



FAIRFAX COUNTY

APPLICATIONS FILED: April 1, 2004
PLANNING COMMISSION: September 22, 2005
BOARD OF SUPERVISORS: Not Scheduled

V I R G I N I A

September 8, 2005

STAFF REPORT

APPLICATIONS RZ 2004-MV-011 & SE 2004-MV-011 (Concurrent with PCA 89-V-062-2)

MOUNT VERNON DISTRICT

APPLICANT: Colchester Land Company LLC

PRESENT ZONING: I-4

REQUESTED ZONING: I-5

PARCEL(S): 113-3 ((1)) 5H1

ACREAGE: 1.95 acres

FLOOR AREA RATIO (FAR): 0.32

OPEN SPACE: 0.48 acres (24 percent)

PLAN MAP: Mixed Use

PROPOSAL: Rezone the site to develop offices and retail uses, including up to two fast food restaurants and a quick service food store pursuant to SE 2004-MV-011

STAFF RECOMMENDATIONS:

Staff recommends that PCA 89-MV-062-2 and RZ 2004-MV-011 be approved subject to the execution of the draft proffers contained in Appendix 1.

Staff further recommends that SE 2004-MV-011 be approved subject to the proposed development conditions contained in Appendix 2.

Staff further recommends that the previously approved modification of the transitional screening yard and waiver of the barrier requirement along the northern and southern boundaries of Land Bays A, B, and C and along the northern boundary of Land Bay D be approved.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be further noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290.





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APPLICATION PCA 89-V-062-2
(Concurrent with RZ 2004-MV-011 and SE 2004-MV-011)

MOUNT VERNON DISTRICT

APPLICANT: Colchester Land Company LLC

ZONING: I-4

PARCEL(S): 113-3 ((1)) 5A, 5C, 5D, 5F, 5H1, 5H2, 5H3

ACREAGE: 98.97 acres

FLOOR AREA RATIO (FAR): 0.22

OPEN SPACE: 56.17 acres (56 percent)

PLAN MAP: Mixed Use

PROPOSAL: Amend 98.97 acres of the 108.05 acres subject to PCA 89-V-062 to allow an increase in the proportion of office within the application property and to delete 1.95 acres to be rezoned to I-5 pursuant to RZ 2004-MV-011 to allow the development of retail uses and office uses including up to two fast food restaurants and a quick service food store pursuant to SE 2004-MV-011

STAFF RECOMMENDATIONS:

Staff recommends that PCA 89-MV-062-2 and RZ 2004-MV-011 be approved subject to the execution of the draft proffers contained in Appendix 1.

Staff further recommends that SE 2004-MV-011 be approved subject to the proposed development conditions contained in Appendix 2.

Staff further recommends that the previously approved modification of the transitional screening yard and waiver of the barrier requirement along the northern and southern boundaries of Land Bays A, B, and C and along the northern boundary of Land Bay D be approved.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be further noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

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Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 7 days advance notice. For additional information on ADA call (703) 324-1334.

**A GLOSSARY OF TERMS FREQUENTLY
USED IN STAFF REPORTS WILL BE
FOUND AT THE BACK OF THIS REPORT**

DESCRIPTION OF THE APPLICATION

The applicant, Colchester Land Company LLC, has filed three concurrent zoning applications that propose the following changes to the Gunston Commerce Center, which is comprised of four land bays, identified as Land Bays A through D:

- RZ 2004-MV-011 – Rezone a 1.95 acre portion of Land Bay A from the I-4 District to the I-5 District to allow the development of a 27,750 sq. ft. building with retail and office uses and to remove that land from PCA 89-V-062 pursuant to PCA 89-V-062-2; the rezoning request has been made because the I-4 District does not allow the proposed special exception uses.
- SE 2004-MV-011 – Allow up to two fast food restaurants, a quick-service food store and other retail uses within 13,625 sq. ft. of the building proposed to be constructed within the 1.95 acres subject to RZ 2004-MV-011.
- PCA 89-V-062-2 – Delete the previously proffered option to build a 55,000 sq. ft. hotel use and to instead build a 52,000 sq. ft. office building within Land Bay A; increase the maximum proportion of office uses allowed within Gunston Commerce Center from 35 percent to 72 percent; revise the timing of the previously proffered commitment to construct dual left turn lanes from northbound Richmond Highway to Furnace Road; and, improve the frontage of Furnace Road at Land Bays C and D.

The application property includes a 98.97 portion of the 108.05 acres subject to PCA 89-V-062. The land area has been reduced by land dedicated to rights-of-way and a portion of Land Bay A that has been sold and will remain subject to the proffers associated with PCA 89-V-062. The applicant has submitted a combined Generalized Development Plan/Special Exception Plat that covers all three pending applications. A reduced copy of the GDP/SE Plat is included in the front of this application. Since the land is all part of Gunston Commerce Center, a single proffer statement covers both PCA 89-V-062-2 and RZ 2004-MV-011 (see Appendix 1). Proposed development conditions associated with SE 2004-MV-011 are contained in Appendix 2. The applicant's affidavit is in Appendix 3. The applicant's statement of justification is in Appendix 4. A traffic study that addresses the proposed change in the percentage of office and the timing changes for the proffered road improvements is Appendix 5. A summary of the status of various proffers prepared by the applicant is in Appendix 6. The proffers accepted with the approval of PCA 89-V-062 are contained in Appendix 7 and a reduction of the proffered Generalized Development Plan (GDP) for that application is in Appendix 7.

LOCATION AND CHARACTER

The application property is located east of the Occoquan River and north of Richmond Highway (Rt. 1) extending northward across Interstate 95. Land Bays A and B are located between I-95 and Richmond Highway and Land Bays C and D are north of I-95. Furnace Road forms the eastern boundary of Land Bay A, part of the southern boundary of Land Bay C and the entire southern boundary of Land Bay D. Land Bay B is located east of Land Bay A; however, Tax Map Parcels 6A, 7 and 8 (the site of the Lazy Susan Dinner Theater), which are not part of Gunston Commerce Center, are located between Land Bays A and B.

At this time, three buildings have been constructed in Land Bay A. The land containing one of those buildings has been sold and is not included in the application property for PCA 89-V-062-2. Two buildings have been constructed in Land Bay B and two buildings have been constructed in Land Bay C. Site Plan approval has been granted to allow the construction of all buildings proposed within each of the four land bays except the two buildings in Land Bay A that are adjacent to Richmond Highway, which are proposed to be changed by these applications.

| SURROUNDING AREA DESCRIPTION | | | |
|--|---|---------------|-----------------|
| Direction | Use | Zoning | Plan Map |
| North | Undeveloped Land Owned by Fairfax County associated with the former DCDC facility and the County Resource Recovery Facility | R-1 | Public Park |
| South | Undeveloped Land ¹ and ROW for the Richmond Highway/I-95 interchange | I-4 and R-1 | Alternative Use |
| East | I-95/Richmond Highway Interchange | R-1 | Public Road |
| West | Occoquan River with a Marina Accessed from Prince William County | N/A | N/A |
| Tax Map Parcels 6A, 7 & 8² | Vacant and Lazy Susan Dinner Theater | C-8 | Mixed Use |

¹. This property is the subject of RZ 2004-MV-020 approved by the Board of Supervisors on June 20, 2005, subject to proffers which require that Parcel 40 (zoned R-1), located across from Land Bay A, remains open space and which permits Parcel 41 (zoned I-4) across from Land Bay B to be developed with industrial uses.

