ms. Manion described the existing conditions of the proposed FDP land area as existing improved land that previously contained 155,912 SF of existing office, and surface parking lot. The office buildings have been previously demolished, and the remaining surface parking will be demolished with the development. The area is proposed to be redeveloped as a mixed-use project with 85,000 SF of new retail (reduced from 150,000 SF under FDP-DC-L-2), eliminates 200,000 SF of new office approved with FDP-DC-L-2 and retains 775 residential units previously approved with FDP-DC-L-2. Downtown-wide, this amended FDP proposal creates a net increase of 85,000 of retail and 775 residential units within Downtown Columbia. The new land use configuration would be 11.94 acres of proposed Downtown Mixed-Use Area (DMUA) and 0.83 acres of Downtown Community Commons (DCC).

Ms. Manion summarized minor changes to the grid structure from the Downtown Columbia Plan and the approved FDP-DC-L-2, as well as minor changes to the alignment of the Downtown Community Commons areas. The proposed street network includes a north extension of Wincopin Circle from the existing right-of-way, which is a road segment originally included in the Downtown Columbia Plan Street Framework Diagram. The proposed layout proposes Road C curving at the northern extent to connect of Sterrett Place, which will remain at its current location. Sterrett Place is shown on the Neighborhood

Concept Plan to extend north from the intersection with Road C at the same location as the intersection with the existing private drive serving adjacent parcels D and E to create the ultimate street network for the neighborhood. The amended FDP proposes Road A beginning at this private drive and curving southward along the eastern boundary of the FDP area. Road B continues to extend west from Road A and terminates before intersecting with Little Patuxent Parkway.

The amended FDP shows the Neighborhood Square shifted to the southwest between buildable parcels. The Warfield Promenade remains in its current location and continues to connect at the east to the Neighborhood Square. The square footage of the promenade has been reduced based on the determination of its final alignment, and for portions constructed outside the FDP area but will be credited with future FDPs. Wincopin Green has been shifted south to be more centrally located than was previously identified for secondary amenity space. Both the Neighborhood Square and Wincopin Green will be accessible from Wincopin Circle and Road A. Ms. Manion introduced the requested height increase to 13 stories buildings on two parcels within the previously 145' linear height approved with FDP-DC-L-2. The additional stories will accommodate varied building massing of the residential buildings. Ms. Manion explained that 775 tentative allocations have been granted for the proposed residential dwellings units. The Petitioner requested a redistribution of the tentative allocations pursuant to Section 16.1102(b)(6)(v) of the Howard County Subdivision and Land Development Regulations that was granted on March 28, 2023 redistributing 701 units between the first two phases currently permitted to proceed to site development plan submission within Allocation Year 2024 (675 units) and Allocation Year 2025 (26 units). The remaining 74 allocations have been redistributed to Allocation Year 2028. All units have passed the Adequate Public Schools test.

Ms. Manion introduced that with this FDP Amendment, the petitioner requests an adjustment to the Downtown Columbia Revitalization Phasing Chart to increase the maximum residential dwelling units permitted in Phase 1 of Downtown Columbia Phasing Progression Chart from 2,296 units to 2,921 units to accommodate the tentative allocations originally granted with FDP-DC-L-2 and allow 475 Low-Income Housing Tax Credit projects to proceed prior to meeting the minimum thresholds for Phase 1 retail, office and hotel development. Section 125.0.A.9.h.(4) of the Zoning Regulations allows a Petitioner to request adjustments to the Downtown Revitalization Phasing Plan to take advantage of a major or unique employment, economic development or evolving land use concept or opportunity. The Planning Board may approve such adjustment if such approval would (i) not be detrimental to the overall vision for Downtown Columbia expressed in the Downtown Columbia Plan; (ii) not create an adverse community or economic impact; and (iii) establish a reasonable schedule for completion of any requested comparable alternative CEPPA.

Ms. Manion described the unique concept the Petitioner is proposing to comprehensively design and construct a portion of the FDP area with much of the parking provided below grade rather than within multiple separate above ground parking structures. The proposed parking structure integrates with the existing topography of the site and creates a platform to construct the neighborhood streets, buildings, and open space on top of a single podium. This unique design requires all buildings to be constructed at the same time. Permitting this adjustment will allow redevelopment of the surface parking lot to continue and additional affordable housing in Downtown Columbia to be constructed as the office, retail and hotel markets rebound.

The technical staff report found that the petitioner's application met all applicable criteria for approval, including for the proposed modifications from the Downtown Columbia Plan exhibits as well as for the requested adjustment to Phase 1 of the Downtown Columbia Downtown Revitalization Phasing

Progression Chart. In evaluating against the Planning Board criteria under Section 125.0.E.4, the findings include:

- a. The Lakefront Neighborhood Concept Plan, Lakefront Neighborhood Implementation Plan and Lakefront Neighborhood Design Guidelines as amended continue to conform with the Downtown-Wide Design Guidelines; the Downtown Columbia Plan (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). The amended neighborhood documents remain consistent with the exhibits shown in the Downtown Columbia Plan with only minor modifications to the street and block layout and the layout of the proposed Downtown Community Commons, all of which are organized to meet the goals of the Downtown Columbia Plan because they are designed to respond to the existing built environment and will provide improved operational design. These modifications do not hamper or conflict with the stated goals of the Downtown Columbia Plan or for the Lakefront Neighborhood. The adjusted 13 story limit within the previously approved 145' height limit, to be located at the northern blocks of the FDP area, will not change the massing and compatibility within the neighborhood.
- b. The amended Lakefront Neighborhood Design Guidelines continue to provide the required design components with sufficient detail to guide future development.
- c. The amended Final Development Plan conforms with the neighborhood documents. The proposed adjustment to the Downtown Revitalization Phasing Chart takes into account changing market conditions and will not be detrimental to the overall vision for Downtown Columbia, and specifically promotes the goal of inclusive housing options within Downtown Columbia. The unique design concept to reorganize the FDP area promotes connectivity within the neighborhood and to the surrounding area. The increase in the maximum housing permitted in Phase 1 of Downtown Revitalization Progression would allow completion of the FDP area and additional housing projects within the Crescent Neighborhood as development of additional office, retail and hotel continue to proceed through the approval process. The amendment to the FDP does not trigger CEPPA requirements and remaining CEPPA requirements will be evaluated at the site development plan and building permit stages.
- d. In consideration of existing and proposed development, the amended FDP continues to offer a balance of housing, employment, and arts and cultural uses.
- e. Affordable housing requirements will be met through the amended FDP with required affordable units constructed with the development, with CEPPA payments to the Downtown Columbia Community Housing Fund, and with the advancement of affordable housing projects in the Downtown Columbia Revitalization Phasing Progression.
- f. The amended FDP provides convenient pedestrian, bicycle and transit connections throughout the development area through the reorganization of the street network and downtown community commons as well as through the multiuse pathway construction along Little Patuxent Parkway and the trail connection to the Lake Kittamaqundi trail network.

- g. The amended FDP protects land covered by lakes, streams or rivers, floodplain and steep slopes. No building structures are proposed within environmentally sensitive area at the northeast corner of the FDP area. Disturbance is limited to construction of upgraded utilities and a trail connection within the existing utility alignment and will be reviewed in accordance with MDE standards at the SDP stage.
- h. The amended FDP includes 0.83 acres of new Downtown Community Commons with additional amenity improvements beyond the FDP area, exceeding the 5% requirement for the FDP area (0.64 acres requirement for 12.77 acres of FDP area).
- i. The FDP includes a mix of uses consistent with mixed use development, including residential and retail development. With the adjacent existing office, hotel and retail to the east and south of this FDP area, a diversity of uses is maintained within the neighborhood. Proposed building heights are consistent with the approved FDP-DC-L-2, although additional stories are requested to permit 13-story building within the maximum height to accommodate varied massing of the buildings and blocks. Nearby developments include multiple story commercial and residential buildings, the Sheraton Hotel, and surface and structured parking. Proposed building massing, described in the Lakefront Neighborhood Design Guidelines, provides a transition in height and scale from Little Patuxent Parkway to the Lakefront. Connectivity within the neighborhood and to areas beyond the Lakefront Core is a central theme of this FDP and neighborhood documents.
- j. The amended FDP is in conformance with APFO for schools and roads. 775 allocations were tentatively approved with FDP-DC-L-2 and have been redistributed with the amended FDP as follows:
 - 675 units for Allocation Year 2024 (plan submission between 7/1/21-4/1/22)
 - 26 units for Allocation Year 2025 (plan submission between 7/1/22-4/1/23)
 - 74 units for Allocation Year 2028 (plan submission between 7/1/25-4/1/26)

All tentative allocations have passed the School Capacity test.

