PROFFERS
RZ 2006-SP-011
September 25, 2006

Pursuant to Section 15.2-2303(A), Code of Virginia (1950), as amended, Habitat for Humanity of Northen Virginia, Inc, ("Owner" or "Applicant"), a Virginia non-stock corporation, as the owner of Tax Map No. 56-2((3))-2 (the "Subject Property"), for itself and its successors and assigns, hereby proffers to develop the Subject Property in accordance with the following conditions, provided that the Board of Supervisors rezones the Subject Property to the R-20 and WS Zoning Districts for the development of nine (9) multi-family dwelling units.

1. GDP. Development of the Subject Property shall be in substantial conformance with the generalized development plan entitled "Generalized Development Plan Multi Family Residence Habitat for Humanity Stevenson Street", consisting of three (3) sheets, prepared by Burgess & Niple, dated November, 2005 and revised through August 30, 2006 (the "GDP"). Minor modifications to the GDP shall be permitted as determined by the Zoning Administrator in accordance with Section 18-204 (5) of the Fairfax County Zoning Ordinance (the "Zoning Ordinance") The Applicant reserves the right to make minor adjustments to the layout provided that any adjustments are in substantial conformance with the GDP. All units shall be constructed to provide affordable home-ownership opportunities through Habitat for Humanity of Northern Virinia

2. Architecture.

(A) The Illustrations for the front elevation, side elevations, and rear elevation shown on Sheet 3 of the GDP are provided to show the design intent for the proposed multifamily building. The elevations of the building shall be generally consistent with the character and quality shown on these Illustrations. Specific features, such as the exact location and size of windows, doors, shutters, roofline, and the final design are subject to modification by the Owner upon final engineering and final architectural review.

(B) The development shall include the following elements:

(1) The Owner shall provide lighting fixtures in the parking area , at the approximate locations indicated on the GDP and in accordance with a lighting plan to be reviewed and approved as part of site plan approval. Any exterior lighting shall comply with the applicable performance standards in Article 14 of the Zoning Ordinance.

(2) The Owner may construct a small monument style entrance feature. The height and dimension shall be in conformance with Article 12 of the Zoning Ordinance. Any lighted entrance feature shall be lit in accordance with the performance standards in Article 14 of the Zoning Ordinance. In addition, the final design of the moument sign shall include

shrubs or other plantings around its base, substantially as shown on Exhibit A to these Proffers, for review and approval by Urban Forest Management as part of the landscape plan contemplated by Proffer 3 (B) below,

3. Tree Preservation and Landscaping.

(A) The Owner shall have the limits of clearing and grading marked with a continuous line of flagging prior to the pre-construction meeting during site plan review, and, if requested by the Urban Forest Management ("UFM"), the Owner shall employ an arborist to assist the owner on landscaping matters. Before or during the pre-construction meeting, any Owner's arborist, or other representative, shall walk the limits of clearing and grading with a representative of the UFM to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, both on- and off-site, and such adjustment shall be implemented. For any trees proposed for preservation, the Owner shall provide tree protection fencing during construction of the improvements contemplated by the GDP in the form of four foot high, 14 gauge welded wire attached to 6 foot steel posts driven 18 inches into the ground and placed no further than 10 feet apart, or other forms of tree protection fencing approved by UFM. Any tree protection fencing shall be installed prior to any clearing and grading activities, including the demolition of any existing structures. Any tree to be removed by the Owner shall be removed in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done causing as little disturbance as possible to any adjacent trees and associated understory vegetation and soil conditions.

(B) The Owner shall submit a landscape plan for review and approval by Urban Forest Management at site plan review to provide the additional landscaping as shown on the Landscaping Plan on Sheet 2 of the GDP. At site plan review, the Owner will show on the site plan the development's compliance with the tree cover requirements of the Zoning Ordinance.

4. Energy Efficiency All residential units constructed on the Subject Property shall meet the thermal standards of the CABO Model Energy Program of energy efficient homes, or its equivalent, as determined by DPWES, for either electrical or gas systems.

5. Transportation; Trail.

(A) The Owner shall dedicate and convey in fee simple to the Board of Supervisors right-of-way (the "dedication area") along Lee Highway frontage of the Subject Property for public street purposes, as shown on the GDP. Such dedication and conveyance shall be made upon demand by Fairfax County or VDOT, or at the time of site plan approval, whichever occurs first, subject, however, to Section 5(B) or these proffers. All density related to such dedication is hereby reserved pursuant to paragraph 4 of Section 2-308 of the Zoning Ordinance.

(B) Upon the foregoing right -of-way dedication, the Applicant shall be permitted to utilize the dedication area(s) for parking of construction vehicles and for storage of

construction materials and for landscaping and other public uses as provided in a license agreement approved by the County Attorney.

(C) At the time of final site plan approval, the Owner shall make a contribution in accordance with the Fairfax Center Area Roadway contribution formula adopted by the Board of Supervisors on November 22, 1982, as amended, subject to credit for all creditable expenses as determined by the Office of Transportation and DPWES. This contribution is currently specified to be $1,053 per dwelling unit.

(D) The Owner shall construct a 10-foot wide trail within the right-of-way along the Route 29 frontage, as shown on the GDP, with the final location to be determined by DPWES.

6. Schools. The Owner shall contribute the sum of $7,500 to the Board of Supervisors for capital improvements to the schools in the vicinity of the Subject Property. This contribution shall be made at the time of the final site plan approval.

7. Hours of Construction; Storage.

(A) Construction activity for the installation of site improvements and construction of the building shall be limited to between the hours of 7:00 a.m. and 6:00 p.m., Monday through Saturday.

(B) Construction activity on Sundays shall be limited to interior work only and to the hours between 7:00 a.m. and 7:00 p.m.

