
ULI Washington

1890 Preston White Drive
Suite 103
Reston, VA 20191
Ph. (703) 390-9217
Fax (703) 620-8889
www.washington.uli.org

A Technical Assistance Panel Report

The Redevelopment of the Landmark Mall

**Sponsored by:
The City of Alexandria
Alexandria, Virginia**

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ULI Washington is a district council of ULI - the Urban Land Institute, a nonprofit education and research institute supported by its 23,000 members worldwide. The preeminent, multidisciplinary real estate forum, ULI facilitates the open exchange of ideas, information, and experience among local, national, and international industry leaders and policy makers dedicated to creating better communities. ULI members who live in the Washington Region (1,300 total) are automatically members of the Washington District Council. They include developers, builders, property owners, investors, architects, public officials, planners, real estate brokers, appraisers, attorneys, engineers, financiers, academics, students and librarians.

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Leonard Forkas, Jr.

Chair, ULI Washington; and
Partner, Milestone Communities, Inc.

Edward W. Gosselin

Chair, Technical Assistance Program; and
Executive Vice President, Intrepid Real Estate

Laura A. Cole

Executive Director
ULI Washington

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The panel further thanks General Growth Properties for hosting the panel reception and providing an excellent supplement to the City's briefing materials. Specifically, the panel thanks Maura Feaheny, Senior Development Director, for her insight and contribution to the panel.

Additionally, the panel would like to thank Joe Antunovich of Antunovich Associates, and Duncan Blair of Land, Clark, Carroll, Mendelson & Blair, PC, for their time and contribution to the panel's site tour and briefing, as well as Aaron Bartels, Carolyn Martin, and Steve McAllister of General Growth Properties, Paula Riley, Executive Director of the Alexandria Economic Development Partnership, and area stakeholders for taking the time to attend and participate in the briefing and presentation.

ULI Washington hopes that the comments and recommendations provided in this report result in a valuable contribution to the development of this area as a whole. We encourage the City to inform us of new developments associated with this project and allow us to participate in future panels should the need arise.

The Panel

Panel Chair

Mr. Patrick Phillips
President
Economics Research Associates
Washington, DC

Panel Members

Mr. Uwe Brandes
Project Manager
Anacostia Waterfront Initiative,
District of Columbia Planning Office
Washington, DC

Ms. Elizabeth Davison
Director
Montgomery County Department of
Housing and Community Affairs
Rockville, MD

Mr. Jon Eisen
Managing Principal
StreetSense
Bethesda, MD

Mr. John Gosling
Vice President
RTKL Associates, Inc.
Washington, DC

Mr. David Kitchens
Principal
Cooper Carry Architects
Alexandria, VA

Mr. Peter Melmed
Partner
Milestone Communities
Reston, VA

Mr. Laurence Millspaugh
Senior Vice President,
Acquisitions and Development
B.F. Saul Company
Bethesda, MD

Mr. Brian Pieplow, AICP
Director of Urban Design and Planning
HNTB Corporation
Washington, DC

Mr. Louis Slade, P.E.
Principal
Gorove/Slade Associates, Inc.
Washington, DC

Mr. Justin Sparrow
Development Project Manager
Winchester Homes, Inc.
Bethesda, MD

ULI Washington Project Director

Meghan M. Welsch
Director of Community Outreach
ULI Washington
Reston, VA

Foreword: Overview and the Panels Assignment

Landmark Mall is a regional shopping center located in the west end of Alexandria where Duke Street crosses Shirley Highway (I-395). The center was developed in the mid-1960s as an open-air mall. It was later redeveloped as an enclosed mall with an unusual “trident” internal circulation configuration. It is anchored by Sears and Hechts (on separate store-owned parcels), each with over 200,000 square feet of floor area, and Lord & Taylor, with approximately 150,000 square feet of floor area. Mall shops, a bank and two tire/battery/accessory stores bring the total floor area of the center to just less than one million square feet.

