

PROFFER STATEMENT

GUNSTON COMMERCE CENTER

PCA 89-V-062

27

July 17, 1998

Pursuant to Section 15.2-2303(A) of the Code of Virginia, 1950 as amended, Colchester Land Company LLC, (hereinafter referred to as the "Applicant") for the owners, themselves, successors and assigns in PCA 89-V-062, filed for property identified as Tax Map 113-3 ((1)) 5A, 5B and 5C, (hereinafter referred to as the "Property"), proffers that the development of the Property shall be subject to the following conditions. These proffers supersede and replace all previously approved proffers affecting the Property.

General

1. Subject to the provisions of Section 18-204 of the Zoning Ordinance, the Property shall be developed in substantial conformance with the Generalized Development Plan ("GDP") prepared by Dewberry & Davis, consisting of eight (8) sheets dated January 16, 1998, and revised through June 24, 1998, as further modified by these proffered conditions.

2. The portion of the Property identified as Land Bays A, B and D shall be zoned to the I-4 District. The portion of the Property identified as Land Bay C shall be zoned to the I-5 District.

Use, Density and Height

3. The proposed development shall exclude the following uses:
- Crematory, human or animal
 - Heavy equipment and specialized vehicle sale, rental and service establishments
 - Motor freight terminals
 - Motor vehicle storage and impoundment yards
 - Outdoor storage uses
 - Electrical substations and distributions centers
 - Electrical generating plants and facilities, except private co-generation facilities
 - Lumber yards and building material yards
 - Natural gas, oil and other petroleum product metering, regulating, compressor, control and distribution stations
 - Utility transmission facilities

- Vehicle major service establishments
- Recycling centers
- Fast food restaurants
- Quick-service food stores
- Sewage treatment and disposal facilities
- Solid waste disposal and treatment facilities including incinerators and landfills
- Sports arenas and stadiums
- Supply yards for any public utility
- Drive-in motion picture theaters
- Heavy industrial uses

In addition, all operations, activities and storage shall be conducted within a completely enclosed building. No use shall be allowed in Land Bay C of the Property that is not listed as a Permitted, Special Permit or Special Exception use in the I-5 Zoning District contained in the Zoning Ordinance in effect as of the date of this rezoning. This proffer shall not restrict or prohibit accessory uses and accessory service uses permitted by Article 10 of the Fairfax County Zoning Ordinance for the I-4 and I-5 Zoning Districts, except that there shall be no free standing quick-service food stores, free standing fast food restaurants, and outdoor storage, junk, scrap and refuse piles.

4. Except as limited by Proffer No. 3 above, Special Permit and Special Exception uses shall be permitted for all land bays without the necessity of a proffered condition amendment. This use flexibility shall not relieve the Applicant from the filing and processing of any Special Exception and/or Special Permit requests for a particular land bay through the County's normal review process.

5. The existing commercial recreation facility located on Land Bay A of the Property may continue to operate until the first construction approvals are obtained in Land Bay A. No modifications or enlargements to the recreation facility shall be permitted without the approval of a Special Permit Amendment.

6. The maximum floor area ratio ("FAR") for the Property shall be 0.21, which equates to 973,940 square feet of industrial, office, commercial and related non-residential development. The maximum FAR and gross floor area for each land bay shall be as follows:

	<u>FAR</u>	<u>Gross Floor Area</u>
Land Bay A	0.18	253,740 s.f.
Land Bay B	0.33	165,200 s.f.
Land Bay C	0.19	338,600 s.f.
Land Bay D	0.21	216,400 s.f.

Notwithstanding the representation on the GDP and above, the gross floor area of Land Bay A may be increased by up to 60,000 square feet for a total gross floor area of 313,740 square feet in Land Bay A. It is understood that the increased FAR may require approval of a Special Exception and/or Proffered Condition Amendment (PCA) application if the layout is substantially different from the GDP. Office use on the Property shall not exceed a cumulative total of thirty-five percent (35%) of the total gross floor area of development. Cellar space, if any, shall not exceed twenty percent (20%) of the development's total gross square feet.

