PROFFERS
BANNERWOOD ESTATES
RZ 2005-MA-014

September 15, 2005
Revised September 27, 2005
Revised September 28, 2005
Revised November 18, 2005
Revised November 29, 2005
Revised March 16, 2006
Revised March 30, 2006

Pursuant to Section 15.2-2303 (a), Code of Virginia, 1950 as amended, Bannerwood Investments, LLC, the applicant in RZ 2005-MA-014, filed for the property identified as Tax Map # 0592-01-0008, 0009, 0010 & 0011 (hereinafter referred to as "Subject Property"), proffers the following for itself and any successors and assigns, provided that the Board of Supervisors approve a rezoning of the Subject Property to the PDH-4 District.

1. Development Plan: Development of the Subject Property shall be in substantial conformance with the Conceptual Development Plan/ Final Development Plan ("CDP/FDP") prepared by Walter L. Phillips dated March 18, 2005 as revised through March 29, 2006.

2. Minor Deviation: Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications to the CDP/FDP may be permitted as determined by the Zoning Administrator. The Applicant reserves the right to make minor adjustments to the layout, internal lot lines, and lot sizes of the proposed subdivision, without requiring approval of a Proffered Condition Amendment ("PCA")/Final Development Plan Amendment ("FDPA") at time of subdivision plan submission based on final house locations, building footprints, and utility locations, provided that there is no decrease to the amount of the open space, tree save, limits of clearing and grading, yard setbacks, or distances to peripheral lot lines as dimensioned on the CDP/FDP and the proposed minor modifications are in substantial conformance with the CDP/FDP.

3. Existing Dwelling Units: The existing dwelling units located on Lot 1 and Lot 12 on the Subject Property shall be retained as shown on the CDP/FDP; however, the dwelling units may be enlarged or replaced without a Proffered Condition Amendment, so long as all of the PDH-4 District provisions as described in these proffers are met.

4. Limits of Clearing: The applicant shall conform to the limits of clearing and grading as shown on the CDP/FDP subject to the installation of utilities and/or trails as determined necessary by the Director of DPWES. If it is determined

necessary to install utilities outside of the limits of clearing and grading as shown on the CDP/FDP they shall be located in the least disruptive manner necessary as determined by Urban Forest Management. A replanting plan shall be developed and implemented to landscape any areas outside the limits of clearing and grading that must be disturbed, subject to approval by Urban Forest Management (UFM).

5. Outlots "A" and "B": The area designated as Outlots "A" and "B" shall be conveyed to the Homeowner Association (HOA) referenced in paragraph 6 below, and shall be maintained by the HOA as open space.

6. Homeowner Association: The Applicant shall establish a homeowners association for the proposed development to own, manage and maintain the SWM/BMP facilities, Outlots A and B, the private streets and sidewalks, as well as the fences and retaining walls, as shown on the CDP/FDP. Maintenance obligations and estimated costs including those associated with the SWM/BMP facilities, sidewalks, the private road, and retaining walls and fences shall be disclosed to contract purchasers of residential units within the proposed development prior to entering into a contract of sale, and shall be disclosed in the homeowners' association documents prepared for the Application Property. In addition, Applicant shall provide the referenced HOA with a minimum of $39,000 to be used solely for the purpose of maintenance of the private street, sidewalk, retaining walls, fences, and landscaping.

7. Typical Lot Details: All newly created lots shall conform to the Typical Lot Schematic shown on Sheet 2 of the CDP/FDP. No building additions shall be permitted outside of the improvements envelope. Building restrictions as shown on the CDP/FDP shall be disclosed to all contract purchasers of residential units with the proposed development prior to entering into a contract of sale, and shall be disclosed in the HOA documents.

8. Sidewalks: Applicant shall construct a sidewalk consisting of permeable pavers on one side of the proposed private road, which is a minimum of four (4) feet wide, within the Application Property as shown on the CDP/FDP.

9. Fairfax County Park Authority Contribution: The Applicant shall contribute $23,000 to the Fairfax County Park Authority at the time of subdivision plan approval.

10. Fairfax County Schools Contribution: The Applicant shall contribute $30,000 to the Fairfax County Board of Supervisors for transfer to the Fairfax County School Board at the time of subdivision plan approval to be utilized for projects contained in the CIP for public schools within Fairfax County that serve the subject property, as determined by the Board of Supervisors.

11. Landscaping: The Applicant shall provide landscaping on the Application Property as generally shown on the CDP/FDP, in accordance with the

recommendations of Urban Forest Management. Evergreen trees shall be a minimum height of eight (8) feet and shade trees shall have a minimum caliper of two to two and one half (2 - 2 ½) inches at the time of planting.

