

Request for Proposals (RFP) No. 14-02

DEVELOPMENT PARTNER(S), MULTIPLE SITES

ANDREW ADKINS
SAMUEL MADDEN HOMES (UPTOWN)
JEFFERSON VILLAGE
HOPKINS-TANCIL COURTS
ARHA ADMINISTRATIVE OFFICE BUILDING
CAMERON VALLEY
LADREY HIGHRISE



Alexandria Redevelopment & Housing Authority

In partnership with its affiliate
Virginia Housing Development LLC

Issue Date: January 06, 2014
By: Roy Priest, Chief Executive Officer

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Relevant Documents (Included on the Companion CD):

ARHA 2012-2022 Strategic Plan, including Implementation Plan
Resolution 830
Braddock East Master Plan
Public Housing Located in BEMP Area _ Aerial
Braddock Metro Neighborhood Plan
Draft City of Alexandria Housing Master Plan

I. INTRODUCTION

ARHA, in partnership with its affiliated development corporation, Virginia Housing Development, LLC (VHDLIC), seeks responses from highly-qualified development partner(s) (Partners) to assist in the redevelopment of seven (7) of its sites (the “Offering”). All sites are located in Alexandria, Virginia (the “City”) and all are wholly-owned and managed by ARHA; see Appendix G, Location of Sites in Offering and Appendix H, Project Profile Sheets. Redevelopment of each site shall include all activities meant to deliver a built project that is the highest and best use of ARHA’s land assets and could include mixed-income, mixed-finance and/or mixed-use components. The Offering includes: ARHA’s Administrative Offices, Hopkins-Tancil Courts, Samuel Madden Homes, Jefferson Village, Andrew Adkins, Cameron Valley and the Ladrey High-rise. All sites in this Offering are currently occupied with vacancy rates trending between 1% at the low end and 2% at the high end. The successful Partners will be required to work cooperatively with ARHA’s Department of Asset Management as well as ARHA’s affiliated property management company in determining how the occupants (per site) will be housed during the redevelopment of any site, albeit permanently or temporarily.

VHDLIC is the ARHA affiliate charged with the disposition and redevelopment of this well located portfolio of seven parcels of real property included in this Offering. In the past 10 years, ARHA and VHDLIC have secured **\$101,043,151 (exclusive of land value)** toward the development of affordable housing. Of this amount, more than \$43M or 43% was equity investments and more than \$15M or 15% was grant funding. None of the funds require repayment as long as the project meets the requirements of its various use agreements. ARHA has also contributed land in prior efforts.

VHDLIC shall act as the affordable units developer on all redevelopment undertaken and will venture with one or more development Partner(s) to develop the sites. This RFP covers Part I – Qualifications, involves a Statement of Qualifications only and provides a general overview of the Part 2 – Proposal part of the process. Proposers will be required in Part I to indicate which site(s) they are interested in advancing to Part 2 of the process. Multiple sites may be selected. **Proposals received that score in the range of 75 and above will be invited to a short-list interview after which a final decision will be made as to what teams will advance to Part 2 - Proposals of the Request for Proposals process.**

Redevelopment of any of these sites is a significant undertaking that requires both superior technical expertise and a commitment to achieving ARHA’s broad-based economic development as well as social objectives. ARHA not only supports but strongly encourages the participation of M/W/DBE, and local small business concerns, as well as hiring programs for economically disadvantaged individuals through the federal regulations related to the Section 3 program.

ARHA will utilize a joint-development or Public Private Partnership (“PPP”) model to accomplish its mission-based objectives for the redevelopment of the sites. A simultaneous or multi-phased redevelopment strategy could be pursued; this will be determined after Part 2 of the process and will be determined by several critical factors such as the economy, the need for replacement housing (relocation strategy) and the desirability of the responses (“Make Me Sell”). Whichever strategy is employed, it shall be that strategy that, at a minimum, will allow ARHA to retain some ownership of its land assets; create a long-term income stream for the purpose of

sustaining the ARHA given program funding cuts; capture greater value created by the redevelopment effort in order to reinvest into other, underserved communities of the ARHA; and, to build the capacity and capability of the three (3) ARHA affiliate corporations.