7. The Applicant reserves the right to develop a lesser amount of gross floor area from the total represented on the GDP and the building footprints and associated parking may be reduced proportionately, provided the Zoning Ordinance requirements are met.

8. The maximum height of any building constructed in Land Bays C and D of the Property shall be forty (40) feet. The maximum height of any building constructed in Land Bays A and B of the Property shall be seventy-five (75) feet, unless a higher height is approved by the Fairfax County Board of Supervisors.

9. Special Exception applications may be submitted for the service station, car wash, sit down restaurant (i.e., non-fast food) and/or hotel uses designated to be located in Land Bay A. Such Special Exception uses shall provide for the landscaping and buffers, access design and architectural commitments that meet the Comprehensive Plan objectives for gateway uses and enhance the visual appearance of the site from Route 1. The boundaries of the Special Exception areas shown on the GDP may be modified if necessary to accommodate the respective uses, provided that the above-noted commitments are met. If the Special Exception uses are not requested and approved, the Applicant recognizes that a proffered condition amendment application may be required to allow alternative uses for the designated portions of Land Bay A.

Transportation

10. At the time of the first site plan approval or within sixty (60) days upon and by the Virginia Department of Transportation ("VDOT") or Fairfax County, whichever first occurs, the Applicant shall dedicate to the Board of Supervisors and convey in fee simple, right-of-way along the Property's frontage with Furnace Road in accordance with the distance depicted on the Furnace Road Exhibit - Gunston Commerce Center, prepared by Dewberry & Davis, dated October 19, 1992. Exhibit A is a reduced copy of this drawing. With respect to the portion of the Furnace Road frontage not shown on Exhibit A, the Applicant shall dedicate to the Board of Supervisors and convey in fee simple, right-of-way along the Property's frontage with Furnace Road forty-five (45') from centerline at the time of the first site plan approval for Land Bays C and D, or within sixty (60) days upon and by VDOT or Fairfax County, whichever event first occurs.

11. The Applicant reserves density credit in accordance with the provisions of Paragraph 4 of Section 2-308 of the Zoning Ordinance for all dedications as described herein.

12. The Applicant shall design and construct road improvements for the development of the Property according to the following phasing schedule:

- (a)
 - (1) At the time of final site plan approval for any building in Land Bay A or B, the Applicant shall, subject to VDOT approval, provide frontage improvements along Furnace Road for that portion of the Property encompassed by said site plan. Such improvements shall include a half-section of the modified four-lane divided roadway, including curb, gutter and a sidewalk, as identified on Exhibit A attached hereto. In addition, the Applicant shall, subject to VDOT approval, construct right turn and left turn deceleration lanes for said development. This proffer shall not include or require the Applicant to perform any upgrading or reconstruction of the Interstate 95/Furnace Road bridge, other than adding improvements (e.g., pavement, drainage and grading) between the existing pillars.

(2) Prior to the issuance of a Non-Residential Use Permit ("Non-RUP") which would result in a cumulative total of 250,000 gross square feet of industrial development in Land Bays A and/or B, or which would result in a cumulative total of 500,000 gross square feet of industrial development in Land Bays A, B, C and/or D, the Applicant shall improve Furnace Road between Route 1 and Interstate 95 to a full section of a modified four lane divided roadway, including curb, gutter and a sidewalk, for a four lane roadway as depicted on the Furnace Road Exhibit - Gunston Commerce Center, prepared by Dewberry & Davis, dated October 19, 1992 (Exhibit A). Inclusive in this improvement shall be right turn deceleration lane on Furnace Road for Land Bay B and a left turn deceleration lane on Furnace Road for Land Bay A.
- (b) Prior to the issuance of a Non-RUP which would result in a cumulative total of 350,000 gross square feet of industrial development in Land Bays A, B, C and/or D, the Applicant shall improve the Furnace Road/Route 1 intersection with double left turn lanes eastbound on Route 1 and southbound on Furnace Road, respectively, shall make appropriate signal modifications and improvements (or provide funding for such modifications and improvements if such work is to be performed directly by VDOT) and shall extend the existing right turn lane on Route 1 by approximately 100 feet, all in accordance with VDOT standards.