The amended FDP was evaluated under APFO for the revised use configuration which indicates that transportation facilities will be sufficient to meet critical lane volume intersection standards permitted for Downtown Columbia. Traffic will be further evaluated with future SDPs.

- k. The amended FDP provides a street and block configuration that avoids a limited area of floodplain, stream buffer and steep slopes at the northeast corner of the property. Any impact to this area is limited to following existing utility alignments for utility upgrades and to create a direct connection to the Lake Kittamaqundi open space area and trail network. The extent of any essential disturbance for these limited improvements are fully evaluated at the site development plan stage and require approval by the Maryland Department of the Environment (MDE). The existing site improvements were developed without stormwater management. The future development of this site will retrofit the development are to comply with the 2010 Stormwater Management regulations.
- l. There are no historic or culturally significant buildings, structures or public art within the boundary of the amended FDP.
- m. The amended FDP requires the Petitioner to incorporate art at a value equivalent to 1% of the building construction cost. If it is not provided, a fee-in-lieu, as provided in Section 125.0.A.9.f.(2) of the Zoning Regulations.

- n. Property within the FDP area intended for common, quasi-public amenity use will be held, owned, and maintained by the property owner; subject to a potential maintenance or reciprocal agreement among the property owners or assumed by a maintenance organization, or other organization. Specific mechanisms will be further established on future Site Development Plans and appropriate agreements for maintenance and access will be provided at that time.
- o. A note is included on the amended FDP regarding the formula to assess payments to the Downtown Partnership in accordance with CEPPA 25.

2. Mr. Brown requested that the APFO letter dated March 28, 2023 and referenced in the DPZ Technical Staff Report as part of the DPZ case file to be incorporated into the record. Mr. Brown also requested to incorporate by reference the Decision and Order for PB Case 448 approved for FDP-DC-L-2 along with the individual documents approved within that case file which encompasses the Lakefront Neighborhood Final Development Plan and Neighborhood Concept Plan recorded in the Howard County Land Records at Plat 25391 et seq., the Lakefront Neighborhood Design Guidelines recorded at Liber 19237, Folio 240 and the Neighborhood Implementation Plan recorded at Liber 19237, Folio 480. Mr. Brown also requested incorporate into the record by reference the recorded Crescent FDP (FDP-DC-C-1A) recorded at Plat 24102-24110 and the DRRA signed by the County Executive on February 3, 2017 and approved by County Council Resolution CR103-2016. A copy of the Petitioner's Presentation was entered into the record at Mr. Brown's conclusion.

3. Gabe Chung, Senior Vice President for Development for Howard Hughes Corporation, in his testimony summarized the goals of the Downtown Columbia Plan and the progress made in residential and commercial development. Mr. Chung identified the Lakefront Neighborhood and the goals of the proposed amended final development plan to meet Downtown Columbia Plan objectives. Mr. Chung testified that the requested FDP amendment is in response to market conditions by reducing commercial density at this location, to incorporate the natural setting and enhance Downtown Community Commons that is more accessible. Mr. Chung stated that the amended FDP includes a request to increase the building height to 13 stories for certain blocks and that this would be further explained with future witness testimony. Mr. Chung testified that the portion of the public supply will be underneath the development within a new grade. Mr. Chung further testified that the development configuration with the buildings above a below-grade parking platform requires adjustment Phase 1 of the Downtown Columbia Revitalization Phasing Progression Chart to deliver most of the residential density at one time. Mr. Chung testified that the adjustment would advance 150 units from Phase 2 for the Lakefront North development and an additional 475 units from Phase 2 for LITHC affordable housing projects in the Merriweather District (including the New Cultural Center) as identified in the DRRA so those affordable housing projects would not be delayed.

In response to questions from, Ed Coleman, Planning Board Chair, regarding the proposed height limitations within the amended FDP and whether additional open space could be realized, Mr. Chung testified that the massing, typology, density and height of the surrounding buildings was considered to keep in character with the neighborhood as a whole. Mr. Chung also testified to support increase in stories while maintaining the 145' linear height is due to residential units requiring less floor-to-floor height, and that flexibility in design to retrofit other uses in the future is difficult due to building systems design.

In consideration of less office and retail density in the amended FDP, Mr. Coleman asked Mr. Chung to compare the retail density proposed with this FDP amendment versus what is provided in the Merriweather District (Crescent Neighborhood). Mr. Chung responded that the Merriweather District has more retail and restaurants based on the proximity to Merriweather Post Pavilion while the Lakefront Neighborhood has a different set of existing amenities in context to the natural setting and with the existing

restaurants and retail in place. Further, Mr. Chung stated that it is not the intent to replicate conditions between neighborhoods but provide differentiation and that while there should be retail in Lakefront Neighborhood, it is also the goal to create view corridors and connections. In a follow up question, Mr. Coleman asked whether the Lakefront Neighborhood was originally intended to be a community destination in the Downtown Columbia Plan and if the reduction in retail proposed that would lead to a lack of diversity of establishments that would attract people. Mr. Chung responded that the critical mass of retail will be different based the existing uses and character of the neighborhood, and that the FDP as proposed will not be detrimental to the neighborhood overall. As part of this testimony, Mr. Chung stated the Howard Hughes Corporation is optimistic for future office development since amenitized places like Downtown Columbia are attractive to large employers and that the increased residential density increases the attraction of employers.

4. Cecily Bedwell, Principal, Design Collective, 601 East Pratt Street, Baltimore, testified on behalf of the Petitioner regarding the proposed amended Lakefront Neighborhood Design Guidelines and the amended Lakefront Neighborhood Implementation Plan. Ms. Bedwell affirmed the DAP reviewed the Lakefront Design Guidelines on January 12, 2022, and recommended approval of the amended Neighborhood Guidelines with no official motions made for the project. To support this claim, Ms. Bedwell read an excerpt of the DAP summary commending the proposed design outlined in the Neighborhood Design Guidelines. Ms. Bedwell summarized the amendments to the neighborhood design guidelines including the adjustments to the street network and amenity space locations, the increase in the number of stories on a portion of the plan and added language within the Neighborhood Guidelines at staff's request regarding screening for service and parking areas. Ms. Bedwell summarized the purpose of each component of the Lakefront Neighborhood Design Guidelines. Ms. Bedwell included a visual comparison of neighborhood design guideline exhibits, highlighting the changes to the street network and downtown community commons. Ms. Bedwell provided a visual comparison of the building height exhibits to identify the location requested for the increased number of building stories to be limited at the northern extent of the FDP area and adjacent to land envisioned to accommodate 20-story buildings in the Downtown Columbia Plan and approved Neighborhood Concept Plan. Ms. Bedwell further identified language in the Downtown-wide Design Guidelines that permits adjustments to building height over time that may be approved by Planning Board. Ms. Bedwell testified that the increased stories allow for varied building massing. Ms. Bedwell further testified that design provides complete streets and described the details of the street network design modifications and improvements to the Downtown Community Commons layout fostering an enhanced public realm and connectivity. Ms. Bedwell noted changes to other exhibits within the guidelines to reflect the amended layout.