². Located between Land Bays A and B.

BACKGROUND

Land Bay A was formerly developed with a golf driving range that was approved pursuant to SP 82-V-092. The driving range has been supplanted by Gunston Commerce Center. RZ 89-V-062 was approved by the Board of Supervisors on February 8, 1993. Pursuant to that approval, Land Bay A was rezoned from the R-1 District to the I-4 District, Land Bay B from the R-1 and C-8 Districts to the I-4 District, Land Bay C from the R-1 District to the I-5 District and Land Bay D from the R-1 District to the I-4 District. SE 92-V-042, to allow the construction of a driveway that serves commercial or industrial uses across the northern edge of Parcel 6 (the Lazy Susan Dinner Theater) to provide access to Land Bay B from Furnace Road was approved concurrently. That driveway has been constructed. Transitional screening yard requirements were modified and the barrier requirements were waived with this approval. The records regarding these three applications are on file at the Department of Planning and Zoning (DPZ).

PCA 89-V-062 was approved by the Board of Supervisors on July 28, 1998, subject to proffers. A copy of the accepted proffers is included in Appendix 6 and a reduction of the proffered GDP is in Appendix 7. SE 98-V-005, to allow a private water purification plant, on a portion of Gunston Commerce Center was approved concurrently by the Board of Supervisors. The special exception approval was allowed to expire. Water service is provided by the Fairfax County Water Authority. Applications for a private sewer treatment plant (SE 98-V-006 and a 2232 request) were filed with PCA 89-V-062 but were subsequently withdrawn by the applicant. Sewer service is provided by Prince William County based on agreement between the two counties and between Prince William County and the developer of Gunston Commerce Center. The previously granted modifications of transitional screening and waivers of the barrier requirements were re-affirmed by the Board of Supervisors. The records for the withdrawn and expired applications are on file with DPZ.

The accepted proffers for PCA 89-V-062 included the following proffered conditions of note with regard to the pending proffered condition amendment application.

Proffer Number 6 states:

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:

| | FAR | Gross Floor Area |
|------------|------|------------------|
| 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 us 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 developments total gross square feet.

Proffer Number 12 (b) requires the construction of dual left turn lanes eastbound on Route 1 and southbound on Furnace Road along with appropriate signal modifications prior to the issuance of a Non-Residential Use Permit for 350,000 square feet of industrial development in Land Bays A, B, C and/or D. Proffer Numbers 12 (c) and 12 (d) require that the Furnace Road frontage along Land Bays C and D be improved concurrent with the development of those land bays. Pursuant to a proffer interpretation issued on June 6, 2002 (see Appendix 9), given the limited amount of frontage associated with Land Bay C, the applicant escrowed the funds for the proffered improvement along Land Bay C's frontage and was required to complete those improvements in conjunction with the development of Land Bay D.

Proffer Number 30 provides the property with flexibility with regard to the layout within the Land Bays and states:

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 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 surface;
- (c) decrease the percentage of open space illustrated on the GDP for the particular land bay;
- (d) modify the site entrance, unless required to satisfy VDOT standards; or
- (e) decrease the quality or quantity of the streetscape and interior landscaping concepts as depicted on the Landscape Detail.

COMPREHENSIVE PLAN PROVISIONS

Plan Area: IV
Planning District: Lower Potomac Planning District
Planning Sector: Lorton, South Route 1 Community Planning Sector (LP2)

The Comprehensive Plan provides the following guidance on the land use and the intensity/density for the property. On page 57 of the Lower Potomac Planning District of the 2003 edition of the Area IV Plan, under the heading, "Recommended Land Use Plan", the Plan states:

RECOMMENDED LAND USE PLAN

The land use plan in the Lorton-South Route 1 area includes: "gateway" site and building design; low and high density residential areas; industrial areas; "Town Center" and related uses; public facility use; recreational area; and environmentally sensitive areas. Although these uses are generally contained in one or two distinct subareas of the sector, it is envisioned that they will work in concert to create a comprehensive and interrelated community. Descriptions of the general concepts and recommendations are summarized below.

"Gateway" Uses

The Lorton-South Route 1 area is a southern "gateway" to the Nation's Capital, Fairfax County and the community. Therefore, any development within the I-95 corridor along its southern entrance to Fairfax County and along Route 1 and I-95 from the Occoquan River to Fort Belvoir is envisioned to contribute to an attractive "Gateway to Fairfax County and to the National Capital Area." Areas of particular attention include Route 1 and I-95 from the Occoquan River to Fort Belvoir; the I-95/Lorton Road interchange area; the Route 1/I-95 interchange area; and the Route 1/Gunston Road intersection. All future development should be located, designed, accessed, buffered, and screened, where necessary to help further the attainment of the County's "gateway" concept. Well-designed private and public development should be encouraged.

The application property is located within two different Land Units of the Lorton, South Route 1 Community Planning Sector. Land Bays A and B of Gunston Commerce Center are located within Land Unit C of the planning sector. Land Bays C and D of Gunston Commerce Center are located within Sub-units B5a and B5b of Land Unit B. On pages 67 - 69 of the Lower Potomac Planning District of the 2003 edition of the Area IV Plan, under the heading, "Recommendations", the Plan states:

Sub-unit B5-a & b

Sub-units B5-a & b are located north of the Occoquan River, west of I-95 and east of the D.C. Department of Corrections site. This is a "gateway" site and special attention should be employed in the use and development of this sub-unit.

Sub-units B5-a & b are planned for mixed-use development to include but not limited to office, industrial, industrial/flex uses with ancillary restaurant and child care facility uses up to .25 FAR in keeping with their riverfront and gateway locations, under the following conditions:

- Substantial consolidation of the property in both Sub-units B5-a & b should be provided to allow for a high-quality, integrated development;
- If portions of land on Sub-units B5-a & b are undevelopable due to sensitive environmental conditions, then those areas should be preserved and development should be located and transferred to Land Unit C. Development intensity on Land Unit C is planned up to .25 FAR; however, the FAR may be increased up to .27 to accommodate the transfer of development from Sub-unit B5-a & b if the transfer is provided under one unified development and rezoning action;
- Generally, development on steep slopes (in excess of 15 percent) should not be allowed;
- Adequate access with minimization of access points should be provided. A right-turn only ingress and egress on Route 1 may be considered between Furnace Road and the Occoquan River Bridge;

- Effective landscaping, possibly including berms along Route 1, should be provided;
- A thorough heritage resources survey should precede and, if appropriate, accompany development and the recovery of significant heritage resources should be undertaken with development;
- No outdoor storage uses should be permitted;
- High-quality design that is in keeping with the "gateway" concept which incorporates substantial on-site landscaping should be provided throughout the site;
- The Environmental Quality Corridor, as defined by previous zoning action may be renegotiated; however, there should be no net loss of the amount of area identified as an Environmental Quality Corridor as defined by the previous zoning action;
- Flex space uses may include office uses, provided that in Sub-unit B5-a and B5-b, the combined area of all office, both as a principal use and as an accessory use, does not exceed 80 percent of the total gross floor area of the office/industrial/flex space use;
- No fast-food restaurants, service stations or quick-service food stores should be allowed.