A number of new and revitalized shopping centers within five to ten miles from Landmark have diluted the mall’s penetration of its market area over the past decade. Although the department stores are reported to be doing extremely well (their highest performing stores in the region) and the mall is well maintained, there are a number of vacancies and marginal uses within the mall shops.

The mall is located at the north end of the Van Dorn Street commercial corridor, nearly a mile of mixed commercial uses including restaurants, strip centers, neighborhood centers, auto service and other uses. Behind this commercial development on both sides of Van Dorn Street are high-rise apartments and condominiums with the highest residential density in the City.

The mall was purchased in 1999 by General Growth Properties of Chicago (General Growth). General Growth is a REIT that operates shopping centers throughout the U.S. General Growth has approached the City with its intent to redevelop the mall. General Growth’s initial concept is based on an open-air central court, adding theaters and restaurants, a big-box retailer, a hotel, and a residential component of approximately 1,000 dwelling units to the basic retail center.

While the City has initially embraced the concept of redevelopment of the mall, the “town center” concept for the site, and the addition of residential uses, the proposed level of activity raises issues of traffic congestion and potential neighborhood conflicts that need to be resolved.

Issues

Landmark Mall is the single most significant land use and activity center on Alexandria’s West End. The City sees the redevelopment of the mall as a unique opportunity to create a “town center” for the West End that provides local identity and a center for a wide range of activities for the immediate neighborhood, the western portion of Alexandria, and the surrounding retail market area. No other site in the West End provides the same potential in site size, locational significance, and convenience to the West End population. Approximately 25,000 people live within one quarter mile of Landmark Mall, 68,000 people live within the western portion of Alexandria within one mile from the site, and a substantial additional population lives within this radius in Fairfax County along Little River Turnpike and Lincolnia Road.

The physical setting of the mall is a significant barrier to its integration into the community. The site is a triangle formed by the Shirley Highway (I-395) on the north and west, Duke Street on the south, and Van Dorn Street on the east. Its freeway-adjacent location complicates access. Duke Street, which provides the mall's primary regional access, must accommodate regional movements to and from I-395 just west of the mall.

Immediately within this moat of external roadways, the site uses a perimeter roadway to distribute traffic among parking areas. Within the site, the combination of perimeter roadway, entry drives and parking access ways ranges from two to eight lanes in width along the south and east sides of the mall, and includes elevated sections that carry internal traffic over two of the entrances to the site. The combination of difficult arterial access, complex freeway and arterial interchanges, visual obstacles to wayfinding presented by grade differences and elevated roadways, and the convoluted internal circulation system, can make approaching the mall a daunting experience for newcomers.



Aerial image of Landmark Mall

The Assignment

Recognizing the need for an outside perspective on how to successfully redevelop Landmark Mall so that its revitalization would spur redevelopment in surrounding areas, the City of Alexandria asked ULI Washington to convene a Technical Assistance Panel to study these issues. The eleven member panel spent an intensive one and one-half days touring the Landmark Mall and Alexandria's West End; participating in a briefing led by the City, members of General Growth, and other area stakeholders; and spending hours behind closed doors deliberating on the issues and formulating recommendations.

Some of the specific questions the City posed to the panel include the following:

1. How can the City's vision of a town center for the West End on the Landmark site be achieved, considering the isolation of the site and the demands of a retail center serving a larger market area?
2. If the City's vision is to be achieved, what opportunities for synergy between retail, residential, public and other uses can help bring success to the town center concept?
3. Is the isolation of the site an important constraint on retail and town center success? If the site's isolation is an issue, can the isolation be overcome by methods that are economically feasible, aesthetically acceptable and consistent with the City's desire for a more urban approach to retail and connectivity in the West End?
4. How can the combination of uses, site design, development standards and operating conditions minimize vehicular traffic effects on local roadways and maximize opportunities for bus and rail transit.

5. How can the Landmark redevelopment best connect to and support the revitalization of the surrounding commercial and residential areas of the West End of Alexandria?