- (c) At the time of final site plan approval for the first building in Land Bay C, the Applicant shall, subject to VDOT approval, provide frontage improvements along Furnace Road for Land Bay C. Such improvements shall include a half-section of a modified four lane divided roadway, including curb, gutter and a sidewalk, similar in design to the concept depicted on Exhibit A. In addition, the Applicant shall, subject to VDOT approval, construct right turn and left turn deceleration lanes for said development. This proffer shall not include or require the Applicant to perform any upgrading or reconstruction of the Interstate 95/Furnace Road bridge, other than adding improvements (e.g., pavement, drainage and grading) between the existing pillars.
- (d) At the time of final site plan approval for any building in Land Bay D, the Applicant shall, subject to VDOT approval, provide frontage improvements along Furnace Road for that portion of Land Bay D encompassed by said site plan; provided, however, that in no event shall the frontage improvements for a site plan fail to include a connection to the existing improved section of Furnace Road. Such improvements shall include a half-section of a four lane divided roadway, including curb, gutter and a sidewalk, in accordance with VDOT standards for a four lane divided roadway. In addition, the Applicant shall, subject to VDOT approval, construct right turn and left turn deceleration lanes for said development.

13. In addition to the transportation dedications and improvements contained in proffers 10 and 12 above, the Applicant shall contribute \$200,000 to Fairfax County for off-site roadway improvements identified in the Lorton-South Route 1 Community Planning Sector (LP2). Two equal payments of \$100,000 each shall be made to Fairfax County: The first payment shall be made one year from the date of approval of this PCA by the Board of Supervisors; the second payment shall be made two years from the date of approval of this PCA by the Board of Supervisors.

14. Concurrent with the development of Land Bay B (Tax Map 113-3 ((1)) 5C), the Applicant shall construct the private road within the ingress/egress access easement illustrated on the GDP to a TS-1 Category 5 two-lane roadway in accordance with Fairfax County's Public Facilities Manual. The Applicant shall provide interparcel access and the necessary public ingress and egress easements to allow access for the adjacent property to the west (Tax Map 113-3 ((1)) 6A and 7) through Land Bay B to a median break on Furnace Road at one additional point along the eastern property boundary of said adjacent parcels.

15. Concurrent with the development of Land Bay B, the Applicant shall resurface the existing service drive along Route 1, as determined by VDOT. The Applicant shall

restrict its use of the service drive to Land Bay B to ingress movements through the construction of on-site channelization techniques. It is expressly understood that any channelization technique shall not restrict the access of the Lazy Susan Inn to the service drive via the fifty foot (50') easement located on Land Bay B.

16. Prior to issuance of a Non-RUP which would result in a cumulative total of 750,000 gross square feet of development, the Applicant shall provide, operate, and maintain a shuttle bus service for use by the employees of the subject development to provide access to and from the Dawson Beach Road Transportation Center in Woodbridge, Virginia. Said service shall be available during the morning (7:00 a.m. to 8:30 a.m.) and the evening (4:30 p.m. to 6:00 p.m.) peak hours (excluding Saturdays, Sundays and holidays). Seating capacity of the shuttle service shall provide for a minimum of ten (10) passengers. In the event that public transportation via a connector bus service, or some other mode of public transportation, is developed which renders provision of the shuttle bus unnecessary or after two (2) years of operation the Office of Transportation determines, after receipt of an independent study submitted by the Applicant, that said service is not practicable or economical, then the shuttle bus service shall be discontinued and the requirements of this proffer shall automatically become null and void.

17. Prior to the issuance of a Non-RUP which would result in a cumulative total of 500,000 gross square feet of development, the Applicant shall provide two (2) bus shelters along Furnace Road at locations acceptable to the County; one to serve the land bays east of Interstate 95 and one to serve the land bays west of Interstate 95. This proffer is specifically conditioned upon public transportation being available to the Property via the Fairfax Connector or WMATA.

18. The Applicant shall provide all turn lanes required by VDOT. In addition, all access points, median break spacing locations and turn lanes for Land Bays A, B, C and D shall be constructed to specifications required by VDOT.