As an alternative use, Sub-units B5-a & b and Land Unit C are planned for hotel/motel conference center and office complex uses up to .25 FAR, provided that the above site-specific conditions are satisfied except for the recommendation on flex space uses.

Land Unit C

Land Unit C is located north of the Occoquan River and between the I-95 and Route 1 interchange. This is a "gateway" site and special attention should be employed in the use and development of this land unit.

Land Unit C is planned for mixed-use development to include, but not limited to, office, industrial, industrial/flex uses with ancillary restaurant and child care facility uses up to .25 FAR in keeping with their riverfront and gateway locations, under the following conditions:

- Substantial consolidation of the property in Land Unit C should be provided to allow for a high-quality, integrated development;
- If portions of land on Sub-units B5-a & b are undevelopable due to sensitive environmental conditions, then those areas should be preserved and development should be located and transferred to Land Unit C. Development on Land Unit C is planned up to .25 FAR; however, the FAR may be increased up to .27 to accommodate the transfer of development from Sub-units B5-a & b if the transfer is provided under one unified development and rezoning action;
- Adequate access with minimization of access points should be provided. A right-turn only ingress and egress on Route 1 may be considered between Furnace Road and the Occoquan River Bridge;
- Effective landscaping possibly including berms along Route 1 should be provided;
- A thorough heritage resources survey should precede and, if appropriate, accompany development and the recovery of significant heritage resources should be undertaken with development;
- No outdoor storage uses should be permitted;

- High-quality design that is in keeping with the "gateway" concept which incorporates substantial on-site landscaping should be provided throughout the site;
- Any area identified as an Environmental Quality Corridor should be preserved;
- Flex space uses may include office uses, provided that the combined area of all office, both as a principal use and as an accessory use, does not exceed 80 percent of the total gross floor area of the office/industrial/flex space use in Land Unit C;
- Fast food restaurants without drive-through, and quick-service food stores may be appropriate on Lot 6H of Gunston Commerce Center. However, these uses should not be free-standing, they should not be oriented to I-95, nor should there be any elevated display advertising to attract traffic on those highways. Signage for these uses should be compatible with the "gateway" concept. The façade of any structure on Lot 6H should be compatible to the existing structures in the Gunston Commerce Center and should not exceed two (2) stories in height. No food or retail uses should be located on the second floor.
- There shall be no fast-food restaurants or quick-service food stores on Lot 6G of the Gunston Commerce Center.
- No service station uses should be permitted.

As an alternative use, Sub-units B5-a & b and Land Unit C are planned for hotel/motel conference center and office complex uses up to .25 FAR, provided that the above site-specific conditions are satisfied except for the recommendation on flex space uses.

The Comprehensive Plan Map shows this property to be planned for Mixed Use and Private Open Space within the environmentally sensitive areas of Land Bays C and D.

ANALYSIS

Generalized Development Plan/Special Exception Plat (Reduction at front of staff report)

The applicants have submitted a combined plan covering all three applications. The Generalized Development Plan addresses PCA 89-V-062-2 and the 1.75 acres subject to RZ 2004-MV-011. The Special Exception Plat portion of the combined plan covers the 1.75 acres subject to SE 2004-MV-011, which coincides with the application property for the rezoning.

| | |
|---------------------------------------|--|
| Title of Combined GDP/SE Plat: | Gunston Commerce Center |
| Prepared By: | Dewberry & Davis LLC |
| Original and Revision Dates: | December 29, 2003 as revised through September 2, 2005 |

| Combined GDP/SE Plat (Gunston Commerce Center) | |
|---|--|
| Sheet # | Description of Sheet |
| 1 of 8 | Title Sheet with Vicinity Map and Sheet Index |
| 2 of 8 | Notes, Tabulations and Proposed Building Elevations |
| 3 of 8 | Metes and Bounds |
| 4 of 8 | Plan View of Land Bays A and B |
| 5 of 8 | Plan View of Land Bay C |
| 6 of 8 | Plan View of Land Bay D with Sections showing Optional Underground Garages |
| 7 of 8 | Landscape Details including: Typical Buffer Land Bay A along Route 1; Monument Signage Concepts, Typical Foundation Planting, Buffer along I-95 for Land Bay C |
| 8 of 8 | Proposed Road Improvements on Richmond Highway Including Phase I, Lengthening the Turn Lane and Phase II, Construction Dual Left Turn Lanes |

The Land Bays that comprise the Gunston Commerce Center are consistent with those shown on the previously proffered GDP associated with PCA 89-V-062. The points of access from Richmond Highway and Furnace Road are also consistent with the proffered GDP. In addition to two access points on Furnace Road, Land Bays A and B also have access to Richmond Highway or its service drive. All access to Land Bays C and D is from Furnace Road. As noted above, the layout of the buildings within each land bay reflects the approved site plans with the exception of the portion of Land Bay A along Richmond Highway. The approved site plans differ from the previously proffered GDP with regard to building location. In developing the property, the applicant exercised the flexibility to shift buildings around contained in Proffer Number 31 noted above under the Background Section.

Within Land Bay A, the 1.95 acre portion that is subject to RZ 2004-MV-011 and SE 2004-MV-011 is proposed to be developed with a two-story building with 27,350 sq. ft.) of gross floor area (GFA). Its upper floor is to be occupied by uses otherwise allowed in Gunston Commerce Center and the lower floor (approx. 16,675 sq. ft.) is the proposed location of the two fast food restaurants, the quick service food store and other retail space. The area between that building and the Occoquan River is proposed for a four-story office building with 52,000 sq. ft. GFA. Sheet 2 includes two details that depict the proposed architecture of each of these buildings and the revised building layout along Richmond Highway in Land Bay A.

The following chart provides a comparison between the gross floor area in each land bay pursuant to PCA 89-V-062 and the pending applications.

| Gross Floor Area Comparison Chart | | |
|--|---------------------|------------------------------|
| Land Bay | PCA 89-V-062 | PCA 89-V-062-2 |
| Land Bay A ¹ | 313,740 sq. ft. | 313,474 sq. ft. ² |
| Land Bay B | 165,200 sq. ft. | 165,200 sq. ft. |
| Land Bay C | 338,600 sq. ft. | 338,600 sq. ft. |
| Land Bay D | 216,400 sq. ft. | 216,400 sq. ft. |
| Total | 1,033,940 sq. ft. | 1,033,674 sq. ft. |

¹. Neither amount includes the portion of Land Bay A not included in the pending applications.

². This figure includes the portion of Land Bay A that is subject to RZ 2004-MV-011.

Land Use Analysis

This property is located within the Lorton – South Route 1 Community Planning District, which identifies this site as a gateway property that should “...contribute to an attractive ‘Gateway to Fairfax County and to the National Capital Area.’” The details on Sheet 7 include the proposed streetscape along Richmond Highway associated with Land Bays A and B. The streetscape consists of a twenty-five foot buffer planted with a mixture of evergreen shrubs, evergreen trees and deciduous trees. Monument signage is also proposed in this portion of the site. These details are consistent with those shown on the previously proffered GDP. Staff has concluded that this streetscape treatment addresses this recommendation of the Plan.