After finalizing its recommendations, the panel presented its findings at Alexandria's City Hall to City staff and members of General Growth Properties. A final presentation to include City Council and other officials is scheduled for November 11, 2004.



Panel Member John Gosling presents to the City of Alexandria recommendations on the expansion of the town center south to create an urban district.

Introduction and Summary of Recommendations

Typically when a large scale redevelopment is being considered there is an economic crisis in the community that demands redevelopment. Here, there is no crisis. The City of Alexandria is experiencing strong development, increasing property values and an overall healthy economy. There is however a sense of urgency. The overall revenue of the Landmark Mall is declining and that means fewer and fewer tax dollars are making their way to the City. In addition, Alexandria's demographic makeup is changing, and its already large population continues to grow. These factors led the panel to believe that the redevelopment of the Landmark Mall should become a City-wide priority.

By making this redevelopment a priority, the panel strongly encourages the City to begin a dialogue with those who live and work in the area, and increase its level of communication with area stakeholders. The panel emphasizes the importance of communication in managing expectations and creating the greatest chance of success for the redevelopment of the Landmark Mall site.

After touring the area, reading briefing materials, and speaking with the City and General Growth Properties, the panel concluded that there is a broader opportunity for redevelopment beyond the parameters of the Landmark Mall site. While, the City has a vision of creating a mixed use town center that provides a comprehensive mix of uses on the Landmark mall site, the panel challenges the City to think more regionally and to expand the idea of a town center beyond the Landmark Mall site east to include the Carl M. Freeman Companies' Safeway Plaza and BJ's Wholesale sites, as well as the Passport Motors site.



Panel members are briefed by the City of Alexandria

Whether the City approaches the redevelopment of Landmark Mall as a site or as a part of a greater town center, the panel feels that it is important for the City to realize that in order to succeed the redevelopment project will require both political and financial participation on behalf of the City.

When discussing the redevelopment of the Landmark Mall site in particular, the panel did not directly critique the three preliminary options proposed by General Growth Properties for the redesign of the mall nor did panel members have the time and information required to take into consideration all of the subtleties associated with the development process. The panel instead focused on general principles which are illustrated in the sections that follow.

Alexandria's West End: A Sub-regional Approach

The City's vision of creating a town center that would bring together a mix of uses should be extended beyond the boundaries of Landmark Mall in order to maximize the value of this approach to the West End and to the City. After reviewing where the target residents reside, the panel determined that over 20,000 residents live in surrounding affordable rental units and established single family neighborhoods, which have become and will continue to be, fixtures in the West End. These assets are successful and face no significant redevelopment pressure from market forces alone. Landmark Mall however is not the geographic center of these surrounding residential clusters; rather the center is located further south in the vicinity of the existing Safeway grocery store. By stretching the armature of the core of the town center beyond Duke Street to include the Passport New and Used Car Center site, the BJ's Wholesale site, and the Safeway Plaza site, the town center becomes just that, and will be much more capable of attracting the surrounding population.

While the panel spent time exploring other potential town center locations further down the Van Dorn Street corridor closer to Metro, the panel concluded that the action and population is moving towards I-395, and the above identified expanded town center area is the center of gravity and the appropriate place for a West End town center.



An Illustration of the West End's sub-regional approach
Larger rendering located in Appendix A

In order to achieve its vision, the panel felt that the City had to look beyond the current parameters set by infrastructure restraints. The panel recommends that instead of focusing on a grid system, that the City instead draws a line; a line that if properly developed along, would become the spine for revitalization and

in the short term would bring the most impact to the West End, produce the most reinvestment, and create the highest concentration of activity.

The panel believes that this redevelopment spine beginning at I-395, would then cut through the middle of General Growth's Landmark Mall property, cross Duke Street at-grade, continue down Walker Street through the Carl M. Freeman Companies' BJ's and Safeway shopping center sites, and then move south and east to meet Van Dorn Street near the end of the Safeway shopping center site.