II. PURPOSE OF THIS SOLICITATION

ARHA seeks to assemble a team or teams to undertake the redevelopment of the Offered sites, in partnership with the ARHA and VHDLLC. In Part I, the ideal Partner must clearly demonstrate its capabilities, financial capacity and experience to perform all tasks related to large scale, turn-key development projects. This solicitation contains current information on each of the seven sites included in this Offering, ARHA's 2012-2022 Strategic Plan (the "Plan"), relative City documents, and detailed information related to Part I of the selection process. All necessary materials and procedural guidelines to prepare a thorough response and to participate in the Part I selection process are included in the main body of this solicitation and the Appendices. In Part 2 it will be critical for proposers to demonstrate that their proposed program and concept for each of the sites they have indicated interest in, reflects the important value of each site to the ARHA, its clients, the City and the community, and that it embodies specific characteristics and outcomes important to ARHA.

ARHA and the City have taken prior formal actions by adopting resolutions related to the joint goal of preserving affordable housing through one-for-one replacement of all publicly assisted units (See Resolution 830). Proposals that result in an increase to the current portfolio by creating additional housing for people of all incomes in order to sustain the subsidized units will be given preference. In order to assist our client population with self-sufficiency, ARHA expects through this effort and beyond that jobs will be created (in the following order of priority) for: 1) ARHA clients; 2) economically disadvantaged residents of the City of Alexandria; and, 3) economically disadvantaged residents of the metropolitan statistical area.

Development proposals that demonstrate clear direction for serving the needs of the residents of ARHA through the efforts related to the development of affordable housing (short-term construction), and the creation of neighborhood serving retail opportunities (long-term retail), will be given priority in the selection process. It then follows that, where it is shown to be viable, there will be creation of neighborhood retail shopping opportunities and amenities, as well as provision of opportunities for already existing local and small businesses. If marketing studies show a retail/commercial component to be feasible, ARHA desires to create a development with a retail and commercial component which will stimulate other commercial activity in the neighborhood and will provide retail options for neighborhood residents.

It is ARHA's intention to deliver development products to the market with strategic timing that are quality, market-sensitive and financially viable products, services and amenities to the residents and businesses of the City, by encouraging stakeholder involvement and input throughout the development process. The right to quiet enjoyment of the property by the families residing at the sites is a concern and, as such, it is ARHA's desire to limit displacement and minimize disruption of the families residing at the sites. In addition to the above, ARHA will select those proposals that promote creation of sustainable (emphasis added), mixed-income communities that are well integrated with the surrounding neighborhood. The built communities must increase the desirability of each site neighborhood by making it an area in which people

who can afford to live in market rate housing will choose to live in mixed-income housing because of its location in a stable and thriving community, some walkable to a metro station.

ARHA envisions developments that improve the streetscape of all of the Offered sites and surrounding neighborhoods and that stimulates pedestrian activity. ARHA envisions built communities that respect and preserve the neighborhood history, community institutions and cultural values, factoring non-economic values into the redevelopment equation. ARHA also envisions a developed community that exhibits the tolerance and tradition of both its developed and social environments; an environment where ARHA residents will have a voice that is heard. Finally, ARHA desires through this effort to build new administrative offices for ARHA that locates, to the extent feasible, all operations, which are currently accommodated on three sites, in one facility, in an area of the City central to all ARHA assets and functionally desirable for ARHA's role and responsibilities related to the management of all its assets.

III. PROJECT OVERVIEW

A. The Development Opportunity

These sites represent a significant percentage of ARHA's current portfolio of properties. When completed, the effort will replace some 546 outmoded, publicly-assisted homes with new apartment homes that are somehow situated onto sites with, and indistinguishable as subsidized housing by virtue of being well integrated into, a mixed-income housing or mixed-use component. Redevelopment of these sites represents a singular opportunity to create housing choices for ARHA's clients and the ability for ARHA to create long term income streams to sustain the agency through any HUD budget shortfalls.

ARHA and its selected Partner(s) will create a program and concept for each of the sites that takes on the appropriate mixed-income, and mixed-use principles, and that will embrace and adaptively reuse the urban nature and features of each site. The collective effort must contribute significantly to the economic well-being and livability of the site, the surrounding communities and the City as a whole.

