



County of Fairfax, Virginia

To protect and enrich the quality of life for the people, neighborhoods and diverse communities of Fairfax County

Date: October 24, 2007

Lynne J. Strobel
Walsh, Colucci, Lubeley, Emrich & Terpak
2200 Clarendon Blvd., Thirteenth Floor
Arlington, VA 22201-3359

Re: Interpretation for RZ 2004-SU-028, and SE 2004-SU-027, March Hodge Chantilly Holdings, Stonecroft Business Park, Tax Map 33-4 ((1)) 3G-2A and 3G-2B: Site Modifications

Dear Ms. Strobel:

This is in response to your letter of October 1, 2007, which replaces and supersedes previous letters dated May 24, 2007, and June 27, 2007, requesting an interpretation of the proffers, generalized development plan, development conditions and special exception plat accepted and approved by the Board of Supervisors in conjunction with the approval of Rezoning RZ 2004-SU-028, and Special Exception SE 2004-SU-027. As I understand it, the question is whether the proposed modified site layout and design are in substantial conformance with the proffers, generalized development plan, development conditions and special exception plat. This determination is based upon your letter and an "Interpretation Exhibit for Stonecroft Business Park, Stonecroft Honda" prepared by VIKA and last revised October 1, 2007, and a Parking Tabulation Chart for the entire site. Copies of your letter and relevant exhibits are attached.

The subject property is governed by RZ 2004-SU-028, which rezoned approximately 26.77 acres from the I-5 District to the C-8 District in 2005, subject to proffers dated January 20, 2005, and SE 2004-SU-027, which permits vehicle sale, rental and ancillary service establishments and an increase in sign size and height, subject to development conditions dated January 5, 2005. You have included copies of the proffers and development conditions with your letter.

Your letter states that the applicant proposes to lease a portion of the subject property and to establish an automobile dealership. Two buildings are shown on the Interpretation Exhibit. The easternmost parcel (Parcel 3G-2A) is proposed to be developed with a two-story, 50,000 square foot Honda dealership with a maximum height of 40 feet. The westernmost parcel (Parcel 3G-2B), the Rosenthal site, is proposed to be developed with a three-story (40 feet maximum height) 45,000 square foot dealership at a later date. As I understand it, the following modifications to the approved development plan are proposed.

- A "new proposed unified subdivision line" is shown between the two parcels that results in Parcel 3G-2A containing 7 acres, or 304,920 square feet and Parcel 3G-2B containing 2.51 acres, or 109,413 square feet. The original subdivision line on the GDP has been shifted approximately 135 feet to the east to transfer approximately 1.6 acres or 71,550 square feet from Parcel 3G-2B to Parcel 3G-2A, in order to accommodate the larger

Honda dealership and associated parking on its lot. Proffer #1(d) states that the lot lines shown on the GDP/SE/PCA Plat may be reconfigured and Note #21 on the development plan states that applicant reserves the right to subdivide the application area in the future to create parcels for sale. The relocation of the subdivision line does not conflict with the approved rezoning and special exception. A substantial row of landscaping is proposed along the new subdivision line, which is consistent with the original design concept of delineating separation between the dealerships and breaking up the vast number of vehicle parking spaces. The overall site continues to meet the approved FAR (0.30) and the required amount of open space (23%).