12. Tree Preservation Plan. The Applicant shall submit a tree preservation plan as part of the first and all subsequent subdivision plan submissions. The tree preservation plan shall be prepared by a professional with experience in the preparation of tree preservation plans, such as a certified arborist or landscape architect, and shall be reviewed and approved by UFM. The tree preservation plan shall consist of a tree survey that includes the location, species, size, crown spread, and condition rating percentage of all trees that are ten (10) inches or greater in diameter and located within twenty (20) feet on either side of the limits of clearing and grading and within the Tree Save Area, as more specifically shown on Sheets 2 and 3 of 8 of the CDP/FDP. The tree preservation plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading, as shown on the CDP/FDP, and other areas in which trees can be preserved as a result of final engineering. The condition analysis ratings shall be prepared using methods outlined in the latest edition of the *Guide for Plant Appraisal* published by the International Society of Arboriculture. Specific tree preservation activities that will maximize the survivability of trees to be preserved, such as crown pruning, root pruning, mulching, fertilization, and others, as necessary, shall be included in the plan.

    1) The Applicant shall retain the services of a certified arborist or landscape architect, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the pre-construction meeting. Before or during the pre-construction meeting, the Applicant's certified arborist or landscape architect shall walk the limits of clearing and grading with a UFM representative to determine where minor adjustments to the clearing limits can be made to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustments shall be implemented. Trees within the preservation area that are identified specifically by UFM in writing as dead or dying may be removed by the Applicant as part of the clearing operation. Any tree that is designated for removal at the edge of the limits of clearing and grading or within the tree preservation area, shall be removed using a chain saw to avoid damage to surrounding trees and associated understory vegetation and soil constraint. If a stump must be removed, this shall be done using a stump grinding machine in a manner causing as little disturbance as possible to the adjacent trees and associated understory vegetation and soil constraint.

2: The Applicant shall notify the Mason District Supervisor's office ten (10) days in advance of the tree preservation walk through meeting with Urban Forest Management.

3) All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fencing. Tree protection fencing consisting of four (4)-foot high, fourteen (14)-gauge welded wire attached to six (6) foot steel posts, driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart, shall be erected at the limits of clearing and grading, as shown on the phase I & II erosion and sediment control sheets in all areas.

4) The tree protection fencing shall be made clearly visible to all construction personnel. The fencing shall be installed prior to any clearing and grading activities on the site, including the demolition of any existing structures. The installation of tree protection fencing shall be performed under the supervision of a certified arborist or landscape architect. Ten (10) days prior to the commencement of any clearing, grading, or demolition activities, UFM and the District Supervisor shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed and the project's certified arborist or landscape architect shall verify, in writing, that the tree protection fencing has been properly installed. No grading or construction activities shall occur until the fencing is installed correctly, as determined by UFM. During any clearing or tree/vegetation/structure removal on the Subject Property, a representative of the Applicant shall be present to monitor the process and ensure that activities are conducted as proffered and as approved by UFM. The Applicant's certified arborist or landscape architect shall monitor all construction work and tree preservation efforts in order to ensure conformance with all tree preservation proffers and UFM approvals. The monitoring schedule shall be detailed in the tree preservation plan, and reviewed and approved by UFM.

4) The demolition of existing features and structures shall be conducted in a manner that minimizes the impact on individual trees and groups of trees to be preserved, as approved by the UFM.

5) The applicant's certified arborist or landscape architect shall determine the replacement value of those trees shown for preservation on the tree preservation plan. These trees and their value shall be identified on the tree preservation plan at the time of the first submission of the subdivision plan. The replacement value shall take into consideration the age and size of thee trees

and shall be determined by the so-called "Trunk Formula Method" contained in the latest edition of the *Guide for Plant Appraisal* published by the International Society of Arboriculture, subject to review and approval by UFM.

At the time of subdivision plan approval, the Applicant shall post a cash bond or letter of credit payable to the County of Fairfax to ensure replacement of the designated trees that die or are dying due to normal construction activities permitted on the approved plan. Any trees shown to be preserved on the tree preservation plan that die or are dying due to construction activities NOT permitted on the approved plan shall be replaced with trees of equivalent species and ten (10) year canopy cover as approved by UFM. The terms of the letter of credit shall be subject to approval by the County Attorney. The total amount of the cash bond or letter of credit shall be in the amount of the sum of the assigned replacement values of the designated trees.

If, at the time of final bond release, trees are found to be dead or dying despite adherence to approved construction activities by UFM, the cash bond or letter of credit shall be used as necessary to plant trees of a similar ten (10) year canopy cover and species, or species appropriate to the site, in consultation with UFM, and the developer's certified arborist. The cash bond or letter of credit shall not be used for the removal of the dead/dying trees normally required by the PFM and the Conservation Agreement.