The land use recommendations for Gunston Commerce Center are to be found in two parts; the recommendations for Land Bays A and B are listed under the heading “Land Unit C” and the recommendations for Land Bays C and D are listed under the heading “Sub-units B5-a & b”.

The proposed changes to increase the proportion of office to 72 percent of Gunston Commerce Center and to modify the timing of the proffered improvements to Furnace Road and to the intersection of Furnace Road and Richmond Highway do not affect the conformance of Gunston Commerce Center with the recommendations of the Comprehensive Plan. The same text is repeated within each of the land units of the South Route 1 – Lorton Community Planning Sector that the various land bays of Gunston Commerce Center are within as follows:

- Flex space uses may include office uses, provided that the combined area of all office, both as a principal use and as an accessory use, does not exceed 80 percent of the total gross floor area of the office/industrial/flex space use in Land Unit C;

Within Land Bay A, the proposal to construct a 52,000 sq. ft. office building does not affect the conformance of this portion with the Plan text. The proposal to change the area along Richmond Highway to allow a two-story building within the 1.95 acres subject to the rezoning and special exception applications with two fast food restaurants and a quick-service food store on the ground level is specifically addressed by the recently adopted Plan text as follows:

- Fast food restaurants without drive-through, and quick-service food stores may be appropriate on Lot 6H of Gunston Commerce Center. However, these uses should not be free-standing, they should not be oriented to I-95, nor should there be any elevated display advertising to attract traffic on those highways. Signage for these uses should be compatible with the “gateway” concept. The façade of any structure on Lot 6H should be compatible to the existing structures in the Gunston Commerce Center and should not exceed two (2) stories in height. No food or retail uses should be located on the second floor.
- There shall be no fast-food restaurants or quick-service food stores on Lot 6G of the Gunston Commerce Center.
- No service station uses should be permitted.

Lot 6H as referenced in the Plan text is the 1.95 acre portion of Land Bay A that is subject to RZ 2004-MV-011 and SE 2004-MV-011 where the 27,350 sq. ft. two-story building is proposed to include up to two fast-food restaurants and a quick-service food store on the first floor. Therefore, the proposed fast food restaurants and the quick-service food store are not free-standing. The proposed two story building will have the appearance of an office building and will resemble the other buildings in Gunston Commerce Center. The building with these uses is located on Richmond Highway, so the uses are not oriented to I-95. To maintain the gateway image, the proposed development conditions require that the signage for the fast-food restaurant and the quick-service food store be limited to building mounted signs. Finally, a service station is not proposed and is specifically precluded by the draft proffers. Therefore, staff has concluded that proposed special exception uses are in harmony with the recommendations of the adopted Comprehensive Plan.

Transportation Analysis (Appendix 10)

The applicant states that the following transportation proffers included in the proffers for PCA 89-V-062 have been completed (see Appendix 6):

- dedication of rights-of-way along Furnace Road to 45 feet from centerline;
- frontage improvements to Furnace Road along Land Bays A and B including turn lanes;
- Contribution of \$200,000 to the County for roadway improvements in the Lorton-South Route 1 Community Planning Sector
- Construction of an ingress/egress road from Furnace Road to Land Bay B;
- Resurfacing the service drive along Richmond Highway in front of Land Bay B.

Nevertheless, these commitments have been re-iterated in the proffers for PCA 89-V-062-2 and RZ 2004-MV-011 to ensure that the commitments remain in force if they are not fully completed, inspected and permitted.

Issue: Change in Proportion of Office Uses

The application proposes to increase the proportion of office uses from up to 35 percent to up to 72 percent of Gunston Commerce Center. It should be noted that the application does not propose to increase the amount of gross floor area on the property. To support this request the applicant has submitted a traffic study (see Appendix 4). This study is based on recent traffic counts and reflects the increase in background traffic on Richmond Highway since 1998 and projected traffic based on the development of the site. It demonstrates that, with the previously proffered improvements at the Furnace Road/Richmond Highway intersection, the incremental increase in traffic resulting from the proposed change in the percentage of industrial uses to office uses will be accommodated and will not adversely impact the operation of Richmond Highway. The proffers have been augmented to require the existing single left turn lane from northbound Richmond Highway to Furnace Road be lengthened to provide additional stacking spaces for that movement prior to the construction of the dual left turn lanes by requiring that a re-striping plan for that improvement be submitted within six months of the approval of these applications. The proffers also provide that the last building within Gunston Commerce Center, Building 13, may not be occupied until a traffic study has been completed to verify that the assumptions of the traffic study supporting the increase in the proportion of office uses are valid and that the traffic is not adversely affecting Richmond Highway and Furnace Road.

Resolution:

This issue has been adequately addressed.

Issue: Furnace Road/Richmond Highway Intersection Improvements

The draft proffers for these applications continue the previous commitment to construct dual left-turn lanes from northbound Richmond Highway onto Furnace Road between Land Bays A and B; provide four lanes on Furnace Road to support dual lefts, a combined right through lane and a dedicated right-turn lane; and, provide the associated traffic signal modifications. The draft proffers propose to change the timing of the proffer to improve this intersection from a proportion of the industrial uses to prior to the issuance of a Non-RUP for any new buildings (Buildings 9, 10, 11, 12 or 13). This change improves the previous proffer by ensuring that the roadway improvements are constructed even if the industrial uses are converted to office and provides an easily monitored trigger for the improvements.

Resolution:

This issue has been adequately addressed.

Issue: Furnace Road Improvements along Land Bays C and D

The current proffers require that Furnace Road be widened coincident with the development of Land Bays C and D. However, Land Bay C has been developed separately from Land Bay D. Land Bay C is located on the curve in Furnace Road immediately north of the underpass under I-95 and has an extremely short frontage on Furnace Road. A proffer interpretation dated June 6, 2002 (see Appendix 9), noting that the transitions to the existing roadway under I-95 and the presence of the curve would obviate any gain from such a limited improvement on Furnace Road, permitted the improvement along Land Bay C to be done with the improvement for Land Bay D. The draft proffers for the pending applications state that the frontage of Furnace Road along Land Bays C and D would be improved prior to the issuance of a Non-Residential Use Permit (Non-RUP) for Buildings 9 through 13 or as part of the Phase II improvements listed in the draft proffers. Building 9 is located within Land Bay C and the remainder are located in Land Bay D.

Environmental Analysis (Appendix 11)

The proposed changes to the Gunston Commerce Center do not affect the manner in which Gunston Commerce Center conforms with the environmental recommendations of the Comprehensive Plan. The report in Appendix 10 notes the recently adopted changes to the RPA limits include areas shown on the pending GDP to be developed. The revised RPA limits impact on areas that were shown on the previously proffered GDP to be developed and site plans were approved based on the that proffered plan. These site plans were approved prior to the changes to the RPA and the adoption of the revised RPA limits grandfathered previously approved site plans. The GDP shows the current RPA line.

ZONING ORDINANCE PROVISIONS (Appendix 14)

Since fast-food restaurants and quick-service food stores are not allowed in the I-4 District, RZ 2004-MV-011 was filed to rezone 1.95 acres to the I-5 District to allow for up to two fast food restaurants and quick-service food store in that portion of Land Bay A.