Richard Talkin, an owner of Kincade LLC representing himself, on cross examination asked Ms. Bedwell to recount the changes in the guideline exhibits. Mr. Talkin asked Ms. Bedwell to identify the location of the Kincade Building and asked if the adjacent parking garage is part of the FDP area, which she affirmed. Mr. Talkin asked Ms. Bedwell to explain the pedestrian nature of Road C and connection south to Wincopin Extended within the Lakefront Core Neighborhood. On follow-up, Mr. Talkin asked if Road C and Wincopin Extended will accept vehicular traffic. Ms. Bedwell responded that the entire length within the FDP area and south to the Lakefront Core will be accessible to vehicles, bicycles and pedestrians. Mr. Talkin also questioned if residential units on Parcel C will be adjacent to the existing Exxon station, to which Ms. Bedwell affirmed.

On cross examination, Phil Sher, a resident of Howard County, asked why the alternative paving proposed for Road C is not extended to Road B. Ms. Bedwell responded that the enhanced pavement is to highlight high pedestrian areas.

In response to a question from Mr. Coleman, Ms. Bedwell testified the Neighborhood Design Guidelines are only binding to the property within the FDP area, and do not apply to the adjacent hotel property or the Kincade Building property.

Mr. Coleman asked Ms. Bedwell if the reduced retail proposed on the amended FDP still envision the Lakefront and Lakefront Core as a destination and that provides enough retail for the neighborhood to be viable. Ms. Bedwell responded the northern area of the Lakefront Neighborhood was envisioned to be primarily residential in the Downtown Columbia Plan and Downtown-wide Design Guidelines and that hotel and retail were supporting uses. Ms. Bedwell further testified that the Lakefront Core was envisioned to receive the bulk of the dynamic retail consolidated around the Lakefront Plaza.

On cross examination, Mr. Talkin asked Ms. Bedwell if a residential use was permitted on an FDP for this area prior to 2020, to Ms. Bedwell confirmed it was not.

In response to a question from David Costello, of IMH, LLC as an owner of the hotel property, Ms. Bedwell clarified her testimony that only the area within the FDP is governed by the guidelines and that the Petitioner cannot mandate the applicability on another property owner. In response to a follow-up statement by Mr. Costello that he may be able to voluntarily adopt the Neighborhood Design Guidelines, Ms. Bedwell testified she believed there was a mechanism to do so.

Kevin McAliley, a member of the Board, questioned if another witness will be providing additional information regarding what is specifically planned for the open space area. Ms. Bedwell responded that detailed information on the design of the open space will be provided with the site development plan.

Mr. Brown asked Ms. Bedwell if it is her opinion that the Downtown Columbia Plan meets the goal stated in Section 1.1 of the Downtown Columbia Plan to continue and enhance Jim Rouse's vision of Columbia as a thriving, socially responsibly and environmentally friendly place for people of all ages, incomes and backgrounds. Ms. Bedwell testified that it is her opinion.

5. Brandon Biederman, 1800 West Roscoe, Chicago Illinois and Senior Associate at Port, a public realm and design consulting firm, testified for the Petitioner as the manager of the landscape and public realm for the Lakefront North project. Mr. Biederman provided an overview on the streetscape proposed in the Neighborhood Design Guidelines. He also testified to the pedestrian and open space connectivity within the neighborhood and to areas beyond the FDP area through the construction of the multi-use pathway along Little Patuxent Parkway and the trail connection to the northeast of the FDP area. As part of his testimony, Mr. Biederman identified features to enhance the pedestrian safety through traffic calming, including the raised alternative paving on Road C.

On cross-examination, Mr. Costello stated that he believed there was an encroachment of Road A onto the adjoining hotel property. In response, Mr. Brown questioned Mr. Biederman if it was his understanding that HRD would not construct an improvement on another person's property without their permission, to which Mr. Biederman confirmed. Mr. Costello followed by stating that the condition should not be shown on the exhibit. Mr. Coleman questioned Mr. Brown what the condition would be if permission wasn't granted and how it impacts viability of the road design. Mr. Brown responded by identifying the property line on the exhibit confirming that Road A is not on Mr. Costello's property. Mr. Costello then asked why the County sent a letter asking if permission would be granted to construct improvements on his property. Mr. Brown responded that there was an alternative plan offered for Road A at the County's request, and that it is his understanding the County reached out to Mr. Costello asking if he would authorize the improvements. Mr. Brown further stated it was his understanding Mr. Costello did not agree to the

request, to which Mr. Costello confirmed that he answered it was not granted at this time without further understanding. Mr. Brown confirmed the exhibit shown does not encroach on Mr. Costello's property.

On cross examination, Brad Canfield questioned how the proposed amended FDP connects to the Lakefront and asked for clarification on where the Warfield Promenade terminates. Mr. Biederman responded by identifying the promenade from Little Patuxent Parkway to the Neighborhood Square and provided additional detail regarding the design of the proposed trail connection to the Columbia Association lakefront trail network. As a follow-up, Mr. Canfield asked if the trail connection is intended to meet the CEPPA requirement for a second connection to the lake. Mr. Biederman responded that he is not familiar with the CEPPA requirements and that another witness could provide an answer.

On cross examination, Phil Sher asked Mr. Biederman to clarify the extent of the alternative pavement on Road C. Mr. Biederman responded that his understanding if the alternative pavement is located between Road B through the curvature of Road C. Mr. Brown confirmed that the exhibit Mr. Biederman referred to in his response to Mr. Sher is correct.

Mr. Coleman questioned Mr. Biederman if there is an easement to construct the portion of the trail connection on Columbia Association land. Mr. Biederman confirmed that there is an easement. Mr. Coleman asked if the trail connection would be bike friendly. Mr. Biederman testified that it will be bike-friendly.

Mr. Brown asked Mr. Biederman if he participated in the Design Advisory Panel (DAP) proceedings. Mr. Biederman responded that he participated and confirmed that DAP responded favorably to the trail connection. Mr. Brown also asked if the pathway through the Neighborhood Square is ADA-accessible. Mr. Biederman testified that it is ADA accessible.

Barbara Mosier, Planning Board member, asked if the turning radii was studied for the trail connection. Mr. Biederman responded that the civil engineer can testify regarding the trail alignment.

Ms. Mosier asked Mr. Biederman what the total building to building width of Road C. Mr. Biederman testified that Road C predominantly measures 95' wide between building face and the minimum under the design guidelines would be 70' wide.

Ms. Mosier asked Mr. Biederman to confirm that a speed table is proposed and not a speed bump, to which he affirmed. Ms. Mosier followed by asking if this area would be closed off for events. Mr. Biederman responded that the Neighborhood Design Guidelines mentions this possibility and the design would allow for that.

Ms. Mosier asked Mr. Biederman where deliveries would take place for Amazon and UPS. Mr. Biederman responded that may be addressed in future testimony and with the SDP, but that the exhibit featuring drop off zones could accommodate fast delivery services.

6. Valerie Lopez, Senior Director of Design at Howard Hughes Corporation, 10960 Grantchester Way, testified that the original FDP street and block layout would likely result in separate above grade garage for each building, increasing the potential for conflict with pedestrians with individual garage access points. Ms. Lopez's testimony provided a description of the partially below-grade parking structure and access point planning. Ms. Lopez further testified that this design allows regrading of the site to create a new development plane to improve the street and pedestrian network as well as reorientation of the open spaces.

Mr. Talkin asked the Board to confirm that if the FDP is approved, it is not to approve any building. Mr. Brown responded that the testimony provided by Ms. Lopez is to describe how the new land concept differentiates from the current approved FDP and the benefits gained through the new design.

Nicole Campbell, Attorney for IBH, LLC, asked if the testimony was that the below grade parking was for the proposed buildings and whether other uses will be included. Mr. Brown objected because parking details is not part of the FDP approval and will be addressed with the SDP. Mr. Coleman sustained the objection.

Mr. Coleman asked for confirmation that the elevation of Road A will not change. Ms. Lopez responded that she does not believe it will, but a future witness would be better able to answer the question. Mr. Coleman followed up by asking if the compatibility with the rest of the neighborhood would be addressed as part of the Petitioner's presentation. Mr. Brown responded to state it would be addressed.