With the location of Sears and Hechts at the north end of the town center's spine, the panel recommends the creation of a third anchor at the south end of the redevelopment, which would create a sense of cohesiveness for the entire area and provide a needed municipal or civic use. By reconnecting the spine road as well as South Van Dorn Street at grade level at Duke Street, the area will begin to become walkable. This is further enabled by placing municipal parking

structures at the perimeter of this district. The panel recommends placing one of these structures beside or as part of the third anchor, and another structure where Van Dorn Street meets Duke Street as part of the overall at grade reconstruction. These garages will mitigate the traffic impacts. Unlike Van Dorn Street, and much of the West End, the spine would be walkable and would be lined with retail and restaurants creating a sense of place that would resemble the Village of Shirlington.

At the beginning of the spine, along the HOV lane of I-395, the panel recommends creating a bus rapid transit station that would provide rapid service north towards Washington, DC and the Pentagon. To access this station, the panel recommends that the City of Alexandria dedicate a bus lane that would extend from I-395 east down the spine, connecting to Van Dorn Street, and then continue on to the Van Dorn metro station. This newly created West End commuter shed would be serviced by a connector shuttle that would run frequently, on extended hours, and be free of charge to riders. By bringing the rapid bus transit to Landmark Mall area, the City will be creating transit oriented development. This bus station alone will provide a catalyst for bringing change to the Landmark area.

The panel also recommends that the current I-395 ramping system be further studied with VDOT to determine the feasibility of modifying the ramps. If changes were made to the ramping system in order to provide direct freeway access to and from Van Dorn Street in the northeast corner of the Landmark Mall site, through traffic on Duke Street would be significantly reduced.

To provide additional residents with improved access to the Landmark Mall and town center, the panel recommends extending the spine over I-395 by creating a pedestrian bridge that would extend beyond the HOV bus station to the residential area along Quantrell Avenue.

To further improve access to the town center, and increase the level of pedestrian safety, the panel recommends that a number of changes be made to Duke Street. Given the high traffic counts and equally high number of pedestrians in the area, the panel recommends creating a much more urban situation where the focus is more on safety and less on vehicles passing through the area more quickly. To achieve this urban situation, the panel recommends increasing the number of traffic lights so that they are at an urban repetition, creating more at-grade intersections with the first being the intersection of Duke Street with Van Dorn Street. The panel also recommends taking down the bridge at Van Dorn Street to accomplish this goal.

The Landmark Mall Site

While the panel recommends that the City's consideration of the redevelopment of Landmark Mall extend east to create a more comprehensive West End town center, the catalyst for this town center clearly lies in the redevelopment of the Landmark Mall site itself. The panel developed core principles for the City to take into consideration when working with General Growth Properties on the redevelopment of the Landmark Mall site. The rendering provided at the end of this section is not a design solution for the Landmark Mall, but merely an illustration of the principles explained in this section.

Alignment of Goals

General Growth has a goal of redeveloping the Landmark Mall to create a vibrant center that will bring shoppers back to the mall and as a result increase the mall's revenue. The site plan includes options that incorporate a mix of uses and move one or both of the anchor tenants to the boundaries of the project. While providing additional site planning and construction flexibility, moving the anchors will also require significant public subsidy. It is imperative, in the panel's opinion that the City and General Growth create a common vision for the site that is viable from a financial standpoint.



One of many concepts for Landmark Mall

Multi-use as opposed to mixed-use development

To allow for project phasing, and provide greater development flexibility, the panel recommends evaluating the project design from a multi-use as opposed to a mixed-use perspective. A mix of uses traditionally calls for various uses to be integrated vertically (residential over retail or office over retail) whereas multi-use development allows for multiple uses within the same project, but each use is built independent of each other -- the mix thus becomes "horizontal" as opposed to vertical. A multi-use approach would allow for phased development which would provide more flexibility and allow the project to be executed more quickly and more efficiently while still delivering the same identity and vision of a mixed-use project.