19. The Applicant shall provide, at no cost to the County or VDOT, all ancillary easements for the future road improvements to Route 1 and Furnace Road if road improvements are constructed by others prior to the time of site development or if road improvements are not constructed by the Applicant at the time of site development.

Environment and Landscaping

20. All trash dumpsters located on the Property shall be screened and sited to minimize off site visual impacts, subject to the approval of DPW & ES.

21. (a) Stormwater management Best Management Practices ("BMPs") shall be provided in accordance with the Public Facilities Manual standards to achieve a forty percent

(40%) phosphorous reduction and to control runoff from eighty percent (80%) of the newly created impervious surfaces. Minor modifications to the size, design, configuration and location of the proposed stormwater management pond due to final engineering may be approved by DPW & ES pursuant to the provisions of Section 18-204 of the Zoning Ordinance.

(b) The outfall for the stormwater management pond on Land Bay A shall be routed to the existing drainage ditch located in the I-95 right-of-way, subject to the approval of the Virginia Department of Transportation (VDOT) and the Department of Public Works and Environmental Services (DPW & ES). If such outfall is not approved by the VDOT, an alternative method shall be found which meets the outfall standards of the Public Facilities Manual, while resulting in the minimum amount of disturbance as determined by the Urban Forestry Branch, DPW & ES.

22. Subject to the provisions of Section 18-204 of the Zoning Ordinance, development shall conform to the limits of clearing and grading as shown on the GDP. Should any minor adjustments to the limits of clearing and grading be approved by DPW & ES pursuant to Section 18-204 of the Zoning Ordinance, revegetation of any additionally cleared area and/or equivalent additional save areas shall be provided on site as determined by DPW & ES.

23. The Environmental Quality Corridor ("EQC") shall be as delineated on the GDP and, except as qualified herein, shall remain as undisturbed open space. In the EQC area, except as otherwise provided herein, there shall be no clearing of any vegetation, except for dead or dying trees or shrubs; and there shall be no structures, except for utilities and stormwater management ponds and any required barriers, as generally depicted on the GDP or in such other manner as may be determined necessary by DPW & ES which minimizes the disturbance to the EQC to the maximum extent feasible. Any additional disturbance areas which are determined by DPW & ES to be necessary shall be re-vegetated with indigenous species, subject to the approval of the Urban Forester.

24. Landscaping of the site shall be provided as indicated on the GDP, subject to final approval by the Urban Forestry Branch of DPW & ES. In addition, foundation plantings shall be provided around each building and landscaping ("Landscape Detail") including ground cover, flowering shrubs and deciduous trees consistent with the Landscape Detail prepared by Dewberry & Davis, dated October 16, 1992, and revised through February 8, 1993, shall be provided along the Property frontage with Route 1, Furnace Road and Interstate 95. This Landscape Detail supersedes the landscaping shown on the GDP for the Route 1 and Furnace Road Land Bay A frontages and the Interstate 95 Land Bay C frontage. Subject to VDOT approval, said landscaping may include plantings within the existing right-of-way of Route 1, as depicted on the Landscape Detail. All landscaping shall be provided along Route 1 frontage of Land Bay A at the time of development of the first building in Land Bay A. Deciduous trees shall be a minimum of two and one-half inch (2 1/2") caliper at breast height at the time of planting.

Evergreen trees shall have a minimum height of seven feet (7') at the time of planting. The species of trees and other plant material shall be as approved by the Urban Forester at the time of final site plan approval.

25. Notwithstanding and in addition to the commitments contained in Proffer No. 24 above, the Applicant shall provide the following special gateway minimum buffers and landscaping (which is generally shown on the Landscape Detail);

- (a) Land Bay A Service Station Pad Frontage on Route 1 and Furnace Road - There shall be a minimum landscaped buffer area of 30,000 square feet along Route 1 and Furnace Road. The width of the buffer shall be an average of 50 feet, with a minimum of 25 feet.
- (b) Land Bay A Route 1 Frontage West of the Route 1 Entrance - There shall be a 25 foot wide landscaped buffer area.
- (c) Land Bay A Remaining Furnace Road Frontage - There shall be a landscaped buffer area with a minimum width of 25 feet.
- (d) Land Bay B Interstate 95 Frontage - There shall be a minimum landscaped buffer area, including the BMP facility, of 30,000 square feet. This area is shown on the GDP.
- (e) Land Bay C Interstate 95 Frontage (Excluding EOC Frontage) - There shall be a minimum landscaped buffer area of 40,000 square feet along the Interstate 95 frontage. The width of the buffer shall be an average of 40 feet, with a minimum of 25 feet.