- Interparcel access between the two parcels has been added on the north side of the new subdivision line to facilitate the movement of vehicles between the two dealerships. Interparcel access between parcels was not shown on the approved development plan; however, it is internal to the site.
- The footprints and gross floor areas of both buildings are proposed to be modified from those shown on the approved plan. Note #11 states that deviations to the size, dimensions, footprints, and locations of the buildings may occur with final engineering and design. The GDP showed the Honda dealership (Building C) to contain 70,000 square feet. You are proposing to reduce the size of the Honda dealership to 50,000 square feet. The Rosenthal building (Building D) was also shown on the approved development plan as a 70,000 square foot building. You are proposing to reduce the size of the Rosenthal building to 45,000 square feet. Both of the buildings were shown with rooftop parking. The proposed plan shows rooftop parking for only the Honda dealership. The modification to building footprints has resulted in changes to planting areas adjacent to the buildings; however, landscaping areas have been provided around both of the buildings that is generally the equivalent to that shown on the approved plan. Building setbacks have been provided which are equal to or greater than those shown on the development plan.
- The parking lot design has been altered to modify the specific layout and location of vehicle parking and vehicle display/storage spaces. The total number of parking spaces proposed is within the limitations contained in Proffer #4 which permits each dealership to have a maximum of 1,200 parking spaces with the site total to not exceed 3,200 spaces. According to the parking tabulations exhibit that was submitted with your letter, the total number of parking spaces for the three dealerships is 1,345. The proposed tabulations on the Interpretation Exhibit demonstrate that interior parking lot landscaping in accordance with the requirements of Sect. 13-201 has been provided on both of the parcels. Landscaping along the southern and western sides of the site has been enhanced with either more trees along the edge of the site or more plantings in the tree islands near the edge of the site.

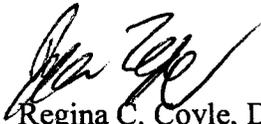
Lynne J. Strobel

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It is my determination that the proposed site modifications described above and discussed in your letter are in substantial conformance with the proffers, generalized development plan, development conditions and special exception plat provided that all of the landscaping that is proposed on the Interpretation Exhibit is provided as shown, subject to Urban Forest Management approval.

This determination has been made in my capacity as the duly authorized agent of the Zoning Administrator. If you have any questions regarding this interpretation, please feel free to contact Mary Ann Godfrey at (703) 324-1290.

Sincerely,



Regina C. Coyle, Director
Zoning Evaluation Division, DPZ

O:\mgodfr\ProfferInterpretations\Stonecroft Auto Park.docAttachments: A/S

cc: Michael R. Frey, Supervisor, Sully District
Ronald W. Koch, Planning Commissioner, Sully District
Diane Johnson-Quinn, Deputy Zoning Administrator, Permit Review Branch, ZAD, DPZ
Kenneth Williams, Plan Control, Land Development Services, DPWES
Angela Rodeheaver, Section Chief for Site Analysis, DOT
Craig Carinci, Director, Environmental and Facilities Inspection Division, DPWES
Kevin Guinaw, Chief, Special Projects and Applications Acceptance Branch, DPZ
File: RZ 2004-SU-028, SE 2004-SU-027, PI 0706 051, SEI 0706 023, Imaging, Reading File

Lynne J. Strobel
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**WALSH COLUCCI
LUBELEY EMRICH
& WALSH PC**
October 1, 2007

RECEIVED
Department of Planning & Zoning

OCT 11 2007

Via E-mail and U.S. Mail

Zoning Evaluation Division

Mary Ann Godfrey
Senior Staff Coordinator
Fairfax County Department of Planning & Zoning
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035

Re: PCA 1999-SU-018 concurrent with RZ 2004-SU-028 and SE 2004-SU-027
Applicant: March Hodge Chantilly Holdings, LLC

Dear Ms. Godfrey:

On May 24, 2007, I submitted a request for the approval of minor modifications to a proffered Generalized Development Plan in accordance with Paragraph 5 of Section 18-204 of the Fairfax County Zoning Ordinance (the "Zoning Ordinance"). The original request was supplemented with my letter of June 27, 2007. Based on our meeting held on July 24, 2007 and our conversation on September 27, 2007, the Applicant has further refined its proposal. Please accept this letter and the attached exhibits to replace and supersede the prior submissions.