(C) As provided in Section 5(B) of these Proffers, construction vehicles shall, during the development and construction of the project, park on the Subject Property, including the dedication area. Owner shall direct the Habitat for Humanity volunteers to use these areas, and the public street parking spaces on Stevenson Street, for parking during the development and construction and shall direct such volunteers to not park on the private streets within the Westbrook Condominium.

8. Homeowners Association or Condominium Association.

The Owner shall establish a homeowners association or condominium association for the proposed development, or arrange for the proposed development to be part of an association of Habitat for Humanity projects ("Association"). Any such Association shall own, manage, and maintain any open space or common elements and to be responsible for any maintenance obligations relating to open space.

9. Blasting If blasting is required in connection with development of the Subject Property, the Owner will insure that blasting is done in accordance with Fairfax Fire

Marshal requirements and all safety recommendations of the Fire Marshal, including, without limitation, the use of blasting mats. All recommendations of the Fire Marshal shall be implemented.

In addition, the Owner shall comply with the following if blasting is required:

(A) A professional consultant shall be retained by the Owner to perform a pre-blast survey of each house or residential building located within two hundred fifty (250) feet from the boundary of the Subject (properties within these potentially affected areas are referred to as the "survey areas"). The survey shall also list the tax map parcel numbers of properties within the survey areas. The inclusion of a dwelling in the survey areas shall be subject to permission from each owner to enter onto such owner's property to perform the survey work. The Owner shall provide written confirmation to DPWES that the survey has been completed (and identify any owners who declined to allow entry) and include a copy of the survey. Copies of the survey shall also be provided to the owners of properties within the survey area, which may be provided by e-mail or other electronic transmission. The cost of the consultant to carry out the actions set forth in this Proffer shall be borne by the Owner.

(B) The consultant shall request in writing from the owner of each property within the survey areas access to each house, building, swimming pool, or well that are located within the survey areas to determine the pre-blast conditions of these structures. The consultant will be required to give adequate notice of the scheduling of the pre-blast survey, not less than 15 days advance notice. All owners of structures entitled to pre-blast inspections shall be provided with the name, address, and phone number of the blasting contractor's insurance carrier.

(C) The consultant shall be required to place seismographic instruments prior to blasting to monitor the shock waves. Seismographic monitoring records shall be provided to County agencies upon their request.

(D) The owners of residences within 250 feet of the boundary of the Subject Proprty shall be notified at least ten (10) days prior to blasting, by certified mail return receipt requested and by regular mail, and copies will be provided to DPWES. No blasting shall occur until such notice has been given.

(E) Upon receipt of a claim of actual damage resulting from said blasting, the consultant shall respond within ten (10) days by meeting at the site of the alleged damage to confer with the property owner and for the consultant to document the damage alleged. Any owner of a structure may of course document on their own any damge they contend was caused by the blasting on the Subject Property. Any verified claims for damage due to blasting shall be expeditiously resolved.

(F) Blasting subcontractors shall be required to maintain necessary liability insurance to cover the costs of repairing any damages to structures that are directly attributable to the blasting activity.

(G) The consultant shall be required to provide an analysis of the potential for gas migration from the site to the Fire Marshal for review and approval prior to blasting, and appropriate mitigation or notification as determined by the Fire Marshal shall be implemented.

10. Noise.

(A) Fairfax County data indicates that all of the residential units to be constructed on the Subject Property will be located within a noise contour of 65 dBA to 70 dBA, and that this noise contour exists within an area approximately 370 feet from the existing centerline of Lee Highway. In order to achieve interior noise level for residential units of approximately DNL 45 dBA within this noise contour, residential units within this noise contour shall be constructed with the following acoustical treatment measures:

a. Exterior walls shall have a laboratory sound transmission class ("STC") rating of at least 39.

b. Glazed areas, including doors and windows, shall have a laboratory STC rating of at least 28 unless glazing constitutes more than 20% of any facade exposed to noise levels of DNL 65 dBA or above. If glazing constitutes more than 20% of an exposed facade, then the windows shall have a STC rating of at least 39.

c. All surfaces shall be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials ("ASTM") to minimize sound transmission.

(B) The applicant may elect to have a refined acoustical analysis performed, in accordance with methodology approved by the Department of Public Works ("DPZ"), to verify or amend the noise levels and impact areas set forth above and/or to determine which units or portions thereof may have sufficient shielding from vegetation and/or other structures to permit a reduction in the mitigation managers prescribed above, or to determine minimum STC ratings for exterior walls, windows, and doors. This analysis shall be subject to the approval of DPZ.

11. Asbestos. The Applicant shall comply with DPWES standards should it determine that there a potential health risk exists during development of the Subject Property due to the presence of asbestos-containing rock on the Subject Property. The Applicant shall:

(A) Submit a Compliance Plan for controlling the potential release of asbestos from natural mineral deposits to the Health Department for approval prior to commencing any construction that will disturb the soils and bedrock.

(B) Take appropriate measures as determined by the Health Department to alert all construction personnel as to the potential health risks, and

(C) Commit to appropriate construction techniques as determined by DPWES in coordination with the Health Department to minimize this risk. Such techniques may

include, but are not limited to, dust suppression measures during all blasting and drilling activities and covered transportation of removed materials presenting this risk, and appropriate disposal.

12. Miscellaneous. These Proffers shall bind and inure to the benefit of the Owner and successors and assigns. These Proffers may be executed in one or more counterparts, each of one when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but the same instrument.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

Signature Page to Proffers
RZ 2006-SP-011

OWNER:
HABITAT FOR HUMANITY
OF NORTHERN VIRGINIA, INC.

By: _____

Print Name: Karen K Cleveland

Title: Executive Director

Date Signed: 10/1/06

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