Existing vegetation which is suitable for use in compliance with the requirements of this proffer shall be used as required planting materials.

26. In order to achieve a maximum interior noise level of 50 dBA Ldn, all buildings with office, retail or child care uses shall have the following acoustical attributes:

- (a) Exterior walls shall have a laboratory Sound Transmission Class (STC) rating of at least 29.
- (b) Doors and windows known to have a laboratory STC rating of at least 28. If windows function as walls (as determined by DPW & ES) they shall have the same laboratory STC rating as walls.

- (c) Measures to seal and caulk between surfaces shall follow methods approved by the American Society for Testing and Materials to minimize sound transmission.

As an alternative, the Applicant may have a refined acoustical analysis performed, subject to approval of DWP & ES, to determine which buildings may have sufficient shielding from vegetation and other structures to permit a reduction in the mitigation measures prescribed above.

Utilities

27. Public sewer service shall be provided to the site as determined by the Fairfax County Department of Public Works and Environmental Services ("DPW & ES"). The Applicant has applied for sanitary sewer service for the Property from the Prince William County Sewer Service Authority. The provision of sanitary sewer service from Prince William County shall be the subject of an agreement between Fairfax County and the Prince William County Sewer Service Authority. With this option, the Applicant shall construct a sewage pumping station as shown on the GDP. It is acknowledged that a non-residential use permit cannot be issued until sewer service is available or bonded or a private system is approved by Fairfax County with an approved construction plan.

Other

28. All loading docks associated with the industrial development shall be oriented away from public street frontages and toward the interior of the site. Any loading docks designated on the GDP may, in the Applicant's sole discretion, become a drive-in door or be deleted from the development.

29. The development shall have a common architectural theme to include signage, design, material and color coordination throughout the site. The theme shall have a quality similar to Gunston Industrial Park (Tax Map 99-2 ((1))-52A) with respect to materials and appearance. Building facade materials shall be predominately masonry and brick, except that plain cinder block shall not be used on any front facades. Signage shall be consistent in color, lighting, type and height. Building mounted signs shall have a common theme. All free standing signs shall be monument signs. The height of the monument signs shall not exceed ten feet (10') for signs identifying the project along the Route 1 entrances and shall not exceed eight feet (8') for signs identifying the project along the Furnace Road entrances. All building identification and on-site directory monument signs shall not exceed eight feet (8') in height. All lighting shall be located, directed and shielded, if necessary, to minimize glare on adjacent properties.

30. The sizes and shapes of the buildings, and the number of buildings, shown on the GDP are preliminary and may vary or change as a result of final engineering and

Proffers
PCA 89-V-062
Page 10

architectural design, the Special Exception applications, and final user/occupant negotiations. The design modifications permitted herein shall not:

- (a) increase the amount of proposed gross floor area for the land bay;
- (b) increase the amount of impervious surfaces;
- (c) decrease the percentage of open space illustrated on the GDP for the particular land bay;
- (d) modify the site entrances, unless required to satisfy VDOT standards; or
- (e) decrease the quality or quantity of the streetscape and interior landscaping concepts as presented in the Landscape Detail.

31. In addition to the design restrictions contained in Proffer No. ³⁰~~31~~, the Applicant shall comply with the following design standards: *ARN Ewe*

- (a) The Applicant may combine building footprints shown on the GDP provided that such combination will result in an increase in open space within the land bay and the maximum FAR of the land bay is not exceeded.
- (b) No more than two (2) buildings may be combined in Land Bays A, C and D, provided that this restriction shall not be applicable to buildings used by special exception uses.
- (c) Land Bay B may be combined from three buildings into two buildings or one building.
- (d) The Applicant may also split single buildings shown on the GDP into two smaller buildings, provided that the large building in Land Bay C may be split into two or three smaller buildings.
- (e) The Applicant may construct structured parking facilities on the Property as part of the re-development or conversion of buildings without necessitating an amendment to the GDP, provided that such facilities do not exceed the total square footage of the building footprints shown on the GDP. *ARN Ewe*