B. ARHA Development Approach and Strategy

ARHA intends to implement a development program for each of the sites in this Offering. To be successful, this initiative ultimately must balance community stakeholder revitalization goals and sound real estate fundamentals. In collaboration, ARHA and the selected Partner(s) must substantiate and validate the market demand, economic feasibility and engineering viability of all proposed land uses for each of the sites in order to determine the highest and best use of the sites to ARHA. In past efforts, ARHA has sold the land under the market rate homes in order to build the ARHA replacement units with no debt service; in this Offering, ARHA would like to explore the ability to retain its land and create an annuity that can be used to sustain its operations.

ARHA is looking for bold, innovative solutions and creativity that will result in world class, signature Projects that will be life changing for its residents and the surrounding community.

ARHA will utilize a joint-development or private public partnership model to accomplish its mission-based objectives for the redevelopment of the sites. It is feasible that either a simultaneous or multi-phased redevelopment strategy could be pursued.

In its role as the affordable units developer, ARHA also will collaborate with public and private capital partners in an effort to attract both investment and financing to each of the sites for the affordable units; however, the selected Partners shall be fully responsible for the overall financing plan and must be able to bond the entire project, provide all investor required guarantees, and show the ability to attract substantial amounts of capital.

Utilizing an effective network of strategic partners, ARHA and its prior private partners have successfully sponsored and developed numerous projects and currently have multiple other projects underway. This network includes numerous leading financial institutions, construction and development companies, local and small businesses, the City, the state housing finance agency, US Department of Housing and Urban Development and community organizations. ARHA has also capitalized on its ability to offer land, secure a waiver of local construction permit fees and full real estate tax abatements for the affordable units.

C. Multi-Phased Development Strategy

Phasing - Due to financial constraints and the lack of relocation options, ARHA anticipates that the development of the seven sites may require a phasing plan. To that end, ARHA shall take the lead in coordinating between one or more development Partners to phase all efforts **after finalizing team members in Part II of the selection process**. The order of the redevelopment efforts rests solely in the magnitude of the proposed benefit, per site, to ARHA.

It is expected that the Partner(s) will share in the Project's risks and rewards through its contribution of at-risk services and capital to the deal, therefore, a development Partner must be able to demonstrate its capabilities, financial capacity and experience in executing complex, urban development projects with a public or affordable rental component.

The redevelopment of all sites is meant to be "soup to nuts" and each Partner will collaborate with ARHA on relocation solutions, development program planning and concept studies; to securing development approvals, finance plans, construction, lease up and generally implementing all development activities for each site where ARHA determines it to be in the best interest of the agency to advance a proposed development plan (the "Project").

ARHA reserves the right to negotiate with any or none of the submitting teams, waive any formalities in the RFP process, and retains the ultimate discretion to select the most qualified, experienced and financially capable Partner or Partners that offer the most outstanding development program for a site, as evaluated pursuant to Part 2 of this RFP, and, as it relates to an individual site or the sites collectively, if such a program is proposed. All proposers will be required in their response to Part 1 to specify all site(s) that they have a specific interest in.

D. ARHA's Role

Through this RFP, ARHA will select one or multiple Partners to serve as developer Partner. This Partner will build a team of highly-qualified professionals, one of which will be ARHA. ARHA, through its affiliated entities, shall serve at a minimum as the affordable units developer,

as the affordable units property management company and as a subcontractor for those construction trades it is qualified to perform. It is through this effort that ARHA seeks to further refine VHDLLCs capability as an affordable units or component developer and to develop its capability and capacity as a mixed-income rental property management firm and construction contracting firm. ARHA is willing to sell land at below market value or finance the sale of the land at a low interest rate to the owner entity of the affordable units.

ARHA will participate in the Development Site Plan and Development Special Use Permit approval processes and will use its relationships with the local government, VHDA and HUD, to assist in and advocate for, an agreed upon land use approval and associated financing process that is respectful of the efficiencies required by an affordable housing development. ARHA will have the final decision on the development plan including design, site plan, unit mix and income levels served. ARHA has absolute veto power in the case of a disagreement over the development concept.