7. Greg Fitchett, Regional President for Howard Hughes Corporation and Senior Vice President for Howard Research and Development, 10960 Grantchester Way, testified that the amended FDP concept meets the goals of the Downtown Columbia Plan by creating a new neighborhood in the Lakefront District, replacing underutilized surface parking, adding open space and increasing connections to natural areas and facilitating mixed-income housing. Mr. Fitchett testified that the requested adjustment to the Downtown Columbia Revitalization Phasing Progress Charts are necessary to achieve the density needed to absorb the upfront infrastructure costs to construct the parking podium and investment in a full spectrum of housing. The phasing adjustment would allow 701 units in Lakefront North in its first phase including 77 units at the very-low income, low-income and moderate-income units integrated with market-rate units within the project. Mr. Fitchett further testified the adjustment to the Phasing Chart allows the Howard County Housing Commission to move forward with proposals for mixed income projects financed with low-income housing tax credits unimpeded by lagging commercial sectors, including the New Cultural Center (87 market rate units and 87 affordable units) and up to 300 mixed income units in the Merriweather District. Advancement of the Lakefront Project will lead to the payment of \$1.2 million dollars into the "Live Where You Work Program" and payment over \$1 million to the Downtown Public Facilities Funds, which are both part of the Memorandum of Understanding associated with the Developer's Rights and Responsibilities Agreement and are in addition to standard development impact fees. Mr. Fitchett testified that the number of residential units proposed for the Lakefront Neighborhood remain unchanged from the approved FDP.

As part of his testimony, Mr. Fitchett summarized the investments previously made by the Petitioner into the Lakefront District, including the revitalization of the former Rouse Building headquarters with Whole Foods, the construction of Millie Bailey Park which was donated to the County in fulfillment of CEPPA requirements, and the construction of the Southlake Medical Office building; and that the proposed development will build on these investments to transform the Lakefront into a new neighborhood. Mr. Fitchett testified that the new neighborhood will bring revenue to the County in property and income taxes while the urban style attracts single young professionals and empty nesters who do not generate many new students. Mr. Fitchett shared in his testimony that HCPSS data for the first (approximately) 1200 units built in Downtown Columbia generated only 40 K-12 school-age students resulting in a 0.033% student generation rate, which is less than a 10th of the student generation rate of typical suburban development in the region and less than 1/3rd of what was anticipated for Downtown Columbia, thereby creating a minimal impact to school capacity and an economic benefit to the County with reduced school budget impact and a customer base for existing businesses in the community. Mr. Fitchett testified that 21 of CEPPAs have been met and that the developer makes on-going payments required by two additional CEPPAs toward Downtown Columbia goals. Mr. Fitchett's final statement in his testimony was to provide a differentiation between a the Merriweather District as a regional destination, while Lakefront is envisioned to operate as

a local community destination with neighborhood-serving retail, along with the new library recently announced for the neighborhood, and a more proposal of centralized open space amongst with dense vertical residential development, referring the tallest new residential buildings to be proposed to date in Downtown Columbia are with this amended FDP.

James Cecil, a member of the Planning Board, asked Mr. Fitchett if a similar student projection rate is projected for the Lakefront Neighborhood as was found with previous Downtown residential development, which Mr. Fitchett affirmed. In a follow up question, Mr. Cecil asked how much of the proposed affordable housing units have funding compared to units that will be contingent on receiving additional funding. Mr. Fitchett responded that the units built within their development as part of the DRRA obligation for very-low income and low/medium-income will be funded and will be constructed and integrated in the development. In regard to LITHC units, Mr. Fitchett stated the difficulties with the New Cultural Center were in part due to being a combined facility funded by the County. Mr. Fitchett further testified that the library separated from the housing project allows the remaining units proposed for the Merriweather District to be designed and funded by the Housing Commission without the additional use considerations.

Mr. Brown asked Mr. Fitchett asked if the school seats for the 775 units proposed for the Lakefront North development have already been allocated with the previous approved FDP, which Mr. Fitchett confirmed. Mr. Coleman asked if the original timing has changed the accounting of those units in the allocation chart. Mr. Brown responded they are still active since all APFO milestones have been met.

8. Dan Sweeney, Professional Engineer, Gutschick Little and Weber, 3909 National Drive, Burtonsville, testified regarding the civil drawings of the amended Final Development Plan and amended Neighborhood Concept Plan-and identified the changes from the existing approved plans (FDP-DC-L-2). Mr. Sweeney described the essential elements of both plans and testified that stormwater management would be designed with the site development plan using state redevelopment standards. Mr. Sweeney testified that the amended FDP continues to meet Downtown Community Commons requirements. Mr. Sweeney identified an area of environmentally sensitive features at the northeast corner of the FDP area and includes 100-year floodplain, a stream and buffer and steep slopes that will be protected from development with limited impacts for utility and trail access as described in his testimony. Mr. Sweeney highlighted a note on the Neighborhood Concept Plan stating that features outside of the FDP area are provided conceptually for continuity purposes based on the Downtown Columbia Plan or other plans within Downtown Columbia and elements are non-binding on properties outside of the FDP area, and subject to change on future FDP submissions.

On cross examination, Ms. Campbell asked Mr. Sweeney if General Note 15 on Sheet 4 of the FDP indicates that the SDP will address the parking for properties that have recorded covenants. Mr. Sweeney responded that the SDP addresses parking as required by the Zoning Regulations. Mr. Brown objected to a statement from Ms. Campbell that the SDP would be contingent on fulfilling the covenants based on the reason that Mr. Sweeney's testimony was that SDP would address Zoning parking requirements and that reference to covenants was a statement of title. Mr. Coleman stated the Petitioner is expected to address the parking questions with the SDP. Mr. Brown responded the Petitioner will address how parking will meet Zoning requirements. Mr. Brown addressed the Board to state Maryland Case Law is clear it is beyond the purview of the Planning Board to interpret private agreements and covenants, and that Note 15 states that parking covenants exist on the site and any parking required by Zoning displaced by future development will be replaced on the site development plan. In response, Mr. Talkin stated that the Zoning Regulations requires under certain circumstances that there be private covenants and thereby believes Mr. Brown'

objection to be incorrect. Chairperson Coleman sustained Mr. Brown's objection based on the facts presented.

On cross examination, Mr. Talkin asked Mr. Sweeney if the northwest terminus of Road A at an existing drive aisle serving buildings to the north of the FDP area was discussed with the building owners, Mr. Sweeney responded that he was not part of any discussions.

9. Ms. Bedwell provided additional testimony to the Board that the proposed amended FDP is compatible to the surrounding neighborhood, as are the Neighborhood Design Guidelines and the changes in building height. Mr. Coleman clarified the concern is how the amended proposal, and specifically the revised uses, the revised street and block network and open space network ties into and integrates with adjacent properties current and future conditions in accordance with Planning Board Criteria. Ms. Bedwell responded by summarizing how the proposed development responds to the surrounding uses, building heights and the pedestrian and vehicular connectivity. Mr. Coleman requested additional clarification on how the Warfield Promenade connects to the Mall and Warfield Neighborhoods and how Wincopin Green connects to the road network with the adjacent hotel property. Ms. Bedwell responded the Warfield Promenade will tie in with a pedestrian crosswalk over Little Patuxent Parkway. Regarding Wincopin Green, there will be a midblock crossing to connect Road A and the adjacent hotel property to Road C through Wincopin Green. In response to a question from Mr. Brown, Ms. Bedwell testified that the open spaces identified on the amended FDP addresses the northernmost corridor identified on the Downtown Columbia Plan and Downtown-wide Design Guidelines and Wincopin Green allows additional visual connection between Road C and Road A.