The referenced applications were submitted by West*Group Properties, LLC on property then identified among the Fairfax County tax map records as 33-4 ((1)) 3B, 3C, 3D1, 3F and 3G. The proffered condition amendment (PCA 1999-SU-018) amended the proffers for RZ 1999-SU-018 previously approved for industrial development to permit a reduction in land area. The concurrent rezoning application (RZ 2004-SU-028) was filed on approximately 26.77 acres on property then identified among the Fairfax County tax map records as 33-4 ((1)) 3B and 3G (Parcel 3B and Parcel 3G). The Board of Supervisors granted RZ 2004-SU-028, which rezoned Parcel 3B and Parcel 3G from the I-5 District to the C-8 District, on February 5, 2005 subject to proffers dated January 20, 2005. Lastly, the Board of Supervisors approved a concurrent special exception (SE 2004-SU-027) on Parcel 3B and Parcel 3G subject to development conditions dated January 5, 2005. The special exception permits vehicle sale, rental and ancillary service establishments and an increase in sign size and height.

Parcel G was subsequently subdivided into two (2) parcels identified among the Fairfax County tax map records as 33-4 ((1)) 3G1 and 3G2 (Parcel 3G1 and Parcel 3G2). Parcel 3G1 has been developed as a car dealership known as Victory Nissan. The Applicant is the contract lessee of Parcel 3G2, which is hereinafter referred to as the "Subject Property." The Subject Property is subject to the proffers, dated January 20, 2005, and the development conditions dated January 5, 2005; a copy of each is enclosed. The proffers include a requirement that the application property, which includes the Subject Property, shall be developed in substantial conformance with the Generalized Development/Special Exception/Proffer Condition Amendment Plat prepared by

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COURTHOUSE PLAZA | 2200 CLARENDON BLVD., THIRTEENTH FLOOR | ARLINGTON, VA 22201-3359

LOUDOUN OFFICE 703 737 3633 | PRINCE WILLIAM OFFICE 703 680 4664

ATTORNEYS AT LAW

VIKA, Inc., dated January 5, 2005 (the "Plat"). The proffers further reserve the right to determine final building footprints, dimensions, and locations at time of final site plan design. Flexibility in final building locations and footprints is further described in Note 11 of the Plat. In addition, minor modifications to the approved Plat are permitted pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance. The proffers also establish a maximum floor area ratio, maximum building height, minimum open space, and a buildable lot area. The special exception conditions also require development in substantial conformance with the Plat.

The Applicant wishes to lease a portion of the Subject Property and establish an automobile dealership in accordance with the Plat and the proffers. Two buildings are proposed to be constructed on the Subject Property, which is consistent with the Plat. The Applicant proposes a single building consisting of approximately 50,000 gross square feet. The second building to be constructed on the Subject Property in a later phase of development is proposed to contain approximately 45,000 gross square feet. The building proposed by the Applicant will be two stories with the option of roof top parking, and the second building will be three stories, as defined by the Zoning Ordinance. Both of these buildings will be a maximum of forty (40) feet in height, as shown on the Plat and described in the proffers. In addition, both buildings, individually and when combined, are consistent with the proffered floor area ratio, and less than the square footage identified on the Plat. In addition, the total open space provided is 23.7%, which exceeds the proffered minimum of 23%.

The Applicant is submitting two (2) exhibits prepared by VIKA, Inc. with this request. The first exhibit is a chart that describes the existing Victory Nissan establishment (Parcel 3G1) and the Applicant's proposal, which is referenced as the Honda and Rosenthal sites (Parcel 3G2). In addition to acreage, gross square footage, FAR and open space, the chart details parking that is proposed for each portion of the Subject Property. The parking is broken down into sales, display and storage spaces. All of the parking proposed for both the Subject Property and the existing Victory Nissan establishment, is far less than the proffered maximum of 3,200 parking spaces.