If a site plan differs substantially from the GDP and the standards contained in Proffer No. ³⁰~~31~~ and this Proffer No. ~~32~~, as determined by DPW & ES, then the site plan shall be forwarded to the *ARN Ewe*

Planning Commission for review and approval as to conformance with the intent of the above-stated design standards and these proffers prior to final site plan approval by DPW & ES.

32. Any of the land bays may be the subject of a proffered condition amendment ("PCA") application without joinder and/or consent of the owners of the other land bays, provided that such PCA does not affect the other land bays. Previously approved proffered conditions applicable to a particular land bay which is not the subject of such a PCA shall otherwise remain in full force and effect.

33. The Applicant shall grant permission to the County Archaeologist or his agents, at their own risk, to enter the Property and to perform a Phase I Site Location Reconnaissance Survey, provided that performance of said survey does not unreasonably interfere with or delay the Applicant's construction schedule. In addition, the Applicant shall also make a \$1,500.00 contribution to the County at the time of approval of the first final site plan for development on the Property. The Applicant intends that this contribution be used for the training of heritage resources volunteers. If a Phase II and/or Phase III Archaeological Study is determined by the County Archaeologist to be necessary, the Applicant shall similarly grant permission to the County Archaeologist or his agents, at their own risk, to enter the Property to perform any necessary test and to remove artifacts for examination, provided that testing and removal do not unreasonably interfere with or delay the Applicant's construction schedule or the business operation of the existing golf driving range. The Applicant shall provide the County Archaeologist written notice of the Applicant's intent to begin development construction activities ninety (90) days prior to beginning said activities. The Applicant shall contribute up to \$15,000.00 to help defray the cost of any Phase II or Phase III recovery efforts on the Property. Such contribution shall be made to the County at the time of final site plan approval for the first two (2) industrial/flex buildings at the following rate: \$7,500.00 for the first building and up to \$7,500.00 for the second building. It is further understood that the County Archaeologist shall complete the Phase I Surveys, and Phase II and III surveys if necessary, within one hundred-eighty (180) days of rezoning, or prior to beginning of construction in the particular land bay, whichever occurs later.

34. The Applicant shall provide a trail and a public access easement in Land Bay C from Furnace Road to the property line of the adjacent park. The exact location of the trail and the public access easement shall be mutually agreed upon by the Applicant and the County.

35. The Applicant shall protect and preserve the existing cemetery in Land Bay A, as shown on the GDP, by appropriate fencing and signage. Any relocation of the cemetery shall only be performed in conformance with all applicable Federal, State and local laws and ordinances.

Proffers
PCA 89-V-062
Page 12

36 Water Purification Facility

- A. The Applicant has requested the Fairfax County Water Authority (FCWA) to provide public water to the Property. Public water is the preferred option but if public water cannot be made available at a reasonable cost to the Applicant, the Applicant shall provide a private water purification facility for the Property as shown on the GDP. In the event public water is available and the Applicant and FCWA reach an agreement, proffer 37 shall be null and void in its entirety. In that event, the area of the Property designated for the water purification facility shall be converted to open space.
- B. In the event public water service is not available, a private water purification facility shall be provided on-site as shown on the GDP to provide water service to the Property. At least two (2) wells shall be provided on the Property. The Applicant shall comply with the terms of the permit issued from the Virginia Department of Health ("VDH") dated April 2, 1997 as may be amended and/or subsequent permits.
- C. The Applicant agrees to design and construct its private water system in accordance with FCWA public water and supply design standards, as may be required by FCWA, and the pipes which are required to be constructed with its water system shall accommodate FCWA connections in the future, as required by FCWA. Upon the request of the County, the Applicant agrees to grant the County, without cost, the easements necessary to construct, operate and maintain a public water system so long as said easements do not impede the development of the Property. The Applicant agrees to provide FCWA site plans for its courtesy review. If the water lines associated with the private water system are in good operating order, and the FCWA wants to acquire all or a portion of the lines associated with the private water system at such time as public water is made available, the FCWA shall have the right to purchase the system for a nominal cost (\$1.00) provided that no current user of the system shall be obligated to pay a service connection fee ("tap fee") to FCWA upon the sale of the system.
- D. If required by FCWA, the Applicant shall construct the main transmission line within Furnace Road with each phase of its construction and shall extend the transmission line north under I-95 when construction requires. At the option of FCWA, the FCWA may use the transmission lines, without cost, to provide public service to the vicinity when service is