Consider Office and Hotel Use

Despite unfavorable near-term market conditions, the site appears well-suited as an office location. Offices would help to drive some increment of retail demand, and would enhance the assessed value of the property. The panel believes that the owner should consider the addition of perhaps two 150,000 square foot office buildings as well as a 200 room hotel. If office buildings were located on the Landmark Mall site, the office employees would have direct access to the I-395 rapid bus transit. Office employees would also provide lunchtime shoppers and restaurant patrons for the town center.

One of a Kind Experience

The panel believes that the Landmark Mall site could benefit by a unique, one of a kind use that would support the people on the West End and build on the sense of community in the area. This use could be civic or cultural. The panel realizes that there is a dichotomy between the regional and local users of the current mall and believes that this civic or cultural activity or use could help bridge that gap. Examples from other locations include museums, performing arts, libraries, and similar uses.

Access and Circulation

After touring the area the panel concluded that regardless of how Landmark Mall is redeveloped, patrons will always rely mainly on cars to get to the site. As discussed in the West End section of the report, the panel believes that there should be a spine through the center of the Landmark Mall site that will form the primary road and become the primary access point to the redeveloped mall area. To create this access point, the armature will need to cross Duke Street to reach the other half of the town center. This armature would create a much needed front door for the Landmark Mall site.

The panel also believes that sprouting from this primary access road, there should be both secondary and tertiary roads that create a grid within the Landmark Mall site. There is also a need for primary ingress and egress road along Van Dorn Street and Duke Street that will increase circulation within the site and improve safety. As mentioned above, and depicted in the related rendering, this approach is viable even if the anchors remain in their current locations.

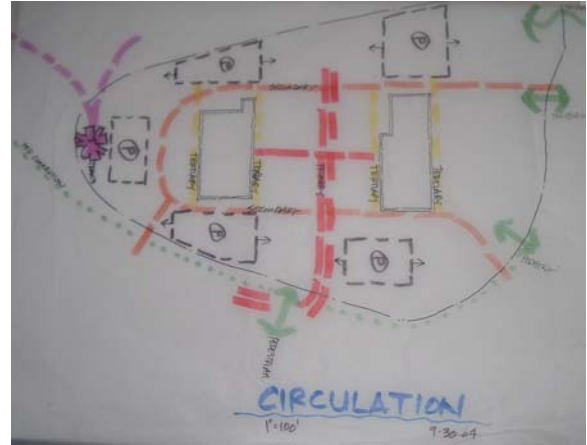


Illustration of the panel's recommendations on how to improve circulation. Larger image located in Appendix C

Due to the focus on the automobile, the parking strategy for the redevelopment of Landmark Mall is vital. The panel recommends locating the parking throughout the site with larger parking structures at the four corners of the site allowing the density to focus in the middle of the site. By distributing the parking evenly throughout the site, there is greater flexibility for phasing because you could build structures as the phasing requires. At the primary entrance to the mall along Duke Street and along the spine of the center, the panel recommends infusing the project with retail in order to reinforce a sense of place.

Role of Housing

While the panel encourages housing on the Landmark Mall site, there was a concern that the high-rise construction methods of housing as proposed would restrict the viability of affordable housing. By pushing the housing to the northern periphery of the site and blending it more with the existing residential stock located across Van Dorn Street, the site could still accommodate up to 1,200 residential multi-family units at varying densities and price points.

Overarching Policies

After reviewing the briefing materials and listening to the presentations made both by the City of Alexandria and General Growth Properties, it was clear to the panel that there was a lack of vision for the future of the West End and the Landmark Mall site in particular. The panel believes that it is the responsibility of the City to develop a vision from which a developer can submit responsive redevelopment proposals.