The second exhibit, in addition to an overlay, graphically illustrates the Applicant's proposal. The elements of the proposal described herein, as well as building height, setbacks, landscaping and parking, are depicted on the second exhibit. The exhibit is prepared at the same scale as the Plat, and identifies the building location and setbacks to the property line. Please note that all setbacks previously shown on the Plat have been exceeded in the Applicant's proposal. While the building footprints have been modified, the dimensions are in substantial conformance with Note 11 of the Plat, which permits deviations from footprints and layouts, as long as the proffered gross floor area and open space restrictions are satisfied. As described herein, both of these restrictions have been met. In addition, the Applicant proposes to modify the contemplated subdivision line shown on the Plat that separates the two (2) parcels that comprise the Subject Property. The Applicant, as graphically demonstrated on the exhibit, maintains a landscaped area between the two proposed buildings. In addition, the Applicant proposes landscaping in excess of that shown on the Plat. Landscaping has been shown between the proposed buildings on the Subject Property, as well as in a series of landscaped parking islands to break up continuous rows of parking shown on the Plat. The landscaped parking islands break up the view of the parking from Stonecroft Center Court, as well as between the two buildings. This improves the visual appearance

of the Subject Property from the layout shown on the Plat. Interior parking lot landscaping calculations have been provided on the exhibit for each parcel.

The shape of the building proposed by the Applicant is slightly different from that shown on the Plat, but is in substantial conformance with the Plat and the proffers, which both provide for flexibility in building footprints. Please note that the existing Victory Nissan establishment was the subject of a prior interpretation with a building footprint different from that shown on the Plat. Specifically, the existing building footprint does not include a curved front facade. The revised footprint was approved, through interpretation, and constructed. While a curved element was shown on the proposed building located on the Applicant's property, not unlike the Victory Nissan establishment, this is not a crucial element to the design. In order to address this issue, the Applicant will include a curved element typical of a Honda dealership at the front of its building, as shown on the enclosed exhibit. In addition, the Applicant proposes a curved landscaped area in front of the building to add visual interest, and reinforce the original design shown on the Plat. Additional landscaping has been shown around the perimeter of the building to soften its appearance. Lastly, the tree save area at the rear of the Subject Property has been preserved without modification. The Applicant proposes additional plantings adjacent to the tree save area to enhance its appearance and improve the existing understory.

The proposed minor modifications result in no increases in intensity to that previously approved on the Subject Property. The Applicant proposes the modifications within the approved height, open space, gross square footage, and setbacks as shown on the Plat. The modifications to the two buildings shown on the Plat is necessary to respond to issues associated with final design and market demand, and meet the requirements of Paragraph 5, Section 18-204 of the Zoning Ordinance. Further, the proposal meets the limitations of Paragraph 5A as the modifications do not include any of the following:

- *A change in the amount of land area or a more intensive use from that previously approved.* The Applicant proposes modifications within the limitations of the approved building height and square footage.
- *Result in an increased parking requirement.* The Applicant is continuing to provide parking in accordance with the Plat and the proffers. The proposed parking is significantly less than the maximum permitted in accordance with the proffers.
- *Permit uses other than those approved pursuant to the proffered conditions.* The Applicant proposes vehicle sale, rental and ancillary service establishments in accordance with existing approvals.
- *Reduce the effectiveness of approved transitional screening, buffering, landscaping or open space.* The Applicant has complied with proffered conditions regarding open space, setbacks and landscaping. The Applicant proposes additional landscaping to breakup the approved continuous rows of parking. In addition, the Applicant has proposed landscaped open space between the two proposed buildings. Lastly, the Applicant has provided plantings around the proposed buildings, as well as adjacent to the tree save area to

October 1, 2007

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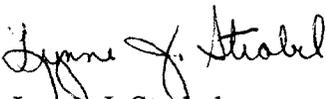
supplement existing vegetation. The Applicant's proposal enhances the effectiveness of screening, buffering, and landscaping shown on the Plat.