The proposed changes to Gunston Commerce Center do not affect the conformance of the project with the bulk requirements of the I-4 and I-5 Districts within the area subject to PCA 89-V-062. The individuals land bays conform with the maximum floor area ratio (FAR) permitted in I-4 District and I-5 District, which in both instances is 0.50 (a maximum of 0.70 is permitted with the approval of the Board of Supervisors in accordance with the provisions of Sect. 9-618). The overall FAR for Gunston Commerce Center is 0.22 and the FAR within Land Bays A, B, C and D is limited to 0.20 (including the 1.95 ac. subject to RZ 2004-MV-011), 0.33, 0.20 and 0.21 respectively.

The 1.95 acres proposed to be rezoned to the I-5 District pursuant to RZ 2004-MV-011 includes a single building that meets the bulk requirements of that district because the proposed 25 foot tall building is setback in excess of 40 feet from Richmond Highway (101 feet) and Furnace Road (91 feet), which is the minimum required front yard for a twenty-five foot tall building. There is no required setback for the rear and side yards in the I-5 District. Within this portion of Land Bay A, the FAR will be 0.32.

Parking

The parking tabulations included on Sheet 2 of the plan reflect the application's request to change the ratio of office to industrial to 72 percent office and 28 percent industrial. The parking required totals 2,490 spaces and the parking provided totals 2,599 spaces. Similarly each Land Bay meets or exceeds the parking required as follows: Land Bay A – 640 spaces required and 646 spaces provided; Land Bay B – 431 spaces required and 433 spaces provided; Land Bay C – 881 spaces required and 982 spaces provided; Land Bay D – 538 spaces required and 539 spaces provided. The GDP/SE Plat includes possible locations for parking structures in each land bay, should additional parking be required. (The proposed parking garages in Land Bays C and B would be located between buildings; the parking garage in Land Bay A behind existing building 2; and the one proposed in Land Bay D will be partially underground). The parking tabulation states that the required amount of parking is to be provided based on the increased percentage of office use and without the possible parking garages.

Within the 1.95 acre area subject to the rezoning, the proposal is to develop a single 27,350 sq. ft. building with office on the second floor (13,675 sq. ft.), two fast food restaurants (up to 7,000 sq. ft.), a quick-service food store (up to 4,000 sq. ft.) and retail space in the remaining area. The area devoted to non-office uses within this building is limited by the draft proffers to half of the building. A total of 115 parking spaces are shown allocated as follows: 50 spaces for the office use, which meets the required 3.6 per 1,000 sq. ft. GFA; 26 spaces for the quick-service food store, which meets the requirement of 6.5 spaces per 1,000 sq. ft. GFA; 27 spaces for the fast food restaurants, however, the application does not specify the number of seats on which the parking requirement for fast food restaurants is based; and, 12 spaces for the retail space, which meets the requirements for 2,675 square feet of retail space. The proposed development conditions base the number of fast food restaurant seats allowed within this building to 34, based on providing the requisite one parking space for each seat in the restaurant.

Waivers/Modifications

The applications include a request to continue the previously approved modification of the transitional screening requirements and waiver of the barrier requirements.

The southern boundary of Land Bays A and B is across Richmond Highway from land zoned R-1; and each land bay abuts Parcel 6A (the Lazy Susan Dinner Theater) also zoned R-1. The land across Richmond Highway is proffered to be open space pursuant to the approval of RZ 2004-MV-020. While this land is currently vacant, it was recently rezoned to allow development similar to that in Gunston Commerce Center, see the surrounding area description above additional detail. Parcel 6A is part of Land Unit C of the South Route 1 – Lorton Community Planning Sector and is also planned for mixed use development. As discussed in the Land Use Analysis section above, the streetscape along Richmond Highway provides the gateway feature recommended by the Plan.

The area to the north of Land Bays C and D is zoned R-1 and is part of the land transferred to the County with the closing of the District of Columbia Department of Corrections Lorton facility.

Staff recommends that these previously approved waivers and modifications be reaffirmed given the surrounding uses and the landscaping provided along Richmond Highway discussed in the immediately preceding text.

Special Exception Standards (Appendix 10)

Additional Standards for Automobile-Oriented Uses (Sect. 9-505)

Category 5 Standards (Sect. 9-503)

General Special Exception Standards (Sect. 9-006)

These requirements are applicable only within the 1.95 acre area that is subject to SE 2003-MV-011. The proposed fast food restaurants and quick service food stores are addressed by the standards for automobile oriented uses.

Additional Standards for Automobile-Oriented Uses (Sect. 9-505):

This section includes standards that apply to all such uses in Par. 1 and standards that are applicable when such uses are proposed in the I-5 District in Par. 5. The other paragraphs address other zoning districts and are not applicable to the pending special exception application.

Within Par. 1, sub-paragraphs A through D are applicable; sub-paragraph E addresses drive-through pharmacies and is not applicable in this instance. Sub-paragraph A requires that the automobile oriented uses be in a building that all four sides are compatible with the surrounding buildings. The proffered GDP/SE Plat includes proffered architectural illustrations for this building and the adjacent building that are similar to each and the other buildings constructed in Gunston Commerce Center. However, the proffers and the GDP/SE Plat do not confirm that this building will be similarly faced on all four sides; the proposed development conditions require that a similar treatment to that shown on the architectural illustration be provided on all sides of this building. Sub-paragraphs B and C address coordinated pedestrian and vehicular circulation. This building will be accessed from Richmond Highway and Furnace Road via entrances that

serve Land Bay A not just this building. Pedestrian access is similarly provided within the land bay and via a six foot wide trail along Furnace Road. Therefore, staff has concluded that coordinated pedestrian and vehicular circulation is provided. Sub-paragraph D addresses impacts on nearby residential properties of which there are none; as noted in the surrounding area description.

Within Par 5, only sub-paragraphs A and D are applicable; the other sub-paragraphs address other zoning districts or other uses. Sub-paragraph A requires that automobile-oriented uses be an integral part of a larger complex with in excess of 30,000 square feet of gross floor area. This proposal satisfies this standard because Land Bay A exceeds the minimum GFA requirement and because as discussed above the building in which these uses are proposed is an integral part of Land Bay A. Sub-paragraph D requires that a building permit for an industrial use be approved prior to issuance of a building permit for the proposed automobile-oriented use. Since industrial-flex buildings have been constructed within Land Bay A, this standard has been satisfied.

Standards for All Category 5 Uses (Sect. 9-503):

Par. 1 addresses conformance with the bulk standards in the underlying zoning district. As demonstrated above, the standards have been satisfied. Par. 2 requires that all performance standards found in Article 14 be satisfied with this project. Staff has included a proposed development conditions requiring that the lighting within the area subject to this special exception meet those requirements. Par. 3 notes that Article 17, Site Plans, is applicable.

General Standards (Sect. 9-006):

These standards apply to all special exception uses. As described below, staff has concluded that the proposal to locate two fast-food restaurants and a quick-service food store in a two-story building meets these standards.