Any funds remaining in the letter of credit or cash bond will be released two years from the date of release of the project's conservation escrow, or sooner, if approved by UFM.

13. Stormwater Management/BMP: The Applicant shall provide on-site stormwater management and Best Management Practices facilities as shown on the CDP/FDP to satisfy detention and water quality requirements in accordance with the requirements of the Public Facilities Manual (PFM), DPWES, and Chapter 118 of the Fairfax County Code (the Chesapeake Bay Preservation Ordinance) and/or request waivers or modifications from DPWES at time of subdivision plan submission. The Applicant may utilize alternative measures, including innovative BMPs, as supplemental designs at time of subdivision plan submission, subject to the approval of DPWES and Urban Forest Management (UFM). Any minor deviations to the location and size of the proposed facilities shall not result in any additional clearing and grading of the Application Property beyond the limits of clearing and grading shown on the CDP/FDP, nor require an amendment to the CDP/FDP or these proffers. Any areas identified as a pond, but not utilized for stormwater management as a result of waivers or modifications, shall remain as open space. In order to restore, as nearly as practicable, a natural appearance to

the proposed stormwater management pond, the landscape plan submitted as part of the first and all subsequent submissions of the subdivision plan shall show the restrictive planting easement for the pond and the maximum feasible amount of landscaping that reasonably will be allowed in the planting areas of the pond outside of that restrictive planting easement, in keeping with the planting policies of Fairfax County. The Applicant shall install said landscaping in accordance with said plan, subject to DPWES and UFM approval.

14. Housing Trust Fund Contribution: At the time of issuance of the first building permit. a contribution shall be made to the Fairfax County Housing Trust Fund of in the amount of 0.5% of the projected sales price of each single family dwelling to be constructed. The amount of said contribution shall be determined by the Department of Housing and Community Development.

15. Covenant on Use of Garages: A covenant shall be recorded which provides that garages shall only be used for a purpose that will not interfere with the intended purpose of garages (e.g. parking of vehicles). This covenant shall be recorded among the land records of Fairfax County in a form approved, by the County Attorney prior to the sale of any lots and shall run to the benefit of the homeowners' association, which shall be established, and the Fairfax County Board of Supervisors. This restriction shall be stated in the HOA documents, and initial purchasers shall be advised of the use restriction prior to entering into contract of sale.

16. Energy Conservation: All homes constructed on the Application Property shall meet the thermal standards of the CABO Model Energy Program for energy efficient homes, or its equivalent as determined by DPWES, for either electric or gas energy systems.

17. Architecture: The architectural design of individual units shall substantially conform to the architectural style of the elevations shown on the CDP/FDP. The exterior façade materials used on all four sides of the units shall be either brick or a cementitious siding material, or some mix thereof.

18. Specialty Paving Treatment: The Applicant reserves the right to install specialty paving materials within the sidewalk, subject to the approval of DPWES. The materials may include but are not limited to brick or concrete pavers.

19. Trail Connection: The applicant shall provide a trail connection from the cul-de-sac on Bannerwood Drive to the Pine Ridge Park trailhead, as shown on the CDP/FDP. This trail extension shall be approved by the Park Authority's Trail Coordinator prior to subdivision plan approval. If the Park Authority does not approve this trail extension, then the Applicant shall escrow funds, with Fairfax County, in the amount of the estimated construction of the trail extension, for construction of other trails in the Mason District. The amount of this escrow shall be determined by DPWES in consultation with the Fairfax County Park

Authority.

20. Archaeological Study: In the event that the results of the Land Disturbance Assessment submitted by the applicant is not approved by the Fairfax County Park Authority prior to subdivision plan approval, the Applicant shall provide one (1) copy of a Phase I Archaeological Survey of the Property to the Park Authority Cultural Resource Management and Planning Branch within thirty (30) days of the study or survey completion prior to any land disturbing activity. If potentially significant archaeological resources are discovered, Phase II testing and Phase III data recovery may be recommended by the Park Authority Cultural Resource Management and Planning Branch. If recommended by the Park Authority Cultural Resource Management and Planning Branch, Phase II and Phase III level studies shall be completed by the Applicant, and copies of subsequent studies shall also be forwarded to the Park Authority Cultural Resource Management and Planning Branch within thirty (30) days of the study or survey completion. In the event that the results of the Applicant's Land Disturbance Assessment are accepted by the Fairfax County Park Authority, no further studies outlined in this proffer shall be required.

21. Right-of-Way Dedication: At the time of subdivision plan approval or upon demand, whichever occurs first, the Applicant shall dedicate to the Board of Supervisors right-of-way approximately 30 feet from the centerline of Holly Road and approximately 25 feet from the centerline Bannerwood Drive, as generally shown on the CDP/FDP. The Applicant reserves density credit for all dedications of right-of-way, land, or facilities required in connection with these proffered conditions pursuant to Section 2-308 of the Zoning Ordinance.