- *Permit changes to bulk, mass, orientation or location which adversely impact the relationship of the development or part thereof to the adjacent property.* The Applicant has modified the two (2) approved building footprints without increasing the approved height or square footage. The orientation of the buildings remains the same, so there is no adverse impact on surrounding properties. Further, the minimum setbacks to the periphery of the property exceed the dimensions shown on the Plat.
- *Result in an increase in the amount of clearing and/or grading for a stormwater management facility.* The Applicant is not proposing any changes that will result in modifications to the proposed stormwater management facility.
- *Include the addition of any building or addition to buildings.* The Applicant is not modifying the approved number of buildings or constructing any additions thereto.

In consideration of the above, I am asking for your administrative approval of the minor modifications described herein as being in substantial conformance with the Plat and the proffers approved on the Subject Property. Should you have any questions regarding this request, or require addition information, please do not hesitate to give me a call. Given that the Applicant is currently in a feasibility period for this proposal, I would appreciate a response at your earliest convenience. As always, I appreciate your cooperation and assistance.

Very truly yours,

WALSH, COLUCCI, LUBELEY, EMRICH & WALSH, P.C.


Lynne J. Strobel

Enclosures

LJS/mw

cc: Tony March
Jerry Griffin
John Amatetti
Ed Wagaman
Martin D. Walsh

X

WEST*GROUP MANAGEMENT LLC

TMP 33-4-((1))-3B and 3G

26.77 Acres

PROFFER STATEMENT - RZ 2004 – SU - 028

January 20, 2005

Pursuant to Section 15.2-2303 (A) of the Code of Virginia 1950, as amended and Section 18-203 of the Zoning Ordinance of Fairfax County (1978, as amended), the Property Owner and Applicant and its successors or assigns (hereinafter collectively referred to as the "Applicant") hereby proffer that, subject to the Board of Supervisors' approval of the rezoning application as proposed from the I-5 District to the C-8 District, the development of the parcels under consideration and shown on the 26.77-acre Generalized Development/Special Exception/Proffer Condition Amendment Plat ("GDP/SE/PCA Plat"), dated January 5, 2005, prepared by VIKA, Inc. ("Property"), shall be subject to the terms and conditions listed below. In the event this application is denied, these proffers shall be null and void immediately, and have no further force and effect. Further, if accepted, these proffers and GDP/SE/PCA Plat supersede all other previous proffers and development plans for the Property.

General

Use: Vehicle Sale, Rental, and Ancillary Service Establishment as well as accessory service uses in support of the principal use.

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/Special Exception/Proffer Condition Amendment Plat ("GDP/SE/PCA Plat") prepared by VIKA, Inc, dated January 5, 2005. Applicant reserves the right to determine final building footprints, dimensions and locations at the time of final site plan design, as long as they are in substantial conformance with the GDP/SE/PCA Plat.

- (a) The Property shall have a Floor Area Ratio (FAR) limit of 0.3 or 349,830 square feet of Gross Floor Area (GFA). Individual lots may be developed at an intensity of up to 0.5 FAR; however, the overall FAR shall not exceed 0.3.
- (b) Building heights shall not exceed a maximum of 40 feet, unless an increase is permitted by the Board pursuant to Sec. 9-607 of the Zoning Ordinance.

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- (c) A minimum of 23% of the overall Property shall be retained as landscaped open space. Open space areas shall include the wetland area, RPA and floodplain areas and the buffers along Stonecroft Boulevard and the common property line with the Auto Park as well as other landscaped areas within the Property.
- (d) The lot lines shown on the GDP/SE/PCA Plat may be reconfigured provided that they are in substantial conformance with the GDP/SE/PCA Plat and that:
- No buildable lot shall be less than 40,000 square feet or less than 200-feet in width.
 - The total number of buildable lots shall not exceed 4 without a PCA and amendment to the GDP/SE/PCA Plat.
- (e) The development of the individual lots, with regard to specific design elements such as building entrance features/landscaping, peripheral and interior parking lot landscaping and streetscape along the public access road shall be in substantial conformance with the illustrative exhibits as set forth on Sheets 6 & 7 of 9 of the GDP/SE/PCA Plat and with this proffer statement.
- (f) The GDP/SE/PCA Plat shall serve as the required preliminary plan for the purpose of subdivision and site plan requirements in accordance with Section 101-2-1 of the Subdivision Ordinance to be confirmed by DPWES.