This property is identified as mixed use in the Comprehensive Plan. Staff has concluded that the proposed automobile-oriented uses will provide services for the workers in this approximately 1 million square foot project and satisfies the requirements of Par. 1 to be in harmony with the adopted Comprehensive Plan (for additional detail see the Land Use Analysis). As noted above, the proposed automobile-oriented uses on the first floor of an office building are in harmony with the purpose and intent of the applicable zoning district regulations as required by Par. 2. Par. 3 addresses the relationship of the proposed special exception use with the surrounding property, which, as noted above, will not be adversely affected. Also as discussed above, the vehicular and pedestrian traffic associated with the proposed fast food restaurants and quick-service food store will not be hazardous nor conflict with neighborhood traffic, as required by the provisions of Par. 4. Par. 5 addresses transitional screening and barrier requirements, which is addressed under Waivers and Modifications above wherein staff recommends that the previously approved modifications and waivers be re-approved for all of Gunston Commerce Center. This

recommendation affects the special exception property where it abuts Richmond Highway. The tabulations on Sheet 2 of the combined GDP/SE Plat, state that 25 percent of the area subject to the special exception is open space; 15 percent is required, thus, satisfying the requirements of Par. 6. Par. 7 addresses utilities and parking at the site. As discussed above under Parking, with the proposed development condition to limit the number of seats in the fast food restaurants the parking requirements are satisfied. Further, the utilities at this site are adequate as discussed in the Background section of this report. Par. 8 addresses signage. The combined GDP/SE Plat addressed signage by stating that only monument signage will be provided along Richmond Highway. The proposed development conditions will limit the proposed automobile-oriented uses to building mounted signage. It should be noted that all signage on the site would be required to conform to the provisions of Article 12, Signs.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

This package of applications proposes two changes to the previously proffered commitments regarding transportation and to add fast food restaurants and a quick-service food store to the Gunston Commerce Center, an approximately 1.0 million square foot industrial flex project located within an area planned for mixed use development. The three applications are summarized as follows:

- RZ 2004-MV-011 – Rezone a 1.95 acre portion from the I-4 District to the I-5 District) to allow the development of a 27,750 sq. ft. building with retail and office uses;
- SE 2004-MV-011 – Allow up to two fast food restaurants, a quick-service food store and other retail uses within 13,625 sq. ft. of the building proposed to be constructed;
- PCA 89-V-062-2 – Delete the previously proffered option to build a 55,000 sq. ft. hotel use and build a 52,000 sq. ft. office building in its place, increase the maximum proportion of office uses allowed within Gunston Commerce Center from 35 percent to 72 percent and revise the timing of the previously proffered commitment to construct dual left turn lanes from northbound Richmond Highway to Furnace Road and improve the frontage of Furnace Road at Land Bays C and D.

One component of these applications proposes to allow the 1.95 acre portion of Land Bay A subject to RZ 2004-MV-011 and SE 2004-MV-011 to be developed with a two-story building that contains retail space, a quick-service food store and two fast food restaurants on the first floor. In conjunction with this building, the adjacent land would be developed with a 52,000 square foot office building; in lieu of the optional 55,000 square foot hotel allowed under the current proffers.

As discussed in the Transportation Analysis, the existing and proffered road network is adequate to accommodate the proposal to change the maximum proportion

of the project devoted to office uses from 35 percent to 72 percent. Further, staff has concluded that the proposal to lengthen the existing left-turn lane from Richmond Highway to Furnace Road, in conjunction with the completed road improvements, allows the timing of the previously proffered improvements to Furnace Road and the construction of the dual left turn lanes from Richmond Highway to Furnace Road to be done as a single project provided that the improvements are constructed before Building 9 in Land Bay C and any building in Land Bay D is occupied.

Recommendations

Staff recommends approval of PCA 89-V-062 and RZ 2004-MV-062 subject to the execution of the draft proffers contained in Appendix 1.

Staff further recommends that SE 2004-MV-011 be approved subject to the development conditions contained in Appendix 2.

Staff further recommends that the previously granted transitional screening yard modifications and barrier waiver along the northern boundaries of Land Bays C and D, where Land Bays A and B abut Parcel 6A and along Richmond Highways be approved.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be further noted that the content of this report reflects the analysis and recommendations of staff; it does not reflect the position of the Board of Supervisors.

APPENDICES

1. Draft Proffer Statement for PCA 89-V-062 and RZ 2004-MV-011
2. Proposed Development Conditions for SE 2004-MV-011
3. Applicant's Affidavits
4. Applicant's Statements
5. Traffic Study submitted by the Applicant
6. Proffer Status Review prepared by the Applicant
7. Accepted Proffers for PCA 89-V-062
8. Proffered GDP for PCA 89-V-062
9. Proffer Interpretation dated June 6, 2002
10. Transportation Analysis
11. Environmental Analysis
12. Park Authority Comments
13. Fire and Rescue Analysis
14. Water Service Analysis
15. Selected Excerpts from the Zoning Ordinance
16. Glossary of Terms

PROFFER STATEMENT

GUNSTON COMMERCE CENTER

PCA 89-V-062-2 and RZ 2004-MV-011

September 2, 2005

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-062-2 and RZ 2004-MV-011, filed for property identified as Tax Map 113-3 ((1)) 5A, 5C, 5D, 5F, 5H2, and 5H3 (hereinafter referred to as the “PCA Property”), and property identified as Tax Map 113-3 ((1)) 5H1 (hereinafter referred to as the “RZ Property”), proffers that the development of the PCA Property and the RZ Property (hereinafter collectively referred to as 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 December 29, 2003, and revised through September 2, 2005, as further modified by these proffered conditions.
2. The PCA Property includes part of The Gunston Commerce Center’s Land Bay A, and all of The Gunston Commerce Center’s Land Bays B, C and D. The RZ Property includes part of The Gunston Commerce Center’s Land Bay A only.

For the purpose of clarity in implementing these proffers, the Fairfax County tax parcels and Comprehensive Plan Land Units that are associated with each of the Property’s development Land Bays are indicated in the chart below:

| Parcel Number | Gunston Commerce Center Land Bay | Comprehensive Plan Land Unit | Applicable Zoning Application | Designation |
|-----------------------------------|---|-------------------------------------|--------------------------------------|--------------------|
| TM 113-3 ((1)) 5D, 5F, 5H2, 5H3 | Land Bay A | Land Unit C | PCA 89-V-062-2 | PCA Property |
| TM 113-3 ((1)) 5H1 | Land Bay A | Land Unit C | RZ 2004-MV-011 | RZ Property |
| TM 113-3 ((1)) 5C | Land Bay B | Land Unit C | PCA 89-V-062-2 | PCA Property |
| TM 113-3 ((1)) 5A (pt. zoned I-5) | Land Bay C | Land Unit B5-b | PCA 89-V-062-2 | PCA Property |
| TM 113-3 ((1)) 5A (pt. zoned I-4) | Land Bay D | Land Unit B5-a | PCA 89-V-062-2 | PCA Property |

Two (2) parcels of land that are located within Land Bay A of the Gunston Commerce Center, as approved pursuant to PCA 89-V-062, are not included in the PCA or RZ applications addressed by these proffers: TM 113-3 ((1)) 5E and 5G. These two (2) parcels shall continue to be bound by proffers accepted pursuant to PCA 89-V-062,

unless and until revised by a subsequent PCA application.

