



Baltimore Country Club

February 10, 2020

Mr. Arsh Mirmiran
Caves Valley Partners
1 Olympic Place, Suite 1210
Towson, MD 21204

Re: Baltimore Country Club/Village of Cross Keys Revitalization Project

Dear Mr. Mirmiran:

On behalf of the Baltimore Country Club (the "Club"), reference is made to the recorded Deed and other documents running to the benefit of the Club and requiring the Club's prior review and written approval of the plans of development and other plans and specifications relating to the use, development and exterior appearance of the Village of Cross Keys, including the covenants and restrictions contained in the Deed dated December 13, 1961 recorded among the Land Records of Baltimore City, Maryland at Liber 1197, Page 65 (the "Cross Keys Covenants").

This shall confirm that the Club is in support of the Village of Cross Keys revitalization project as generally proposed and described by you and Caves Valley Partners to the representatives of the Club at our meeting on December 18, 2019.

Obviously, the proposed revitalization project is merely conceptual at this time and the Club will require a more detailed review and consideration of the project as the plans of development and other plans and specifications for proposed uses, improvements, additions, alterations, and aesthetics become more specific, detailed and final.

Also, in connection with the proposed revitalization project, if and to the extent required, the Club will support appropriate amendments to the Planned Unit Development Ordinance governing the Village of Cross Keys in order to authorize the uses, improvements, additions, alterations, and aesthetics for the project, as may be approved by the Club pursuant to the Cross Keys Covenants.

Please note that the foregoing indication of support is based only on the preliminary concepts for the Village of Cross Keys revitalization project which you and Caves Valley Partners have to date generally described to the Club and is without prejudice to the rights of the Club under the Cross Keys Covenants, all such rights being expressly reserved by the Club.

We look forward to working with you and Caves Valley Partners in connection with the proposed Village of Cross Keys revitalization project.

Sincerely,

Martin P. Brunk
President



CROSS KEYS MAINTENANCE CORPORATION
The Village of Cross Keys

February 3, 2020

Arsh Mirmiran
Caves Valley Partners
1 Olympic Place, Suite 1210
Towson, MD 21204

Re: Village of Cross Keys Revitalization

Dear Mr. Mirmiran:

On behalf of the Cross Keys Maintenance Corporation ("CKMC"), I am writing to advise that the CKMC supports the Village of Cross Keys revitalization project you presented to us on December 9, 2019. We recognize that the project remains in a conceptual framework at this point in time, and we reserve the right to both pose further questions and provide further comments pertaining to design aesthetics or other specifics as they evolve, but we are fundamentally supportive of efforts to achieve the following improvements:

- (1) The addition of a market-rate rental apartment building, consisting of a maximum of 350 units on six or fewer stories, on the property that is currently occupied by the "tennis barn" facility and adjacent surface parking areas. This proposed building will include an enclosed garage and may include up to 15,000 square feet of retail on the ground level, if determined to be necessary;
- (2) The addition of new retail space, potentially including a small footprint grocer and/or pharmacy, not to exceed a total of 35,000 square feet, in the areas within and in the parking areas surrounding Village Square;
- (3) The net addition of commercial office space, not to exceed 150,000 square feet, within or in the vicinity of the Quadrangle site and its adjacent parking areas. Any added office space will be located in one or two building(s) not to exceed six stories in height and will include adequate parking to serve all existing and proposed office uses; and
- (4) Improvements to enhance the aesthetics and functionality of the existing office, retail spaces and gate house within the Village of Cross Keys as well as access to Cross Keys from Falls Road.

We understand that the Village of Cross Keys is governed by, among other things, a Planned Unit Development Ordinance, originally adopted in 1972 and amended several times subsequently (the "PUD"), and a Declaration of Covenants benefiting CKMC, entered into in 1963 and amended on multiple subsequent occasions (the "CKMC

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CROSS KEYS MAINTENANCE CORPORATION
The Village of Cross Keys

Covenants"). To achieve the improvements described in (1) through (4) above, which are necessary for the proposed project to proceed and to warrant the significant risk being taken by the local development team to revitalize the Village of Cross Keys, CKMC will support any and all requisite amendments or other modifications to the PUD, the CKMC Covenants, and any other instrument(s) to which CKMC may be a party or pursuant to which CKMC may have standing on such matters necessary to effectuate the plans presented on December 9th. In return for this support, CKMC expects the developer to make all reasonable efforts to (a) minimize traffic impacts on Hamill Road between Village Square and the Quadrangle office complex, as well as along Falls Road, (b) maintain high quality, classic signage standards (e.g. no internally illuminated signs) throughout the Village of Cross Keys, and (c) make all reasonable efforts to place the garage entrance(s) of the proposed apartment building on Village Square, west of Hamill Road, rather than along Hamill Road. CKMC reserves the right to withdraw its support in the event Caves Valley Partners significantly modifies the conceptual plans, in CKMC's sole and absolute discretion.

Should you have any questions, or require any additional assistance from CKMC, please do not hesitate to contact me.

Sincerely,

Hal Hathaway,
Board President
Cross Keys Maintenance Corp.