On cross examination, Ms. Campbell questioned what measures to ensure compatibility between amended FDP property and adjacent hotel and office properties. Ms. Bedwell responded that the Neighborhood Design Guidelines are written and presented to address compatibility through view corridors, street networks, building height and pedestrian connections to carry the vision in the Downtown Columbia Plan. On follow-up, Ms. Campbell asked how the podium proposed with the amended FDP looks inward and lacks cohesion to the surrounding properties. Ms. Bedwell responded that the Neighborhood Design Guidelines were revised at DPZ staff request to provide additional screening of the podium, loading and parking access. Ms. Bedwell further testified that the existing approved FDP and Neighborhood Design Guidelines also indicated parking and loading access from Road A. On additional follow-up, Ms. Campbell questioned if cohesion to the surrounding area is limited to screening of the garages, to which Ms. Bedwell responded that amenity space connections and various screening options methods to address compatibility. In response to a question from Ms. Campbell whether coordination has occurred with surrounding properties, Ms. Bedwell replied that she is not a participant in such discussions.

10. Michael Workosky, Vice President, Wells and Associates, 1420 Spring Hill Rd, Tysons, VA, testified regarding the traffic study submitted with the amended FDP-DC-L-2A and compared it to the program approved with FDP-DC-L-2, which showed a reduction in peak hour trips and determined APFO criteria have been met. Mr. Workosky further testified that additional information regarding pedestrian connections at the intersection of Sterrett Place and Little Patuxent Parkway, including revised alignments based on road widening and how connections may occur. Mr. Brown asked Mr. Workosky to confirm if the Warfield Promenade is intended to extend west of Little Patuxent Parkway on the Downtown Columbia Plan, which Mr. Workosky confirmed. Mr. Coleman asked if the Road A intersection was studied. Mr. Workosky testified that only major intersections are studied at the FDP. On cross examination, Mr. Talkin asked Mr. Workosky the date the last traffic study for the FDP was submitted. Mr. Workosky testified the last traffic study submitted with the amended Final Development Plan was on February 17, 2022.

11. Prior to the Opposition Presentation, Mr. Brown informed the Board that Ms. Campbell on behalf of her client, IMH submitted materials in advance of the hearing held April 20, 2023 as requested by the Board on April 11, 2023 to provide the Petitioner an opportunity to respond. The petitioner submitted an objection on April 19, 2023 followed by additional comments by Ms. Campbell on April 19, 2023. Mr. Brown requested the Board ruled on the objection ahead of the proceedings. Mr. Moore suggested that each exhibit be ruled as they are presented. The first two opposition exhibits were entered into the record without objection.

12. David Costello, 10211 Wincopin Circle and owner of the adjacent hotel property, testified in Opposition of the amended FDP-DC-L-2A. Section 125 of the Zoning Regulations (Opposition Exhibit #1) was entered into the record. Mr. Costello testified specifically to Section 125.0.E.4.i regarding Planning Board Criteria for Downtown Revitalization FDPs and amended FDPs regarding petitions being in harmony with existing and planned land uses. Mr. Costello testified units within the Cross Keys Inn and Lodge are not occupied due to the hotel tower expansion. Mr. Costello testified that the amended FDP is not in harmony with the existing building, that the project fails to make a connection to the lake, and to his concerns that garage and loading face toward the hotel property and the lake. Mr. Costello further testified Road A should receive equal treatment in amenities and offer commercial uses facing lake and the amended FDP does not consider planned vicinal uses or coordinates with adjacent properties. Mr. Brown objected to Opposition Exhibit #3 and subsequent exhibits since they are subject to court case pending in Maryland Circuit court regarding private agreements which is not in the purview of the Board. Chairperson Coleman sustained the objections.

In response to a question from Chairperson Coleman, David Moore, Counsel for the Planning Board, advised the Board that they are entitled to hear facts germane to approval criteria for the FDP despite also being germane to other litigation outside the Board proceedings.

Mr. Costello testified he acquired the hotel property in 2017. Despite Petitioner objections, the opposition was permitted to present testimony regarding a planned vicinal use that was not submitted to the County for review. Mr. Costello testified that the hotel property submitted a conceptual plan to the HRD Architectural Review Committee in 2018 to consider a 2-phase plan that renovated the hotel tower and demolished the lodge buildings to construct a mixed-used building, receiving comments and conditional approval. Mr. Brown objected to statements regarding HRD actions; Mr. Costello reframed his statement. Mr. Brown objected to testimony regarding covenant-related proceedings, which was sustained. Mr. Costello presented a concept that included a residential building, an office building, a tennis barn with parking below, a bridge connection across the lake to the east, and a viewshed connection from the west. Mr. Costello testified that HRD rescinded the architectural approval, Mr. Costello testified that he is unsure if the development will ever proceed due to the issues described and to APFO.

In response to a question from Ms. Mosier, Mr. Costello testified the plan buildings were 120' tall from the front side and that parking was located mostly below grade with no parking visible from the Lake.

In response to a question from Kevin McAliley, Mr. Costello testified he is concerned that the proposal is regarding the parking and loading across Road A, the road configuration and lack of commercial uses along Road A.

Mr. Coleman asked Mr. Costello how the proposed amended FDP impacts the adjacent concept compared to the existing approved FDP, to which Mr. Costello stated he was not sure. Ms. Campbell countered the standard is whether the plan is in harmony with the existing and planned with the vicinal uses, and that the plan is not in harmony with the lodges and HRD is preventing the hotel from constructing

a mixed use. Mr. Brown entered an objection into the record to the testimony and exhibits related to private covenants.

13. Brad Canfield, 10475 Little Patuxent Parkway, testified in opposition to the amended FDP based on the lack of coordination with other property owners, the monopoly on the apartment market and the lack of variety offered in Downtown Columbia. Mr. Canfield further testified future access points to the Lakefront should be identified early in the process, that CEPPA 19 for the Lakefront Terrace should be fulfilled, that the shared parking scheme for all uses when developing in an existing neighborhood. Mr. Canfield testified to concerns to APFO impacts for schools and roads. Mr. Canfield also testified the amended FDP should be rejected until other issues related to coordinating development in Downtown.

14. Kingdon Gould, 10150 Gorman Road and owner of the Kincade Building, testified in opposition to the amended FDP based on the lack of the coordination between property owners, the lack of design cohesion between properties and concerns related to parking.

15. Richard Talkin, 5100 Dorsey Hall Drive and owner of the Kincade Building, testified in opposition to the amended FDP. Mr. Talkin testified to the concern of the surface parking with adjacent property owners having covenanted rights to park in the area proposed for redevelopment. Mr. Talkin testified in opposition to the character change for residential development which per Zoning Regulations require restrictive parking at 1 space per residential unit. Mr. Talkin also testified in opposition to Road A terminating at a drive aisle serving the buildings north of Sterrett Place. Mr. Talkin also opposes the building height remaining maintained at 145' if office is not to be built since that was the basis of the original height increase permitted with FDP-DC-L-2. Mr. Talkin testified the petitioner has not demonstrated the residential development adjacent to an existing gas station will not create harm to the general welfare of those residents, and that the criterion n. has not been met since there is no agreement for parking.

On cross examination, Mr. Brown asked Mr. Talkin who owns the land at the private drive where Road A terminates, to which Mr. Talkin responded that he believes it is HRD.

16. Phil Sher, 7577 Hearthsides Way, testified that he was favorable to the amended FDP, but provided public testimony that the trail connection to the Columbia Association network be redesigned to eliminate the right angles and meets the suggested design speed to avoid conflicts between bicycles and pedestrians as identified in the Howard County Design Manual, Volume III Complete Streets and Bridges Construction, page 2.11, which was introduced as evidence. In reference to previous testimony regarding adequate parking, Mr. Sher testified that the bicycled parking that will be provided should be considered. In response to a question from Mr. McAliley, Mr. Sher testified that he entered this testimony to advocate for non-car transportation and design considerations for non-vehicular transportation as a frequent non-car visitor to Downtown Columbia.

17. Leonardo McClarty, 5950 Old Washington Road, testified on behalf of the Howard County Chamber of Commerce, to support of the Lakefront North Development as a significant benefit to business with the increased residential density as well as the increase of full-spectrum housing.

18. Reverend Mary Ka Nippard Kanahan, 10431 Twin River Road and President of the Downtown Columbia Community Housing Corporation testified on behalf of the DCCHC Board in support of the amended FDP and the adjustment to Downtown Columbia Revitalization Phasing Progression Chart to bring more housing and affordable housing more quickly to Downtown Columbia.