Use

3. (a) The following uses shall be excluded from both the RZ Property and PCA Property:

- 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
- 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
- Service Stations
- Sales or rental of adult-oriented materials, such as, but not limited to books, motion pictures, and paraphernalia

(b) The RZ Property shall include a maximum of 50% of the structure's GFA for non-freestanding fast food (without drive-through), quick service food store and/or retail uses, which shall be located on the first floor of the structure, and shall not exceed a maximum of 13,650 GFA. In addition to the uses listed in Proffer 3(a) above, the proposed development of the RZ Property shall specifically exclude the following use:

- Drive-through windows associated with Fast Food Restaurants

(c) In addition to the uses listed in Proffer 3(a) above, the PCA Property shall specifically exclude the following uses, except as may be allowed as accessory service uses:

- Fast food restaurants
- Quick-service food stores

- (d) All operations, activities and storage on the Property shall be conducted within a completely enclosed building. Further, this proffer shall not restrict or prohibit accessory uses and accessory service uses permitted by Article 10 of the Fairfax County Zoning Ordinance.
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 if they are in substantial conformance with the Proffers and the GDP. 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.

Density and Density Restrictions

5. In order to assure that anticipated traffic impacts of development are mitigated, phasing of development is proposed as described in the subparagraphs below.
- (a) The overall maximum floor area ratio ("FAR") for the Property shall be 0.22, which equates to 945,061 GFA of industrial, office, retail commercial and related non-residential development.
- (b) Within Land Bay A, the maximum FAR for the Property shall not exceed 0.21. The maximum GFA permitted within the RZ Property (Tax Map 113-3 ((1)) 5H1) shall not exceed 27,350 GFA of non-residential development, which equates to a maximum FAR of 0.32 when considered alone. The maximum GFA permitted within the Land Bay A PCA Property (Tax Map 113-3 ((1)) 5D, 5F, 5H2, and 5H3) shall not exceed 197,511 GFA of non-residential development, which equates to a maximum FAR of 0.20, when considered alone.
- (c) Office use on the Property shall not exceed 72 % (approximately 680,444 GFA) of the total permitted overall maximum gross floor area of development (which is 945,061 GFA).
- (d) Cellar space, if any, shall not exceed twenty percent (20%) (approximately 189,012 SF) of the Property's total permitted gross square feet of development (which is 945,061 GFA). Office uses shall not be permitted within cellar spaces.
- (e) **Phase I** – No Non-Residential Use Permits ("NonRUP") may be issued for Buildings 1 - 8 which would result in office use that, combined, exceeds 35% of the maximum approved GFA for the Property (approximately 340,222 GFA), until the "Phase I Transportation Improvement", which is a left turn lane on northbound Richmond Highway onto Furnace Road as described in Proffer 10c, is complete and is open to traffic.

- (f) **Phase II** – No NonRUP may be issued for Buildings 9, 10, 11, 12 or 13 until the “Phase II Transportation Improvements”, which are the construction of double turn lanes from northbound Richmond Highway onto Furnace Road, the addition of a traffic lane on eastbound Furnace Road adjacent to the RZ Property, and the addition of a lane on Furnace Road adjacent to Land Bays C and D as described more fully in Proffers 10d and 10e, are constructed and are open to traffic.
- (g) **Phase III** – No NonRUP may be issued that would result in the approval of more than 889,376 GFA on the Property, unless and until the Applicant demonstrates to the satisfaction of Fairfax Department of Transportation that any additional traffic that may be generated by the occupation of the additional GFA can be accommodated by the existing transportation improvements. Phase III begins when more than 889,377 GFA within the Property is occupied, and will be complete with the occupation of a maximum of 945,061 GFA. This occupation of Phase III GFA will most likely result from the construction of mezzanines in existing buildings.
6. The Applicant reserves the right to develop a lesser amount of GFA 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.

Height

7. The maximum height of any building constructed in Land Bays C and D shall be forty (40) feet. The maximum height of any building constructed in Land Bays A and B shall be seventy-five (75) feet, unless a higher height is approved by the Fairfax County Board of Supervisors. Any structure that exceeds four (4) stories shall be returned to the Planning Commission for review prior to Site Plan approval in order to determine the structure’s compliance with this proffer statement.

Transportation

8. Unless already dedicated, at the time of the first site plan approval, or within sixty (60) days of approval 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.

9. 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.
10. The Applicant shall design and construct road improvements according to the following phasing schedule:
 - a) Unless already provided and/or constructed, at the time of final site plan approval for any building in Land Bays 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.
 - b) Unless already constructed, 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.
 - c) **Phase I Transportation Improvement** – A Public Improvement plan for the striping of the left turn lane from northbound Richmond Highway onto Furnace Road shall be submitted by the Applicant within sixty (60) days of approval of the PCA and RZ applications. This turn lane shall be approximately 350 feet long, with taper, and shall be accommodated within existing ROW and pavement. However, upon demonstration by the Applicant that, despite diligent efforts, the improvement has been delayed, the Zoning Administrator may agree to a later date for the completion of the improvements, and may permit the issuance of NonRUPs for Buildings 1 – 8 that result in office use that exceeds a combined 35% GFA on the Property.
 - d) **Phase II Transportation Improvements (pt.)** – Prior to the issuance of a Non-RUP for Buildings 9 – 13, the Applicant shall improve the Furnace Road/Route 1 intersection with double left turn lanes on northbound Route 1 to its intersection with Furnace Road, as depicted on Sheet 8 of the GDP, and 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) in accordance with VDOT standards. However, upon demonstration by the Applicant that, despite diligent efforts, the improvement has been delayed, the Zoning Administrator may agree to allow the issuance of NonRUPs for Buildings 9 – 13 prior to completion of the improvements.

In lieu of constructing these improvements, the Applicant may escrow an amount sufficient to cover the costs associated with these improvements as of the date of the payment, if it is determined by Fairfax County DOT that these improvements would be more efficiently constructed by VDOT at such time as Richmond Highway is widened.

- e) **Phase II Transportation Improvements (pt.)** – In addition to Proffer 10d above, and prior to the issuance of a NonRUP for Buildings 9 – 13, the Applicant shall improve the Furnace Road/Route 1 intersection with double left turn lanes, a right turn lane and a right turn/through lane eastbound on Furnace Road as depicted on Sheet 8 of the GDP, and shall make appropriate signal modifications and improvements in accordance with VDOT standards. Provided that VDOT approves these improvements, modifications shall occur to the median in order to accommodate the additional turn lane, and all lane construction and reconfiguration shall occur within the existing curbs flanking Furnace Road in this location. However, upon demonstration by the Applicant that, despite diligent efforts, the improvement has been delayed, the Zoning Administrator may agree to allow the issuance of NonRUPs for Buildings 9 – 13 prior to completion of the improvements.
- f) Unless already constructed, at the time of final site plan approval for the first building in Land Bay C (Building 6, 7, 8 or 9), 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.
- g) Unless already done, at the time of final site plan approval for any building in Land Bay D (Building 10, 11, 12 or 13), 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, as described in Proffer 5f, above. 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 on Furnace Road for said development.