ARHA has earned the Virginia Housing and Development Authority designations for Experienced LIHTC Developer and Certified Property Management Agent.

IV. 2012-2022 ARHA STRATEGIC PLAN GOALS

A. Participation of Local and Small Businesses, M/W/DBE

A critical mission-based requirement for ARHA is creating opportunities for City-based small businesses, as well as M/W/DBEs to participate in the value created by its development projects. The selected Partner must share in these objectives as well as ARHA's desire for diversity in the workforce. Throughout the development of each of the sites, ARHA will implement policies and business decisions that support the objectives specifically set forth in the Plan.

ARHA plans to redevelop residential properties that lie within or adjacent to commercial corridors or metro stations. Not only would these properties provide mixed-income housing choices, they have the potential for hosting and fostering related and collateral business development and commercial activity. This is one reason that business and economic development is logically an element of ARHA's future redevelopment plans. Another reason for this approach is the fact that ARHA must expand its revenue streams by tapping non-traditional sources of income. Rather than relying solely on dwelling rental income, ARHA must look to market rate dwelling income and non-dwelling income as a way of augmenting the resources that sustains ARHA's mission and operations.

B. Resident Self Sufficiency and Quality of Life

Proposers are required to read Part 2 of the Plan and discuss in their responses how their role in these redevelopment efforts can assist ARHA with meeting the Board approved strategies and goals included in the Plan and related to resident self-sufficiency and quality of life.

C. Community Engagement and Participation

Inclusion of and outreach to community stakeholders are core philosophies for ARHA and the City. The community was engaged most recently by ARHA through its strategic planning efforts as well as the City Office of Housing through its Housing Master Plan efforts and the City

Planning & Zoning staff in its previous efforts related to the Braddock Metro Neighborhood Plan and the Braddock East Master Plan. ARHA looks to build upon and enhance the processes and relationships forged in these efforts. The Partner(s), in partnership with ARHA, also will be expected to participate by facilitating meetings for the purposes of community updates and presentation of development program alternatives. The Partner(s) shall also cooperate with VHDLLC staff in efforts related to the creation and maintenance of a website and social media that shall serve as a vehicle to all stakeholders for real time updates of each Project as it progresses through the redevelopment effort.

One of the goals the Plan is focused on is to help residents achieve a meaningful role in the process of decision-making, resource allocation and community improvement by increasing their ability to be leaders and active participants in the larger community. We will encourage our residents to embark and/or continue upon a path of self-determination and self-actualization by supporting their formation of organizations and participation in public forums. We will help them develop and realize their leadership potential by providing opportunities for skill-building and self-expression as well as constituent representation. ARHA will work with its Partners to establish a framework that enables residents who have already demonstrated related abilities to realize their potential.

VI. DEVELOPMENT PARTNER SELECTION PROCESS TIMELINE

A. Selection Process Timeline

ARHA will endeavor to follow the timetable set forth below; however, the activities and timetable represented below are a guideline only and are subject to change at ARHA’s sole discretion without prior notice:

Part I Selection Timetable (Eastern Time)	
Release Solicitation for Development Partner	01/06/2014
Site Tour and Pre-Submittal Meeting	01/27/2014; 11:00 AM
Deadline to Submit All Questions and Requests for Clarification	02/25/2014; 5:00 PM
Posting of Answers to Questions and Requests for Clarification	03/07/2014
Submittal Due Date	03/17/2014; 2:00 PM
Publication of Short-List per Site and Part II Solicitation including Schedule	04/29/2014