Partnerships

With the redevelopment of as large of an area as the panel was asked to address, it is necessary that there be a partnership between the City, the community, and the developer. Revitalization programs require structured community engagement where local residents, renters, business owners and community owners are involved in the process so that they are a part of the redevelopment.

To accomplish this, the panel recommends that a task force be formed for a limited period of time, and tasked with a specific set of priorities. These community members will produce a deliverable that provides guidance to the City and the developer on the redevelopment of the area. The task force will come up with a list of community “must haves” for the West End and Landmark site as well as the community’s “would like to haves”.¹

Affordable Housing

There is currently an affordable housing crisis in the Washington region, and the panel was pleased to see that General Growth and the City were working to include affordable housing units within the redevelopment of Landmark Mall. What the panel did not see however, was an affordable housing plan. The City needs to specifically outline the target population and income levels that are to be housed at Landmark Mall. Furthermore, the City needs to provide a target number of units so that the developer comes into the process with an understanding of the City’s expectations.

When reviewing General Growth’s redevelopment proposals, the panel noted that all of the residential was placed in mid-rise towers above retail with access by elevator. This is one of the most expensive forms of housing to build, and by requiring affordable units within this development, the panel determined that there would be a large gap between the City and General Growth to cover the cost of these affordable units, deepening the need for public subsidies

The panel recommends that the City and General Growth look at different structures to provide for affordable housing, either on or off the Landmark mall site. The panel also recommends engaging a variety of groups including non-profit organizations on this topic.

¹ Since the panel took place it was brought to ULI Washington’s attention that the City of Alexandria has a similar public involvement process in place. In a series of public meetings and workshops held by the Planning Commission, the City will involve the local community to develop a set of development principles for the Landmark Mall site and the surrounding area. These principles will guide review of the Landmark Mall project and will be developed into a more detailed plan for public improvements and private development in the surrounding area.

Public Assistance

The panel is aware that the City of Alexandria does not make a practice of participating in redevelopment. Cameron Station, a successful high-end residential development was financed entirely by the developer and the infrastructure to support Potomac Yards was entirely paid for by the developer. However, the successful repositioning of the West End, including the ideas outlined in this report, cannot be supported solely by the Landmark Mall developer. Achieving the broader civic objectives may require financial incentives to assist in shaping the General Growth redevelopment, or in strategic public investment on or affecting other sites.

The panel is quick to state that the City has to maintain its sound financial basis, but as will be further elaborated below under ‘Implementation’, there are mechanisms in place for precisely the type of redevelopment that the West End town center would require.

Landmark Mall currently produces \$3 million a year in taxes. \$1 million of which comes from real estate taxes, \$1.5 million from sales tax, and \$500,000 from miscellaneous taxes. Given the declining sales at Landmark Mall and the depressed property values resulting from a lack of redevelopment, there is a sense of urgency on the part of the City to reinvest in this area to protect and grow its tax base.



Panel Members Jon Eisen, Laurence Millspaugh and David Kitchens discuss recommendations

Implementation

The panel determined that the implementation of the West End Town center and in particular the Landmark Mall site is directly related to the project’s financing. The panel has recommended that the City of Alexandria consider mechanisms to create a public-private partnership that would contribute to the financing of this redevelopment project.

Fundamentally, the City should view their public support of the Landmark Mall redevelopment project as creating tools that will capture future value and allocate revenue streams back to City. There are numerous methods that the City could explore to support General Growth in the redevelopment of the Landmark Mall, including Tax Increment Financing, special taxing districts, public parking districts, or even a special assessment on current owners. The panel also recommends looking to outside sources to finance the cost of the rapid bus transit station and I-395 pedestrian bridge. Potential sources that the City can look to for support of such projects include the Virginia Transportation Fund and the FTA.