19. Phillip Dodge, Executive Director of the Downtown Columbia Partnership, testified in favor of the amended FDP and advancement of full-spectrum housing to meet market demand. He testified more than

500 affordable housing units would be supported with the approval of the amended FDP and the adjustment to the Downtown Columbia Revitalization Phasing Progression Chart.

20. Alistar Smith, 9770 Patuxent Woods Drive, Director of Development for the Howard County Housing Commission, testified in support of the amended FDP and adjustment to Phase 1 of the Downtown Columbia Revitalization Phasing Chart to advance affordable housing in Downtown Columbia and meet the Development Rights and Responsibilities Agreement, including the residents proposed with the New Cultural Center and a housing project in the Merriweather District.

21. Jackie Eng, Coordinator of the Housing Affordability Coalition, testified in support of the amended FDP and the adjustment to Phase 1 of the Downtown Columbia Revitalization Phasing Chart, is based that permit allocations will not be subjugated to the development of other market rate housing. Ms. Eng testified that the Coalition requests considerations a requirement of 10% of all housing units to meet ADA accessibility.

22. On rebuttal, Cecily Bedwell testified Section 125.0.E.4.i.(1)-(4) provides context to the term “vicinal land uses” and restated the features of the amended FDP the Petitioner finds is sensitive to both the natural and built surroundings as it related to uses, heights, and limited impacts to adjacent environmental features. Ms. Bedwell included comparisons to the Downtown Columbia Plan and the Downtown-wide Design Guidelines in her testimony to identify how the amended FDP meets the goals and intents of the Plan. Ms. Bedwell also testified that there are areas within Downtown Columbia, including the Lakefront, where bicyclists are asked to disembark for pedestrian safety, and that the trail connection switchbacks are to achieve ADA-accessibility. Mr. Brown asked Ms. Bedwell if it was her opinion that proposed building height is compatible with the surrounding area, to which Ms. Bedwell testified it was and provided a transition to blocks identified for taller buildings in the Downtown Columbia Plan. On cross-examination, William Sinclair, esq., representing Kincade, LLC., asked Ms. Bedwell why the proposed trail connection does not have the ability to connect directly to the lake. Ms. Bedwell responded that as shown on the Downtown Columbia Plan, the connection is geographically to the stream and not to the Lake.

On cross examination, Ms. Campbell asked Ms. Bedwell how the proposed amended FDP is compatible with the adjacent Cross Keys lodge. Ms. Bedwell responded the design guidelines offer measures to address adjacent existing buildings, such as stepping height, building orientation, and building features. On follow-up, Ms. Campbell asked if a 9-story building would be compatible to the Lodges, to which Ms. Bedwell responded that the if would be with the measures put forth in the Neighborhood Design Guidelines.

CONCLUSIONS OF LAW

1. The Board is persuaded that the evidence, based on the testimony provided by the petitioner’s witnesses and as further set forth above, and the information in the Department of Planning and Zoning’s Technical Staff Report, convincingly demonstrate the proposed amended Lakefront Neighborhood Concept Plan, the amended Lakefront Neighborhood Design Guidelines, the amended Lakefront Neighborhood Implementation Plan, and the amended Lakefront Final Development Plan filed as FDP-DC-L-2A meet the requirements established in the criteria set forth in Section 125.0.E.4 of the Zoning Regulations and summarized in the Department of Planning and Zoning’s Technical Staff Report, in particular:

a. Overall, the Board finds the amended Neighborhood Concept Plan, the amended Neighborhood Specific Design Guidelines, and the amended Neighborhood Specific Implementation Plan continue to conform with the Downtown-Wide Design Guidelines; the Downtown Columbia Plan (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). The amended neighborhood documents remain consistent with the exhibits shown in the Downtown Columbia Plan with only minor modifications to the street and block layout and the layout of the proposed Downtown Community Commons, all of which are organized to meet the goals of the Downtown Columbia Plan because they are designed to respond to the existing built environment and will provide improved operational design as determined in Findings of Fact #1, #4 and #5. Further, the adjusted 13 story limit within the previously approved 145' height limit, to be located at the northern blocks of the FDP area (Block A), will not change the massing and compatibility within the neighborhood, fall within the twenty stories permitted under Downtown Revitalization provisions, and is appropriate considering compatibility, character, and height of nearby existing and planned development and redevelopment as determined in Findings of Fact #1 and #4.

b. The Board was persuaded by the staff's technical staff report and the testimonies of Ms. Bedwell and Mr. Beiderman that the amended Neighborhood Design Guidelines offer sufficient detail to guide the appearance of the neighborhood over time and promote design features that are achievable and appropriate for Downtown Revitalization in accordance with the Design Guidelines and the Downtown Columbia Plan as summarized in Findings of Fact #1, #4 and #5.

c. The Board was persuaded that the amended Final Development Plan conforms with the submitted Neighborhood Documents, the Revitalization Phasing Plan, the Downtown Community Enhancements, Programs, and Public Amenities (CEPPA) Implementation Chart and Flexibility Provisions; the Downtown-wide Design Guidelines; the Downtown Columbia Plan, (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan), as outlined by staff in the technical staff report and identified by witnesses for the Petitioner as summarized in the above Findings of Fact #3-9 regarding the organization of the blocks and building height, the street network and Downtown Community Commons. In particular, the Board was compelled by the testimony of Mr Chung summarized in Findings of Fact #3 and of Mr Fitchett summarized in Findings of Fact #7 regarding the an adjustment to Phase One of the Downtown Columbia Revitalization Phasing Progression Chart to accommodate the total 775 units within the Lakefront North development area and an additional 450 LIHTC units identified within the DRRA thereby raising the total maximum residential units in Phase 1 to 2,921 units on the basis that the provision of affordable housing is a primary component to the Downtown Columbia Plan and that the progress of retail, office and hotel development is reasonable in consideration of recent market conditions. The Board found the testimony summarized in the Findings of Fact #4, #5, and #6 convincing that the unique design concept to construct the neighborhood atop of parking podium partially below grade will promote better connectivity within the neighborhood and to the surrounding area. The increase the maximum housing permitted in Phase 1 of Downtown Revitalization Progression would allow completion of the FDP area and additional housing projects within the Crescent Neighborhood as development of additional office, retail and hotel continue to proceed through the approval process. Based on the staff technical staff report

summarized in Findings of Fact #1, the Board determined the amendment to the FDP does not trigger any CEPPA requirements, and that CEPPA compliance will continue to be evaluated at the site development plan and building permit stages. While the Board considered the testimony of Mr Canfield regarding a CEPPA requirement to create a second connection to the Lakefront (Findings of Fact #13), the Board determined that no evidence was provided to support the CEPPA requirement is relevant to the amended FDP request.

d. The Board was ultimately convinced that the amended Final Development Plan, when considered in the context of surrounding planned or existing development, provides a balanced mix of housing, employment, commercial, arts, and cultural uses in each phase as outlined in the DPZ technical staff report. In particular, the Board considered the testimony offered by Mr. Chung regarding the type and quantity of retail offered within the FDP area versus the retail makeup in the Crescent Neighborhood outlined in Findings of Fact #3. As part of their consideration, the Board expressed concern that the existing Lakefront Core retail and restaurants have suffered from the loss of office uses. The Board further considered the testimony provided by Mr Fitchett summarized in Findings of Fact #7 regarding the previous investments made in the Lakefront Core with respect to retail and office, including the Rouse Building Renovation, Whole Foods, the Southlake Medical Office Building, Millie Bailey Park and the future relocation of the library in the Lakefront; and that the new residential neighborhood will expand the customer base for existing businesses at the Lakefront, and that the Neighborhood as a whole will provide a balance of uses designated for Downtown Columbia. Finally, the Board considered the testimony of Ms. Bedwell summarized in Findings of Fact #4 in which she referenced the Downtown-wide Design Guidelines envisioning the broader Lakefront Neighborhood as primarily residential while the Lakefront Core Neighborhood offered retail and office density.