11. Unless already contributed, in addition to the transportation dedications and improvements contained in Proffers 8, 9, and 10 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 PCA 89-V-062 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.
12. Unless already constructed, concurrent with the development of Land Bay B (Tax Map 113-3 ((1)) 5C) (Buildings 4 and 5), 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. Unless already provided, 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.
13. Unless already resurfaced, concurrent with the development of Land Bay B (Buildings 4 and 5), 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.
14. Prior to issuance of a Non-RUP which would result in a cumulative total of 750,000 gross square feet of development on the Property, the Applicant shall provide, operate, and maintain a shuttle bus service for use by the employees of the subject development on the Property 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 if after two (2) years of operation the Office of Transportation determines, upon receipt and review of an independent study submitted by the Applicant that said service is not practicable or economical, then the shuttle bus service may be discontinued and the requirements of this proffer shall automatically become null and void.
15. Prior to the issuance of a Non-RUP, which would result in a cumulative total of 750,000

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, and will automatically become null and void if such public transportation is not available to the Property prior to the issuance of a Non-RUP for a total of 750,000 square feet of development.

16. Unless already provided, 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.
17. 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

18. All trash dumpsters located on the Property shall be screened and sited to minimize off site visual impacts, subject to the approval of DPWES.
19. (a) Unless already done, 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 DPWES pursuant to the provisions of Section 18-204 of the Zoning Ordinance.

(b) Unless already done, 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 DPWES. 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, DPWES.
20. Unless already modified and approved, 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 DPWES 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 DPWES.
21. Unless already modified and approved, 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 DPWES which minimizes the disturbance to the EQC to the maximum extent feasible. Any additional disturbance areas which are determined by DPWES to be necessary shall be re-vegetated with indigenous species, subject to the approval of the Urban Forester.

22. Unless already modified and approved, landscaping of the site shall be provided as indicated on Sheet 7 of the GDP, subject to final approval by the Urban Forester, DPWES. 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 ½”) 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.
23. Unless already installed, notwithstanding and in addition to the commitments contained in Proffer No. 22 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 Route 1 Frontage West of the Route 1 Entrance - There shall be a 25-foot wide landscaped buffer area as shown on Sheet 7 of the GDP.
 - (b) Land Bay A Remaining Furnace Road Frontage - There shall be a landscaped buffer area with a minimum width of 25 feet.
 - (c) 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.
 - (d) Land Bay C Interstate 95 Frontage (Excluding EQC 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.

24. 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 DPWES) 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 DPWES, to determine which buildings may have sufficient shielding from vegetation and other structures to permit a reduction in the mitigation measures prescribed above.

Utilities

- 25. Unless already done, public sewer service shall be provided from the Prince William County Sewer Service Authority to the site as determined by DPWES. 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, unless already constructed. It is acknowledged that a NonRUP 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

- 26. 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.
- 27. The development shall have a common architectural theme to include signage, design, materials and color coordination throughout the site. The theme shall have a quality similar to existing Buildings 1, 2, 4, 5 and 7 with respect to materials and appearance, which shall be demonstrated to DPWES by the submission of photographs of these existing buildings to DPWES at the time of building permit submission for Buildings 3, 6, 8, 9, 10, 11, 12 and 13. 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, and shall

be generally consistent with the signage depicted on Sheet 7 of the GDP. 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.

28. 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 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.
29. In addition to the design restrictions contained in Proffer No. 28, the Applicant shall comply with the following design and parking standards:
- (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 and D, provided that this restriction shall not be applicable to buildings used by special exception uses. Buildings 6, 8, and 9 in Land Bay C may be combined, provided that this restriction shall not be applicable to buildings used by special exception uses.
 - (c) Land Bay B may be combined from three (3) buildings into two (2) buildings or into one (1) building.
 - (d) The Applicant may also split single buildings shown on the GDP into two (2) smaller buildings.

- (e) The Applicant may construct structured parking facilities on the Property without necessitating an amendment to the GDP, provided that such facilities are constructed in locations generally consistent with those depicted on the GDP, do not increase the amount of impervious surface shown on the GDP, and provided that such facilities meet bulk requirements for the appropriate zoning district in which it is located. Further, any structured parking within Land Bay D, shall be designed as generally depicted on Sheet 6 of the GDP.
- (f) The Applicant may construct retaining walls on the Property if required to implement the construction of additional parking spaces as such parking spaces are indicated on the GDP.

If a site plan differs substantially from the GDP and the standards contained in Proffer No. 28 and this Proffer No. 29, as determined by DPWES, then the site plan shall be forwarded to the 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 DPWES.

- 30. 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.
- 31. Unless already granted, 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, unless already contributed, 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. Unless already granted, 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. Unless already provided, 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. Unless already contributed, 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.

32. Unless already done, 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, as shown on Sheet 5 of the GDP.
33. Unless already relocated, 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.
34. It shall be understood that as many as two (2) telephone service step-in cabinets not to exceed 100 square feet in area and eight (8) feet in height each may be located on the Property. The cabinets shall be located outside of the EQC and located in the least disruptive manner to avoid negative impact to the buffer/landscaped areas.
35. 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.

[SIGNATURE ON NEXT PAGE]

Signature Sheet
PCA 89-V-062-2 and RZ 2004-MV-011
Page 1 of 1

APPLICANT/TITLE OWNER

COLCHESTER LAND COMPANY LLC

By: _____
Edwin W. Lynch, Jr., its manager

PROPOSED DEVELOPMENT CONDITIONS

SE 2004-MV-011

September 8, 2005

If it is the intent of the Board of Supervisors to approve SE 2004 MV-011 located at Tax Map 113-3 ((1)) 5H1 for two fast food restaurants and a quick-service food store pursuant to Sect. 5-504 of the Fairfax County Zoning Ordinance, the staff recommends that the Board condition the approval by requiring conformance with the following development conditions:

1. This Special Exception is granted for and runs with the land indicated in this application and is not transferable to other land.
2. This Special Exception is granted only for the purpose(s), structure(s) and/or use(s) indicated on the special exception plat approved with the application, as qualified by these development conditions.
3. This Special Exception is subject to the provisions of Article 17, Site Plans, as may be determined by the Director, Department of Public Works and Environmental Services (DPWES). Any plan submitted pursuant to this special exception shall be in substantial conformance with the approved Special Exception Plat entitled Gunston Commerce Center, prepared by Dewberry & Davis, LLC and dated December 29, 2003 as revised through September 2, 2005, and these conditions. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.
4. These special exception uses shall be identified by building mounted signage only; these uses shall not be permitted free-standing signs nor shall they be included on any monument signage associated with Gunston Commerce Center. This condition shall not preclude directional signage permitted in an office park or an industrial park pursuant to the provisions of Article 12, Signs.
5. The number of fast food restaurants shall be limited to two. The total number of fast food restaurant seats shall be limited to a maximum of 34.
6. Drive-through windows shall not be permitted.
7. The two fast food restaurants may be combined into one fast food restaurant and/or one or both of the fast food restaurants may be combined with the quick-service food store. However, in no instance shall the amount of gross floor area devoted to each special exception use exceed the gross floor area specified on the combined GDP/SE Plat. If not used for fast-food restaurants or as a quick service food store, the gross floor area devoted to the special exception uses may be converted to other uses permitted in the I-5 District,

subject to the applicable provisions of the Zoning Ordinance and the proffers applicable to Gunston Commerce Center.

8. All outdoor lighting fixtures shall be in accordance with the Performance Standards contained in Part 9 (Outdoor Lighting Standards) of Article 14 of the Zoning Ordinance.

The above proposed conditions are staff recommendations and do not reflect the position of the Board of Supervisors unless and until adopted by that Board.

This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this special exception shall automatically expire, without notice, thirty (30) months after the date of approval unless the use has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the special exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.