VHDLLC Preserves Affordable Housing in North Old Town Alexandria, Virginia



HOPKINS TANCIL

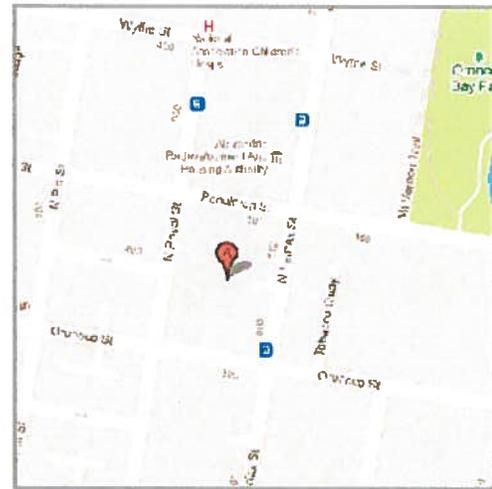
Circa in 1942

451 and 551 North Royal Street, Alexandria, VA 22314



DESCRIPTION

This community was constructed in 1942 as conventional public housing. In 1985, significant capital improvements were made and the units were converted to Project Based Voucher subsidies through the Moderate Rehabilitation Program. Located in East-Central Alexandria and situated in the northeastern portion of the Old Town district, its eastern boundary is only two blocks west of Founder's Riverfront Park. The southern property line of the 4-acre site is approximately 3 blocks north of City Hall and the desirable King Street destination hundreds of establishments including restaurants, boutiques and galleries, specialty shops and other attractions. The site is served by public bus transportation and occupies two blocks bounded by N. Fairfax Street (east), Pendleton Street (north), Princess Street (south), and Royal Street (west). Oronoco Street bisects it into northern and southern parcels. This site also abuts ARHA's national award winning HOPE VI community, Chatham Square.



VALUE PROPOSITION

- ➔ Located in close proximity to the Potomac River and miles of trails for walking, biking and jogging along multiple waterfront park areas
- ➔ Walkable to three grocery stores: Trader Joes, Harris Teeter (coming soon), and Giant
- ➔ Across the street from The Oronoco Waterfront Residences which sold from \$1.2M to \$4.5M
- ➔ Location offers opportunities for dramatic views.



Planned for Redevelopment

VHDLLC Preserves Affordable Housing in Old Town Alexandria, Virginia



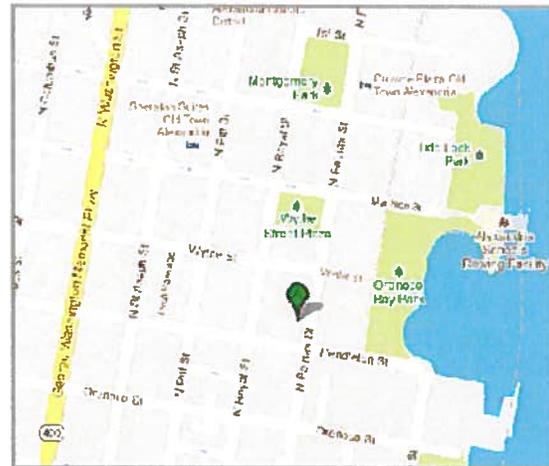
ARHA ADMINISTRATIVE OFFICES

Circa in 1950
600 North Fairfax Street, Alexandria, VA 22314



DESCRIPTION

Located at 600 N. Fairfax Street in North Old Town Alexandria, the ARHA's Main Administrative Office is situated in the northeast portion of the Old Town district, 2 blocks west of founder's riverfront park and 3 blocks north of Alexandria City Hall and trendy King Street. The property shares a campus with two buildings that are primarily designated for the elderly. The Ladrey Highrise is owned and operated by ARHA and the Annie B. Rose House which is affordable by virtue of a ground lease held by ARHA and Project Based Vouchers. The building was constructed on a .41 acre footprint in 1950, and is currently zoned in a conforming use at RC. The ARHA main office accommodates the Executive, Finance and Administration, Development, Region II Property Management and limited social services functions. This site is directly across Fairfax Street from The Oronoco luxury waterfront condominiums.



VALUE PROPOSITION

- ➔ Walkable to three grocery stores: Trader Joes, Harris Teeter (coming soon), and Giant
- ➔ Across the street from The Oronoco Waterfront Residences which sold from \$1.2M to \$4.5M
- ➔ Two blocks from the Oronoco Bay and Founders Parks located along the Potomac River providing access to miles of walking, biking, and jogging trails. Five blocks from King Street and City Hall.
- ➔ A location that offers an opportunity for dramatic views