To illustrate future value, and the degree to which it might be captured, consider the following scenario:

Today

Current Value of General Growth:	\$150 million
Current Property Taxes to City:	\$1.5 million
Total Taxes:	\$3 million

Post Redevelopment

Future Value of General Growth	\$500 million (conservative estimate)
Future Property Taxes to City:	\$5 million
Future Total Taxes:	\$10 million

The incremental taxes are \$7 million. Assuming, as many other cities have, that 50 percent of this increment is “net new,” the City could issue securities backed by \$3.5 million in future annual taxes. This amount is sufficient to support approximately \$50 to 55 million in debt. This could support public investment in infrastructure, civic amenities, strategic land acquisition, or other important public priorities.

Conclusions

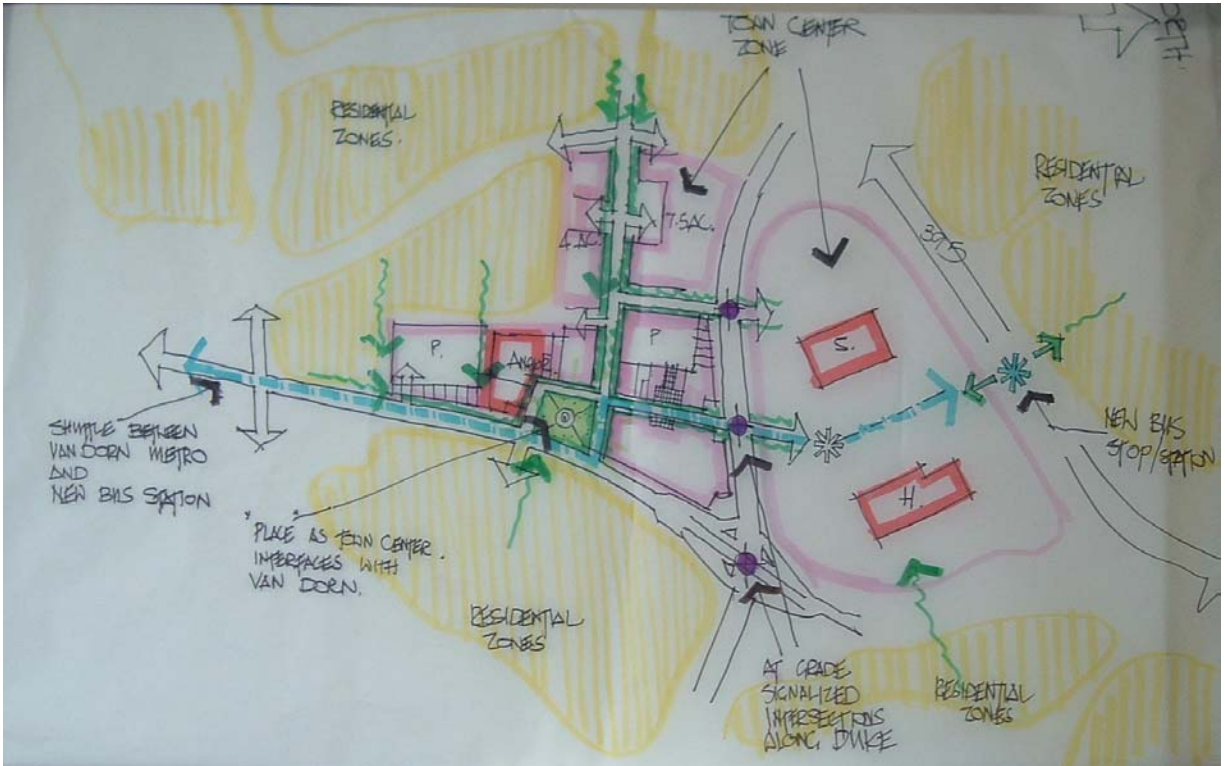
To create the mixed-use vision that the City desires, the City will have to become both politically and financially involved in the redevelopment of the Landmark Mall and the surrounding West End of Alexandria.

The panel believes that the redevelopment of the Landmark Mall site has strong potential not only to promote real estate economic development within its parameters, but also to lead to economic development in the greater West End. What is required is a broader vision that extends beyond the boundaries of the site itself.