e. The Final Development Plan satisfies the affordable housing requirement. The Board was persuaded by the information in the DPZ staff report (Findings of Fact #1), in particular the additional affordable housing that will be provided within the Lakefront North development as part of the DRRA requirements and with the allowance of additional units within Phase One of the Downtown Revitalization Progression Chart to ensure affordable units approved with the New Cultural Center and other projects within the Crescent Neighborhood will proceed without requiring additional retail, office and hotel development work together to meet this criteria. The Board was further compelled by the testimony of Mr. Chung (Findings of Fact #3) and Mr. Fitchett (Findings of Fact #7) along with public testimony summarized in Findings of Fact #17-21 in support of both the amended FDP and for the adjustment to the maximum residential cap in Phase One of the Downtown Columbia Revitalization Phasing Progress Chart to accommodate affordable housing projects will advance efforts to provide a full spectrum of housing opportunities in Downtown Columbia.

f. The Board was persuaded by the evidence submitted and the testimony of Ms. Bedwell, Mr. Biederman and Mr. Workosky that convenient connections to existing and planned sidewalks, paths and routes for pedestrians, bicyclists and transit were included in the amended Final Development Plan as established in Findings of Fact #4, #5, #9, #10 and #23, including to the Mall Neighborhood through pedestrian connections across Little Patuxent Parkway, with the integration of the multiuse pathway along Little Patuxent Parkway and connection between the street network and Downtown Community Commons to the Lakefront trail system at the northeast corner of the FDP area. The Board expressed desire for additional coordination between the neighborhoods but

acknowledged that such improvements were beyond the scope of the plan and that the responsibility of the Petitioner is to set the framework for the connection. In making their decision, the Board also considered testimony offered by Mr. Sher as referenced in Findings of Fact #4, #5, and #16 regarding traffic calming measures and adequate infrastructure for bicyclists and found the Petitioner considered the safety of pedestrians and bicyclists in the conceptual diagrams provided for the internal open space and to the trail connection to the Lakefront while also meeting ADA requirements.

g. The Board was persuaded by the staff's technical staff report summarized in Finding of Facts #1 and in the testimony by Mr. Sweeney summarized in Findings of Fact #8 that the amended Final Development Plan protects land covered by lakes, streams or rivers, floodplains and steep slopes, and provides connections, where possible to existing and planned open space within the neighborhood and in surrounding area.

h. The Board was persuaded by the staff's technical staff report summarized in Findings of Fact #1 that the amended final development plan provided at least 5% of land area as Downtown Community Commons. The Board was further compelled by the testimonies of Mr. Chung, Ms. Bedwell, Mr. Biederman, and Ms. Lopez outlined in Findings of Fact #3-6 that the amended Final Development Plan provides the location of Downtown Community Commons required under Section 125.A.9.h, as indicated in the Neighborhood Concept Plan and that the unique design concept offered in the amended Final Development Plan provides an improved organization of the Downtown Community Commons from what was previously approved with FDP-DC-L-2 and offers sufficient connections to adjacent open space and pedestrian networks. The Board considered the testimony of Mr. Canfield summarized in Findings of Fact #13 that connection provided to the Lakefront is insufficient but found that the connection conforms to what was envisioned in the Downtown Columbia Plan for this area of the Lakefront Neighborhood as evidenced in the testimony by Ms. Bedwell as outlined in Findings of Fact #9 and #22.

i. The Board was ultimately persuaded that the amended Final Development Plan is in harmony with existing and planned vicinal land uses. The Board was considerate of testimony from the Opposition summarized in Findings of Fact #12-15 with regard to the final development's relationship to vicinal properties as it relates to the street network, pedestrian and visual connections through the streetscape, and in provision of shared resources, such as ensuring adequate parking for all properties in future site development plans. Ultimately, the Planning Board determined the Opposition did not provide sufficient evidence that the amended FDP and neighborhood documents failed to address existing and potential future conditions of neighboring properties and was persuaded that the design responded to the natural surroundings in the organization of the development proposed with the amended FDP. The Board further determined the testimony and evidence provided by Mr. Chung (Findings of Fact #3) and Ms. Bedwell (Findings of Fact #4, #9 and #22) confirmed that sufficient attempt was made to address the specific considerations for vicinal uses stipulated in the criteria regarding landscaping, grade changes, size and massing of buildings, and the use and design of nearby properties in consideration of the recommendations provided in the Downtown Columbia Plan. This finding was affirmed in consideration of the testimony provided by Mr. Costello, Mr. Canfield, Mr. Gould, Mr. Talkin and as represented by Ms. Campbell as summarized in Findings of Fact #12-15.

j. The Board was persuaded by the technical staff report summarized in Findings of Fact #1 and by testimony from Mr. Workosky summarized in Findings of Fact #10 that the development, as proposed by this amended Final Development Plan, is adequately served

by public facilities and that the proposed mitigation identified by Mr. Workosky described in his testimony will be appropriate considering the overall reduced density proposed with the amended FDP. It was further acknowledged that additional traffic studies would be submitted with each SDP. The Board accepted the letter entered into the record as Applicant Exhibit #1 as evidence that allocations are available for the proposed 775 residential units which have passed the School Capacity test and in consideration that existing residential units have had limited impact on school capacity. The Board found that sufficient evidence was presented that the proposed amended FDP complies with the Adequate Public Facilities Ordinances (Title 16, Subtitle 11 of the Howard County Code) for both schools and roads.

k. The Board is persuaded, as established in staff's technical staff report summarized in Findings of Fact #1 and as testified by Mr. Sweeney summarized in Findings of Fact #8 that impacts to environmentally sensitive features will be limited to utility upgrades and trail connections within the vicinity of existing utilities and that any disturbance would require evaluation by the Maryland Department of the Environment. The Board is also persuaded that no environmental restoration is required within the project area.

l. The Board is persuaded by the technical staff report summarized in Findings of Fact #1 that there are no historic or culturally significant sites, buildings or structures, or public art negatively impacted by the proposal and did not hear any evidence contrary to this finding.

m. The Board was persuaded by the testimony that the Final Development Plan proposes an appropriate plan to satisfy the requirement for art in the community as determined in the technical staff report summarized in Findings of Fact #1 and did not hear any testimony contradictory to this finding.

n. The Board was persuaded, as outlined in staff's technical staff report outlined in Findings of Fact #1, that the Final Development Plan provides a plan to hold, own, and maintain in perpetuity land intended for common, quasi-public amenity use and public art that is not publicly owned, including, without limitation, any Downtown Community Commons, Downtown Parkland, Downtown Arts, Cultural and Community Use, and Downtown Neighborhood Square shown on the Final Development Plan and that additional information regarding this information will be provided with future site development plans with a note stating that the appropriate documents will be recorded in the land records at the time of site development plan approval for projects within the FDP area. This conclusion was made despite the testimony from opposition summarized in Findings of Fact #14 and #15, in which the Board determined no evidence was provided that specific final agreements must be recorded with the Final Development Plan regarding land intended for common, quasi-public amenity use and public art or that other future common uses such as parking are a consideration under this specific Planning Board criteria.

o. The Board was persuaded, as outlined in staff's technical staff report that the Final Development Plan provides for a plan to establish membership in the Downtown Columbia Partnership and payment of the annual charges. Each Final Development Plan shall show a consistent means of calculating and providing the required annual charges as identified in the technical staff report summarized in Findings of Fact #1 and did not hear testimony contrary to this finding.

2. The Petitioner, as one seeking the Planning Board's approval of the amended Lakefront Neighborhood Concept Plan, the amended Lakefront Neighborhood Design Guidelines, the amended Lakefront Neighborhood Implementation Plan, and the amended Lakefront Neighborhood Phase I

Final Development Plan, collectively filed with the Department of Planning and Zoning as FDP-DC-L-2A, has the burden of demonstrating that criteria of subsections a. through o. of Section 125.0.E.4 have been met, in order for the Board to approve the above-mentioned plan and associated neighborhood documents.

3. There is sufficient evidence in the record, as identified in the Board's Findings of Fact above, for the Board to conclude that the Petitioner has met its burden of demonstrating that it has satisfied the above-cited criteria for approval.