Planned for Redevelopment

VHDLLC Preserves Affordable Housing in North Old Town Alexandria, Virginia



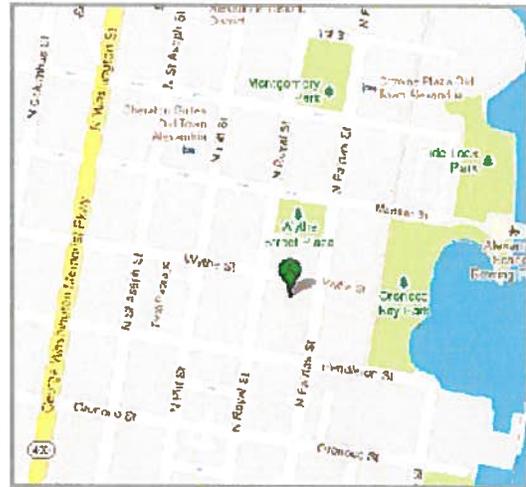
LADREY HIGHRISE

Constructed in 1968
300 Wythe Street, Alexandria, VA 22314



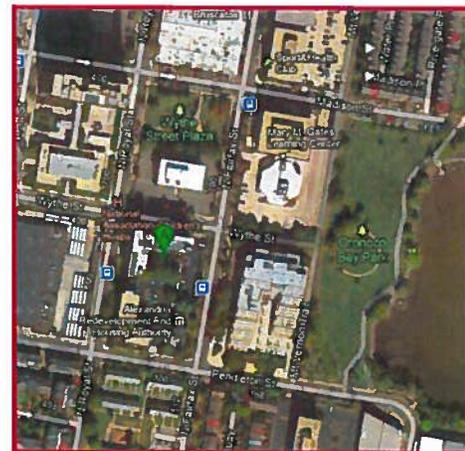
DESCRIPTION

This property is an 11-story high-rise structure with 170 units housing the elderly and disabled. It is zoned RC under Alexandria zoning ordinance which is primarily high density apartment buildings. The units are subsidized through the Public Housing Program. The surrounding community is primarily moderate density residential uses. Most development in the neighborhood consists of multi-family rental, condominium and townhouse ownership units. This highrise building is part of a campus setting, sharing the block with the ARHA Administration Building and the Annie B. Rose Apartments. Annie B. Rose is subsidized with Project Based Vouchers and is protected by Resolution 830 because it was built as replacement housing for an earlier public housing redevelopment effort.



VALUE PROPOSITION

- Walkable to three grocery stores: Trader Joes, Harris Teeter (coming soon), and Giant
- Across the street from The Oronoco Waterfront Residences which sold from \$1.2M to \$4.5M
- Two blocks from the Oronoco Bay and Founders Parks located along the Potomac River providing access to miles of walking, biking, and jogging trails
- A location that offers an opportunity for dramatic views



Planned for Redevelopment

VHDLLC Preserves Affordable Housing Alexandria, Virginia

SAMUEL MADDEN HOMES

Constructed in **1945**

899 and 999 North Henry Street, Alexandria, VA
22314



DESCRIPTION

The Samuel Madden site, built in 1945, consists of 66 affordable rental units, located in rows of townhomes on two blocks along Henry and Patrick Streets (RT 1 North and South) between Madison and First Streets. This 3.44 acre site lies at the point where Route 1 divides into two one-way streets, making it important to the City as a gateway location. The development includes (46) two-bedroom units and (20) three-bedroom units. Any redevelopment plan for this site must pay special attention to design features and cultural history as it is subject to review by the Parker-Gray Board of Architectural Review.



VALUE PROPOSITION

- Site is located approximately 1,500 feet east of the Braddock Road Metro Station
- Two blocks from the newly constructed Charles Houston Recreation Center
- Located at the point where Route 1 divides into two one-way streets, this site is considered by the City to be an important gateway location