22. Frontage Improvements: Subject to VDOT and DPWES approval, the Applicant shall construct frontage improvements to Bannerwood Drive and Holly Road, as shown on the CDP/FDP.

23. Public Access Easement: A public access easement in a form approved by the County Attorney shall be placed on the private streets and sidewalks within the approved development. The requirements of this Proffer Condition shall be disclosed in the HOA Documents.

24. Parking: There shall be no parking of vehicles on the private street within the development. This restriction shall be stated in the HOA documents, and initial purchasers shall be advised of the parking restriction prior to entering into contract of sale.

25. Retaining Walls: Retaining Walls shall be covered with stone and/or brick and shall be a maximum of 3 feet above finished grade, as shown on the CDP/FDP.

26. Fences: A board-on-board fence with brick piers interspaced 16 feet on center shall be constructed along the northern property boundary with a maximum height

of 6 feet above finished grade that shall taper to a maximum height of 4 feet above finished grade in the front yard along Holly Road and Bannerwood Drive, as shown on the CDP/FDP.

27. Escalation: The monetary contribution amounts stated in these proffers shall be adjusted by increases to the *Marshall and Swift Building Cost Index*, or a similar objective source, from the date of the Board of Supervisors' approval of this rezoning application to the date of site plan approval.

28. Temporary Signs: No temporary signs (including "Popsicle" style paper or cardboard signs) which are prohibited by Article 12 of the Zoning Ordinance, and no signs which are prohibited by Chapter 7 of Title 33.1 or Chapter 8 of Title 46.2 of the Code of Virginia, shall be placed on or off-site to assist in the initial sale of homes on the Application Property. Furthermore, the agents and employees involved in the marketing and sale of the residential units on the Application Property shall be directed to adhere to this proffer.

29. Construction of Improvements: All of the improvements described herein shall be constructed concurrent with development of the Application Property.

30. Temporary Cul-de-Sac. Bannerwood Drive improvements shall terminate in a temporary cul-de-sac as shown on the CDP/FDP. "No Parking" signs shall be posted and applicant shall post a cash escrow in an amount to be determined by the Director, DPWES for removal of said temporary cul-de-sac at such time as it may be required.

31. Successors and Assigns. These proffers will bind and inure to the benefit of the applicant and all successors and assigns.

OWNER OF
TAX MAP 0592-01-0008 and 0011

Date: July 24, 2006 By: _____
Angelina E. Koulizakis

Date: _____ By: _____
Agnee E. Breitweiser

Date: _____ By: _____
Athena E. Koulizakis

Date: _____ By: _____
Nikki E. Koulizakis

Date: _____ By: _____
Eugenia E. Koulizakis

OWNER OF
TAX MAP 0592-01-0008 and 0011

Date: _____ By: _____
Angelina E. Koulizakis

Date: 7-24-06 By: _____
Agnee E. Breitweiser

Date: _____ By: _____
Athena E. Koulizakis

Date: _____ By: _____
Nikki E. Koulizakis

Date: _____ By: _____
Eugenia E. Koulizakis

OWNER OF
TAX MAP 0592-01-0008 and 0011

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Agnee E. Breitweiser

Date: _____ By: _____
Athena E. Koulizakis

Date: _____ By: _____
Nikki E. Koulizakis

Date: _____ By: _____
Eugenia E. Koulizakis

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TAX MAP 0592-01-0008 and 0011

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Agnee E. Breitweiser

Date: _____ By: _____
Athena E. Koulizakis

Date: _____ By: _____
Nikki E. Koulizakis

Date: _____ By: _____
Eugenia E. Koulizakis

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TAX MAP 0592-01-0008 and 0011

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Date: _____ By: _____
Agnee E. Breitweiser

Date: _____ By: _____
Athena E. Koulizakis

Date: _____ By: _____
Nikki E. Koulizakis

Date: 7/24/06 By: _____
Eugenia E. Koulizakis

OWNER OF
TAX MAP 0592-01-0009

Date: 7/18/06

By: Deborah A. Halling
Deborah A. Halling

OWNER OF
TAX MAP 0592-01-0010

PAULINE V. GRAY REVOCABLE TRUST

Date: 7/31/2006

By: Pauline V. Gray Trustee
Pauline V. Gray, Trustee

CONTRACT PURCHASER:

BANNERWOOD INVESTMENTS, LLC
By: The Young Group, Inc., its Managing Member

Date: July 26, 2006

By: _____
Robert A. Young, President

CONTRACT PURCHASER:

BANNERWOOD INVESTMENTS, LLC
By: The Young Group, Inc., its Managing Member

Date: 09/08/06

By: Nancy B. Young
Nancy B. Young, Secretary/Treasurer