

PROFFERS

Pursuant to Section 15-2-2303A of the 1950 Code of Virginia, as amended, the undersigned hereby proffer the following conditions provided the Subject Property is rezoned as proffered herein. For the purpose of these proffers, the term "Developer" refers to the undersigned or their successors or assigns.

1. Subject to the provisions of Section 18-204 of the Zoning Ordinance, the Subject Property shall be developed in substantial conformance with the Generalized Development Plan ("GDP") entitled, "Kline at Penderbrook" prepared by the BC Consultants, revised as of January 7, 1998.
2. With reference to Route 66 and Route 50, the Developer shall provide the following noise attenuation measures:
 - a. In order to achieve a maximum interior noise level of 45 dBA Ldn, the Developer proffers that all residential units (Lots 2, 3 and 12) impacted by highway noise having levels between 65 and 70 dBA Ldn, shall have the following acoustical attributes:
 - (1) Exterior walls will have a laboratory sound transmission class of STC of at least 28. If windows constitute more than twenty percent (20%) of any facade, they shall have the same laboratory STC rating as walls.
 - (2) Doors and windows will have a laboratory sound transmission class of STC of at least 28. If windows constitute more than twenty percent (20%) of any facade, they shall have the same laboratory STC rating as walls.
 - (3) Adequate measures to seal and caulk between surfaces will be provided.
 - b. In order to achieve a maximum interior noise level of 45 dBA Ldn, the Developer proffers that all residential units (Lots 1, 14 and 13) impacted by highway noise levels between 70 and 75 dBA Ldn, shall have the following acoustical attributes:

- (1) Extension walls will have a laboratory sound transmission class (STC) of at least 45.
 - (2) Doors and windows will have a laboratory sound transmission class (STC) of at least 37. If windows constitute more than twenty percent (20%) of any facade, they shall have the same laboratory STC rating as walls.
 - (3) Adequate measures to seal and caulk between surfaces will be provided.
- c. In order to achieve a maximum exterior noise level of 65 dBA Ldn, noise attenuation measures such as acoustical (architecturally solid, no gaps) fencing, walls, earthen berms, or combinations thereof, shall be provided for patio areas, unshielded by topography or build structures, as determined by DEM.
- d. As an alternative to "a," "b," or "c" above, the Developer may elect to have a refined acoustical analysis performed, subject to approval of DEM, to verify or amend the noise levels and impact areas set forth above and/or to determine which units/buildings may have sufficient shielding to permit a reduction in the mitigation measures prescribed above.
3. The Developer shall conform to the limits of clearing and grading shown on the GDP subject to minor modifications for the installation necessary of trails, utility lines and stormwater management facilities as approved by DEM. At the time of grading plan review, the Developer shall designate limits of clearing and grading, in addition to those shown on the GDP, in areas where it is economically feasible to save additional trees without precluding construction of the project in accordance with the GDP, including but not limited to, the specific density and general development configuration shown thereon. Prior to any clearing and grading on-site, the final limits of clearing shall be confirmed in the field by the Urban Forester. All trees shown within the tree save area shall be protected by temporary fencing, a minimum of four feet in height placed at the dripline of the trees to be preserved. The fencing shall be installed prior to any work being conducted on the site and shall be made clearly visible to all construction personnel. If any trails, utility lines, or stormwater management facilities are required to be located within the area

protected by the limits of clearing and grading, they shall be located and installed in the least disruptive manner feasible, considering cost and engineering, as determined by DEM, and subject to County Urban Forester approval. If any trees within the area designated to be preserved are destroyed as a result of the Developer's construction activities, the Developer will provide appropriate replacement trees in terms of species, size and quantity as determined by the Urban Forestry Branch pursuant to Section 12-407 of the Public Facilities Manual.

4. At the time of subdivision plan approval, the Developer shall contribute to the Fairfax County Housing Trust Fund a sum equal to one percent (1%) of the projected sales price of the homes to be build on-site, as determined by the Department of Housing and Community Development and DEM in consultation with the Developer to assist the County in its goal to provide affordable dwellings elsewhere in the County.
5. All homes on the property shall meet the thermal guidelines of the Virginia Power Energy Saver Program for energy-efficient homes or its equivalent, as determined by DEM for either electric or gas energy systems, as applicable.
6. Subject to VDOT and DEM approval, the Developer shall widen Fairfax Farms Road along the frontage of the Property with curb set at nineteen (19) feet from centerline.
7. To prevent paper trash from blowing offsite during the construction period, the Developer shall police the site on a daily basis and pick up and dispose of paper trash.
8. At the time of subdivision plat approval, the Developer will comply with the Fairfax Center Area Roadway Contribution formula under the Procedural Guidelines adopted by the Board of Supervisors on November 22, 1982, as amended.
9. In the event that the Comprehensive Plan calls for a stream valley trail across the subject property, said trail shall be provided and shall traverse Parcel A at a location to be determined by the Director of DEM. Said trail shall be located so as to minimize clearing of trees and minimize impacts to wetlands (if any) that may be present in this area.

10. At the time of subdivision plan approval the Developer shall contribute Three thousand five hundred dollars (\$3,500) to the Fairfax County Park Authority, to be utilized for Park Facilities in the vicinity of the subject property. Said contribution amount shall be adjusted by increases or decreases in the Construction Cost Index from the Engineering News Record from the date of these proffers to the date of payment.
11. To provide additional screening in the "tree save area" and "open space area" shown on the GDP along the western border of lots 1 through 6, the Developer shall plant 30 deciduous or evergreen trees in coordination with the County's Urban Forester, who shall determine the planting locations of these trees within the referenced areas. The size of these additional plantings shall be in accordance with Public Facilities manual specifications.
12. The Developer shall design the entrance to the development so as to provide adequate site distance. A homeowners association shall be created to maintain the common areas and to insure that the entrance features, screening, berming and fencing are adequately maintained.
13. Construction machinery shall not be operated on the site before 7 AM or after 9 PM Monday through Saturday nor before 9 AM or after 9 PM on Sunday.
14. The Developer shall install three (3) street lights along the Fairfax Farms Road frontage of the subject property.
15. During construction in the months of July and August, the Developer shall employ a watering truck to wet down the construction road on the site.
16. These proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, and all of which taken together shall constitute but one and the same instrument.

[Signatures on the next two pages]

BRADFORD S. KLINE, Trustee
Applicant

Richard Falls Trustee

RICHARD FALLS, Trustee
Owner of Tax Map
46-4 ((1)) Parcel 42

ARTHUR M. REYNOLDS, JR., Trustee
Owner of Tax Map
46-4 ((1)) Parcel 42

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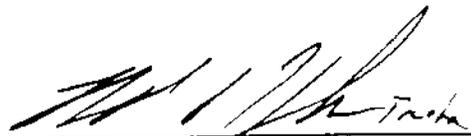
BRADFORD S. KLINE, Trustee
Applicant

RICHARD FALLS, Trustee
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Arthur M. Reynolds, Jr.
ARTHUR M. REYNOLDS, JR., Trustee
Owner of Tax Map
46-4 ((1)) Parcel 42

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Applicant

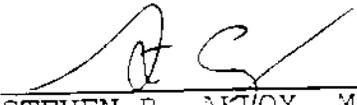
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STANLEY-MARTIN HOMES, L.L.C.

By: 
STEVEN B. ALLOY, Member