4. For the reasons stated in the above Findings of Fact, the Board concludes that the Petitioner has conclusively established through the evidence in the record that the following criteria for approval have been met by its proposal:

- a. The amended Downtown Neighborhood Concept Plan, the amended Neighborhood Specific Design Guidelines, and the amended Neighborhood Specific Implementation Plan conform with the Downtown-Wide Design Guidelines; the Downtown Columbia Plan (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). Any proposed change(s) will not be detrimental to the overall design concept and phasing for Downtown Revitalization. Limited changes in building heights may be approved and have been approved based on compatibility, character and height of nearby existing and planned development and redevelopment, and open spaces in the area, as specifically provided in the above findings of fact. However, in no event shall the maximum building height for Downtown Revitalization exceed twenty stories.
- b. The amended Neighborhood Design Guidelines submitted with the Final Development Plan offer sufficient detail to guide the appearance of the neighborhood over time, and promote design features that are achievable and appropriate for Downtown Revitalization in accordance with the Design Guidelines and the Downtown Columbia Plan.
- c. The amended Final Development Plan conforms with the Neighborhood Documents; the Downtown Community Enhancements, Programs, and Public Amenities (CEPPA) Implementation Chart and Flexibility Provisions; the Downtown-wide Design Guidelines; the Downtown Columbia Plan, (including the Street and Block Plan, the Neighborhoods Plan, the Maximum Building Heights Plan, the Primary Amenity Space Framework Diagram, the Street Framework Diagram, the Bicycle and Pedestrian Plan, and the Open Space Preservation Plan). Limited changes in building heights may be approved based on compatibility, character, and height of nearby existing and planned development and redevelopment, and open spaces in the area. However, in no event shall the maximum building height for Downtown Revitalization exceed twenty stories.
- d. The amended Final Development Plan, when considered in the context of surrounding planned or existing development, provides a balanced mix of housing, employment, commercial, arts, and cultural uses in each phase.
- e. The amended Final Development Plan satisfies the affordable housing requirement.
- f. The bicycle, pedestrian, and transit network creates convenient connections throughout the subject area and connect, wherever possible, to existing and planned sidewalks, path, and routes adjoining the development.
- g. The amended Final Development Plan protects land covered by lakes, streams or rivers, flood plains and steep slopes, and provides connections, where possible to existing and planned open space within the neighborhood and in surrounding area.

- h. The amended Final Development Plan provides the location of Downtown Community Commons required under Section 125.A.9.h, as indicated in the Neighborhood Concept Plan.
- i. The amended Final Development Plan is in harmony with existing and planned vicinal land uses. In making this determination, the Planning Board shall consider, if appropriate:
 - i. Landscape features on the boundary of the plan area, which may include protection of existing vegetation or grade changes that provide a natural separation, or landscape planting;
 - ii. The size of buildings along the edges of the plan area through limits on building height or other requirements;
 - iii. The use and design of nearby properties and
 - iv. The adopted Downtown Columbia Plan recommendations for height, building massing and scale, and neighborhood connectivity.
- j. The development, as proposed by this amended Final Development Plan, is adequately served by public facilities; including any proposed mitigation or development staging. It further complies with the Adequate Public Facilities Ordinances (Title 16, Subtitle 11 of the Howard County Code) for both schools and roads.
- k. The amended Final Development Plan protects environmentally sensitive features and provides environmental restoration in accordance with the Downtown Columbia Plan.
- l. The Amended Final Development Plan protects any historic or culturally significant existing sites, buildings or structures, and public art.
- m. The amended Final Development Plan proposes an appropriate plan to satisfy the requirement for art in the community.
- n. The amended Final Development Plan provides a plan to hold, own, and maintain in perpetuity land intended for common, quasi-public amenity use and public art that is not publicly owned, including, without limitation, any Downtown Community Commons, Downtown Parkland, Downtown Arts, Cultural and Community Use, and Downtown Neighborhood Square shown on the Final Development Plan.
- o. To better ensure conformance with the Community Enhancements, Programs and Public Amenities provisions, the amended Final Development Plan provides for a plan to establish membership in the Downtown Columbia Partnership and payment of the annual charges. Each Final Development Plan shall show a consistent means of calculating and providing the required annual charges.

5. The Board has also determined the Petitioner has met the threshold to adjust the requirements of the Downtown Columbia Revitalization Phasing Chart as stipulated in Section 125.0.A.9.h.(4) and are reasonable considering evolving market conditions, and the provisions set forth within the requested adjustment to permit 475 affordable units beyond the proposed development area to proceed unencumbered by market constraints in the retail, office and hotel sectors, take advantage of a unique and evolving development concept, is not detrimental to the overall vision expressed in the Downtown Columbia Plan, does not create an adverse community or economic impact, and establishes a reasonable expectation for phasing and CEPPA requirements. The Board makes this determination from the findings of the technical staff report summarized in Findings of Fact #1 and the testimony of Mr. Chung summarized in the Findings of Fact #3 and testimony of Mr. Fitchett summarized in Findings of Fact #7.

For the foregoing reasons, the petition of the Howard Hughes Corporation to approve the amended Lakefront Neighborhood Concept Plan, the amended Lakefront Neighborhood Design Guidelines, the amended Lakefront Neighborhood Implementation Plan, and the amended Lakefront Neighborhood Phase 1 Final Development Plan as submitted and the adjustment to the Downtown Columbia Revitalization Phasing Progression Chart to increase the maximum number of residential units permitted under Phase 1 to 2,921 units to accommodate the 775 units allocated on FDP-DC-L-2A and 475 LIHTC housing projects within Downtown Columbia, on this 13th day of July, 2023, APPROVED by the Planning Board of Howard County, Maryland.

HOWARD COUNTY PLANNING BOARD

DocuSigned by:

Edward T. Coleman

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Ed Coleman – Chairperson

DocuSigned by:

Kevin McAliley

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Kevin McAliley - Vice-Chairperson

DocuSigned by:

James Cecil

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James Cecil

DocuSigned by:

Lisa Kenny

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On behalf of
Barbara Mosier

Barbara Mosier

PB Case No. 455

ATTEST:

DocuSigned by:

Mary Kendall

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Acting Director
Executive Secretary

REVIEWED FOR LEGAL SUFFICIENCY BY:
HOWARD COUNTY OFFICE OF LAW
Gary W. Kuc, County Solicitor

DocuSigned by:

David Moore

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David Moore
Senior Assistant County Solicitor

List of Petitioner's Exhibits

1. Exhibit 1. APFO Letter dated March 23, 2023
2. Exhibit 2. Decision and Order for PB Case 448 (by reference)
3. Exhibit 3. Lakefront FDP-DC-L-2 FDP (Plat #25391-25397) (by reference)
4. Exhibit 4. Lakefront FDP-DC-L-2 Neighborhood Concept Plan (Plat #25385-25390) (by reference)
5. Exhibit 5. Lakefront Neighborhood Design Guidelines (Liber 19237, Folio 240 et seq.) (by reference)
6. Exhibit 6. Lakefront Neighborhood Implementation Plan (Liber 19237, Folio 480 et seq.) (by reference)
7. Exhibit 7. Crescent FDP-DC-Crescent-1A (Plat #24102-24110) (by reference)
8. Exhibit 8. Development Rights and Responsibilities Agreement (signed by County Executive on February 3, 2017; approved as CR-103-2016) (by reference)
9. Exhibit 9. Copy of the Petitioner's PowerPoint presentation
10. Exhibit 10. Cecily Bedwell – Presenter Bio
11. Exhibit 11. Brandon Biederman – Curriculum Vitae
12. Exhibit 12. Valerie Lopez – Curriculum Vitae
13. Exhibit 13. Daniel Sweeney – Curriculum Vitae
14. Exhibit 14. Michael Workosky – Curriculum Vitae

List of Protestant's Exhibits

1. Section 125 of the Zoning Regulations
2. Planning Board Presentation, Lakefront Neighborhood Final Development Plan (FDP) Amendment, file 1