Tree Preservation, Landscaping and Screening

2. Landscaping and screening shall be provided in substantial conformance with the location, quality and quantity of plantings depicted on Sheets 6 & 7 of 9 of the GDP/SE/PCA Plat. A landscape plan shall be submitted as part of the site plan. This plan shall be coordinated with, and approved by, the Urban Forest Management (UFM), DPWES, and shall contain the landscaping shown on the GDP/SE/PCA Plat, including streetscape and peripheral and interior parking lot landscaping. All landscaping, except as provided in Paragraph 3, shall be irrigated and maintained by the applicant. The following tree preservation, buffer and wetland preservation shall be incorporated with the subsequent development plans:

- (a) Applicant shall maintain a minimum of 1.5 acre buffer (the "Tree Save Area") along the north property line, approximately 800 feet in length and averaging 100 feet in width for the purpose of preserving the existing specimen willow oaks and other canopy trees and providing a buffer from Dulles Auto Park to the north as generally shown on sheet 6 of 9 of the GDP/SE/PCA Plat. No parking, structures, or other uses, except as permitted below, shall be allowed in this area; fences shall only be permitted as stated below. The area

may be used for passive recreational uses such as nature walks and use of picnic table(s) provided that areas used for such purposes are protected by application and maintenance of 3-4 inches of mulch to preserve the existing natural environment and to minimize the compaction of soil and radical changes to the functioning of the root zone environment. The area shall be placed in a Conservation Easement or "Out Lot", subject to the approval of UFM, drafted to preserve existing vegetation while also permitting the aforementioned passive recreational uses within the preserved forest canopy. The existing specimen trees within the preservation area shall be delineated on the site plan and preserved in accordance with the Public Facilities Manual, subject to the approval of UFM, and industry standards and under the direct supervision of a landscape architect, arborist or urban forester whose license is recognized by the County or State. The limits of the tree save area shall be perpetually demarcated by a split rail or similar fence (which under no circumstances shall be a chain link fence) 42 - 48" in height with two (2) open sections or gates, not greater than forty-eight inches (48") in width, for pedestrian and maintenance access as approved by UFM. The removal of dead, dying, and diseased trees will be permitted only in areas where such trees pose a hazard as determined by UFM.

- (b) **Tree Preservation Walk-Through.** 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; once identified, the limits shall be adjusted accordingly. Trees that are not likely to survive construction due to their species and/or their proximity to disturbance will also be identified at this time, and the Applicant shall remove them 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 a tree preservation area shall be removed using a chain saw to avoid damage to surrounding trees. 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.
- (c) **Tree Protection Fencing.** All trees shown to be preserved on the GDP/SE/PCA Plat shall be protected during construction by tree protection fencing. Tree protection fencing four (4) feet 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 demolition, and Phase I & II Erosion and Sediment

Control Sheets for those tree save areas depicted on the GDP/SE/PCA Plat. All tree protection fencing shall be installed prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing, except super silt fencing, shall be performed under the supervision of a certified arborist. Three (3) days prior to the commencement of any clearing, grading or demolition activities, UFM shall be notified and given the opportunity to inspect the site to assure that all tree protection devices have been correctly installed.