APN
36
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extended to the area. However, the Applicant shall not be required to extend the main transmission line beyond that point necessary for adequate service to the Property.

- E. The water system shall be designed to serve the other properties within the sub-shed which are identified as Tax Map 113-3 ((1)) 6A, 7 and 8. However, the owner(s) of these properties shall be required to reimburse the Applicant for its pro-rata share of the full costs associated with the development and construction of the water purification and filter system, wells, and pay for all direct costs associated with connections. Water usage rates for off-site users will be the same as the rates for on-site users.
- F. The water system shall be designed and constructed to satisfy applicable Fairfax County and State fire code requirements for the buildings constructed on the Property as determined by the Fire Marshal and DPW & ES.
- G. The Applicant shall provide to DPW & ES copies of any reports required by VDH including correspondence relating to design, operations, operator qualifications, maintenance, monitoring reports, etc. The Applicant shall provide copies of the reports to DPW & ES at the same time they are submitted to VDH. Prior to the issuance of the first non-RUP, the Applicant shall provide copies of the Construction Permit and Operation Permit issued by VDH. The Applicant agrees to provide additional information as may be requested by the County.
- H. It is to be understood that all efforts shall be made to minimize any clearing and grading within the EQC in order to construct the alternate well located within Land Bay A as generally shown on the GDP. There shall be no structure associated with this well. The equipment to be utilized for the drilling of the well will be limited to two (2) trucks entering the EQC with minimal disruption to the existing trees and construction of a four-foot deep trench for a water line. The location of this alternate well shall be subject to the review and approval of the Urban Forester and the Office of Comprehensive Planning to determine the adequacy of the limits of clearing and grading and to minimize the disruption to the existing trees.
- I. The building facade for the water purification facility shall be constructed with materials consisting of wood-frame and vinyl siding utilizing white or earth tone colors.

- J. The Applicant shall demonstrate at the time of site plan submission that adequate water capacity is available for new buildings and uses by certification from a qualified engineer or VDH. Such a certification shall be provided to the Zoning Administrator upon request prior to issuance of non-rups or issuance of non-rups for a change in use.
- K. The Applicant acknowledges that the FCWA is not obligated to extend public water service to the Property. If in the reasonable determination of the County the water system has failed to provide a safe and adequate water supply to the Property, the County may acquire all or any part of the water system for a nominal cost (\$1.00).

37. It shall be understood that a telephone service step-in cabinet not to exceed 100 square feet in area and eight (8) feet in height may be located on the property. The cabinet shall be located outside of the EQC and located in the least disruptive manner to avoid negative impact to the buffer/landscaped areas.

38. The Applicant shall explore the feasibility of the owners association owning the private water system.

39. In the event the water system is private, the Applicant shall disclose the fact that the water system is private in the following manner: 1) at the time of any conveyance of land; 2) in leases for tenants; 3) in restrictive covenants which shall be recorded in the land records of Fairfax County; 4) on quarterly statements and bills which will be sent to those responsible for payment of water charges. Said disclosure shall make it clear that the County is under no obligation to provide water to the property under any circumstances.

Each reference to the "Applicant" in this Proffer Statement will include within its meaning, and will be binding upon, the Applicant or the Applicant's successor(s) in interest, and/or developer(s), owner(s) and/or operators of the Property, or any portion thereof.

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Proffers
PCA 89-V-062
Page 15

APPLICANT/TITLE OWNER

COLCHESTER LAND COMPANY LLC

By: Edwin W. Lynch, Jr. 7/27/98
Edwin W. Lynch, Jr., its manager