There is ample opportunity for reinvestment in the West End, and with structured community engagement, a masterplan, infrastructure improvements, and a true, articulated vision of what the Landmark Mall site and surrounding areas are to become, the panel believe that there is tremendous room for success.

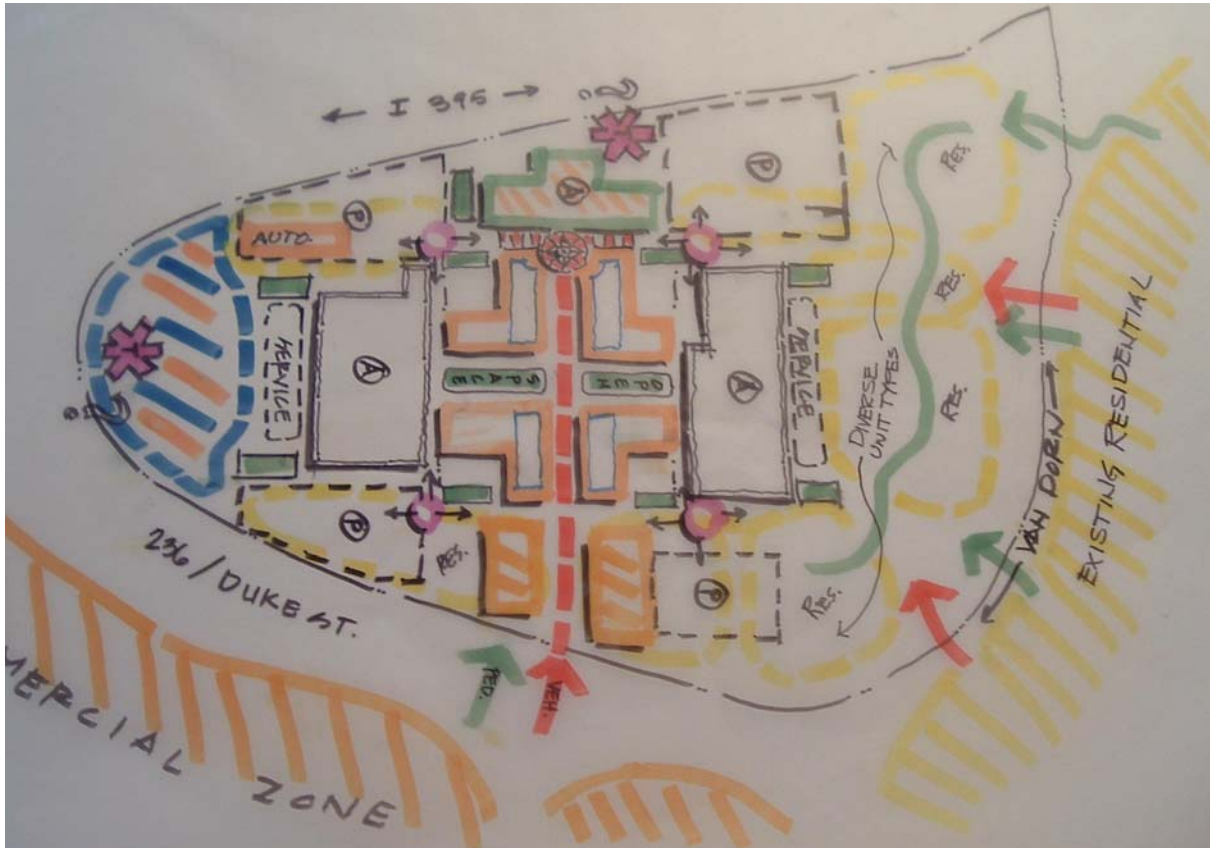
APPENDIX A

Creating an Urban District in Alexandria's West End



APPENDIX B

Illustration of the Principles and Policies Recommended For the Redevelopment of Landmark Mall



APPENDIX C

Access and Circulation through Landmark Mall