Planned for Redevelopment

VHDLLC Preserves Affordable Housing Alexandria, Virginia



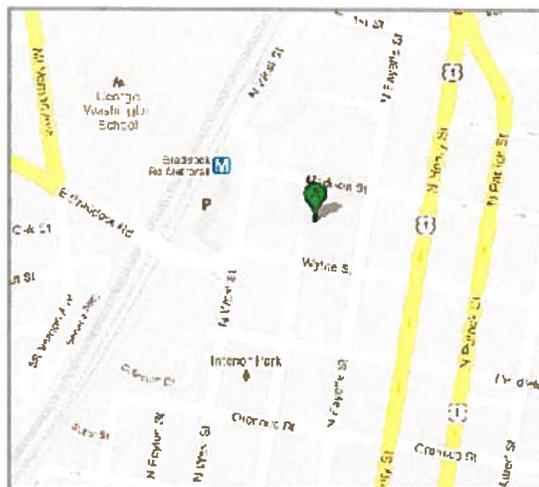
ANDREW ADKINS

Constructed in 1969
700 North Fayette Street, Alexandria, VA 22314



DESCRIPTION

This 3.52-acre site consists of 90 affordable rentals on land that was originally two city blocks between North Fayette and West streets and between Wythe and Madison streets. The two and three-story buildings; built in 1969, contain some of the largest public housing units in the city, with (32) four- and five-bedroom units. At the west end of the Andrew Adkins block are 10 small, single-family homes, many built in the early 20th century. One lot, near the corner of West and Wythe Streets, has recently been remodeled. Two of the units are owned and occupied by a Masonic lodge. The property is zoned as Residential- RB-Townhouse.



This site is steps from the Braddock Road Metro Station.

VALUE PROPOSITION

- Possible transit-oriented development given its location adjacent to the Braddock Road Metro Station
- Three blocks from the newly constructed Charles Houston Recreation Center
- Across Wythe Street from new luxury rentals at The Asher
- Just steps away from the best of Old Town including grocery stores, boutique shopping, fine dining. Site lends itself fully to a walkable urban lifestyle
- Easy access to countless employment opportunities given its proximity to the metro and other public transportation



Planned for Redevelopment

VHDLLC Preserves Affordable Housing in Alexandria, Virginia



JEFFERSON VILLAGE

1400 Princess Street
Alexandria, VA 22314

Constructed in 1966



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DESCRIPTION

This 2.5 acre site is located generally at 1400 Princess Street and more specifically at the corner of West and Princess Streets, abutting the Jefferson Houston school and consists of 69 market rate walk-up units in one three story apartment building and multiple rows of two-story townhouse units. The unit mix is as follows: (1) one-bedroom handicap accessible unit, (30) two-bedroom units, and (38) three-bedroom units. Thirty-six of these units are townhouses and the remaining thirty-three units are apartments. The construction is concrete slab with wood framing and brick exterior. The property is zoned as Residential-RB-Townhouse. Most, if not all, of the 69 families in residence at this site are Section 8 Housing Choice Voucher holders. Fifty of the total sixty nine units are protected by and subject to the one-for-one replacement provisions of Resolution 830.

Jefferson Village is within walking distance of two metro stations. As of the date of the publication of the RFP for Developer Partners, the Jefferson Houston School is being redeveloped.

VALUE PROPOSITION

- Possible transit-oriented development given its location which is walkable to both the Braddock Road and King Street Metro Stations
- Adjacent to the Jefferson Houston School site which is being redeveloped
- Located approximately 5 miles southwest of Washington DC

Planned for Redevelopment



CAMERON VALLEY/ YALE AND ELLSWORTH

Constructed in **1985**
101-115 and 121-131 and 57-75 Yale Drive
100-114 and 120-134 Ellsworth Street
Alexandria, VA 22314



DESCRIPTION

Cameron Valley is tucked away on a beautiful wooded site off of Yale and Ellsworth streets. This community was constructed in 1985 as multi-family housing on approximately 0.73 acres. There are 40 affordable rentals located in row townhouses on a site with topography that presents playful options for redevelopment. The property is located in a residential and retail area near the intersection of Duke Street and Yale Drive. Despite its close proximity to bustling Duke Street, this is a quiet community buffered by majestic old trees. North of Duke Street is generally residential in nature. Currently, the units are subsidized through the Public Housing Program. The buildings were built on a concrete slab and have wood framing with a brick exterior.



VALUE PROPOSITION

- Walkable to Alexandria Commons Shopping Center
- Office and retail uses located in vicinity of the site
- Across the street from Bishop Ireton High School
- Located in an established, stable neighborhood



Planned for Redevelopment