ROLAND PARK

The Roland Park Roads & Maintenance Corporation
5115 Roland Avenue, Suite B, Baltimore, Maryland 21210
Tel: (410) 464-2525 Email: office@rolandpark.org

February 6, 2020

Arsh Mirmiran
Caves Valley Partners
1 Olympic Place, Suite 1210
Towson, MD 21204

Re: Village of Cross Keys Revitalization

Dear Mr. Mirmiran:

On behalf of the Roland Park Civic League ("RPCL"), I am writing to advise that the RPCL supports the broad concepts of the Village of Cross Keys revitalization project you presented to us on January 8, 2020. We recognize that the project remains in a conceptual framework at this point in time, and we reserve the right to withdraw our support for any zoning changes or alterations to the PUD if the proposed PUD does not meet our expectations pertaining to design aesthetics or other specific criteria listed herein below, but we are fundamentally supportive of efforts to achieve the following development program and improvements:

- Improvements to enhance the aesthetics and functionality of the existing office and retail spaces within the Village of Cross Keys as well as access to Cross Keys from Falls Road at the existing points of ingress and egress, especially improved pedestrian access to and within the Village of Cross Keys;
- The addition of new retail space, potentially including a small footprint grocer and/or pharmacy, not to exceed a total of 35,000 square feet, in the areas within and in the parking areas surrounding Village Square;
- The addition of a market-rate rental apartment building, consisting of a maximum of 350 units on six or fewer stories, on the property that is currently occupied by the "tennis barn" facility and adjacent surface parking areas. This proposed building will include an enclosed garage and may include up to 15,000 square feet of retail on the ground level, if determined to be necessary;
- The net addition of commercial office space, not to exceed 150,000 square feet, within or in the vicinity of the Quadrangle site and its adjacent parking areas. Any added office space will be located in one or two building(s) not to exceed six stories in height and will include adequate parking to serve all existing and proposed office uses.

We understand that the Village of Cross Keys is governed by, among other things, a Planned Unit Development Ordinance, originally adopted in 1972 and amended several times subsequently (the "PUD"), and a Declaration of Covenants benefitting RPCL, entered into in 1963 and amended on multiple subsequent occasions (the "RCPL Covenants"). To achieve the improvements described above, which are necessary for the proposed project to proceed and to warrant the significant risk being taken by the local development team to revitalize the Village of Cross Keys, RPCL acknowledges that the current PUD and covenants will require modification and therefore agrees to work collaboratively with the development team to revise or replace the PUD, the RPCL Covenants, and any other instrument(s) to which RPCL may be a party or pursuant to which RPCL may have standing on such matters. In return for this support, the developer will make all reasonable efforts to avoid or minimize impacts related to (a) sightlines from Roland Park to the west, (b) spillover effects related to site lighting, (c) maintaining high quality, classic signage standards (e.g. no internally illuminated signs), and (d) traffic impacts from the development on Falls Road, and will also (e) meet with the community on a monthly basis, or more frequently if necessary, to review the development plans, (f) attempt to focus leasing efforts on locally owned retail establishments and (g) deliver improvements to the Cross Keys Village Square shopping center and office buildings concurrent with or prior to the construction of the new apartments or office buildings.

In addition to the foregoing, Caves Valley Partners and its successors, partners and affiliates hereby agrees that they shall not use or occupy or knowingly permit the Village of Cross Keys to be used or occupied for any of the following uses or purposes (collectively, the "Prohibited Uses"):


- (i) any unlawful or illegal business, use or purposes;
- (ii) any use that discriminates based on race, color, sex, sexual orientation, religion, national or ethnic origin, age, disability or status as a disabled or war veteran;
- (iii) a check cashing store, a pawnshop, a bail bondsman, or a tattoo shop;
- (iv) sales of firearms or other products, substances or materials intended for use as weapons;
- (v) as a probation or penal office or facility;
- (vi) gambling (other than the sale of State lottery tickets or other State sponsored games);
- (vii) manufacturing, warehousing, commercial storage uses (other than those functions that are incidental to the conduct of retail, multifamily, or office-based businesses) or refining, smelting or mining operations;

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- (viii) a nightclub, discotheque, or billiards hall;
- (ix) any use that promotes products of a commercial sexual nature, such as the publication, manufacture, sale, distribution or promotion of pornography, prostitution, escort services or other similar activities;
- (x) an off-track betting club or facility;
- (xi) a central laundry dry cleaning plant or laundromat (excluding, however, a dry cleaner that performs all cleaning activities outside of the Village of Cross Keys);
- (xii) a fast food establishment, (such as McDonald's, Wendy's, Burger King, etc.) which shall not be deemed to include so-called "fast-casual" or "quick-service" restaurants;
or
- (xiii) a vaping or tobacco retail store, or a tanning salon.

Should you have any questions, or require any additional assistance from RPCL, please do not hesitate to contact me.

Sincerely,



Robert Connors, President
Roland Park Civic League

ACKNOWLEDGED, AGREED AND ACCEPTED:



Arsh Mirmiran
Caves Valley Partners