- (d) **Limits of Clearing and Grading.** The Applicant shall conform to the limits of clearing and grading as shown on the GDP/SE/PCA Plat, subject to the installation of utilities and/or trails as determined necessary by the Director of DPWES; however, no utilities shall be permitted in the northern buffer area, and in that area, the limits of clearing and grading shall be strictly adhered to. Minor adjustments to the clearing and grading limits within the central tree save area may be approved by UFM, in consultation with the Applicant's certified arborist or landscape architect based on field location of the quality trees identified by UFM and their driplines. All utility crossings (including stormwater management outfall facilities and sanitary sewer lines) shall be located outside the proposed tree save area, and the floodplain/RPA area at the southeast area of the site as described in Proffer No. 2f.
- (e) Peripheral and interior parking lot landscaping shall be provided in accordance with the PFM and as generally shown on Sheets 6 & 7/9 of the GDP/SE/PCA Plat.
- (f) Applicant shall preserve the floodplain, wetland area and RPA/EQC area shown in the southeast corner of the Property as delineated on Sheet 5 of 9 of the GDP/SE/PCA Plat in undisturbed open space by means consistent with the Public Facilities Manual. There shall be no encroachment during the construction period, or at any time after. The floodplain, wetland area and RPA/EQC area shall be protected during construction by protective fencing as described in 2(c) above. The limits of the floodplain, wetland area and RPA/EQC area shall be perpetually demarcated by a split rail or similar fence (which under no circumstances shall be a chain link fence), 42 – 48” in height with two (2) open sections or gates, not greater than 48” in width, for purposes of maintenance to be located as approved by UFM.
- (g) The cumulative tree coverage of the landscaping provided as outlined in Paragraphs 1(c), 2(a), 2(e), 2(f) and 4 herein shall result in a minimum composite site plan tree coverage calculation of fifteen percent (15%) of the gross site, although individual lots and site plans may provide less than fifteen percent (15%) tree coverage as may be permitted by UFM. In calculating the fifteen percent (15%) tree

coverage the Tree Save Area shall receive a credit factor of 2 in accordance with PFM, Table 12-11 to be confirmed by UFM.

Stormwater Management

3. Stormwater Management/BMPs shall be provided as determined by DPWES, unless otherwise modified or waived by the Director of DPWES. If the subject property is served by a single stormwater management/BMP facility, the facility shall be placed in a location that is in substantial conformance with the location shown on the GDP/SE/PCA Plat. In order to restore a natural appearance to the stormwater management pond, the landscape plan submitted as part of the first submission of the first site plan that includes the pond shall show a minimum of ten (10) deciduous trees, 3 – 4” in caliper; 20 conifers, 4 – 6’ in height; and 50 shrubs in the planting areas of the pond, in keeping with the planting policies of DPWES, and subject to UFM approval. The plants shall be installed and inspected as a prerequisite of bond release of the first site plan. All landscaping in this stormwater management pond area shall be maintained and watered, but shall not require underground automatic irrigation.

Stonecroft Boulevard Buffer

4. In conjunction with the first site plan approval and prior to the issuance of the first Non-RUP, a fifteen- foot (15’) wide landscape area shall be constructed along the Property frontage with Stonecroft Boulevard, subject to the approval of UFM. Landscaping materials within this buffer shall be similar in quality and quantity as illustrated on Sheets 6 & 7 of 9 of the GDP/SE/PCA Plat. The planting area shall include a continuous 24” high earthen berm and a continuous evergreen hedge planted at 36” trimmed to a minimum of 48” in height measured from the top of curb on Stonecroft Boulevard as generally depicted on the GDP/SE/PCA Plat to create a continuous, solid screening along the entire frontage of Stonecroft Boulevard. Deciduous canopy trees, a minimum of 3-4 inches in caliper, shall be planted 40 – 60 feet on center along Stonecroft Boulevard frontage in the 15 foot landscape area, as approved by UFM.

Parking

5. Each dealership shall accommodate the minimum number of parking and loading spaces as required per the Zoning Ordinance for the corresponding gross floor area and specific use(s). No dealership shall have more than 1,200 spaces, however, the cumulative site total shall not exceed 3,200, including rooftop parking.

- (a) Applicant may utilize parking on the roof of any building on any lot provided such parking is fully screened from Stonecroft Boulevard and Stonecroft Center Court by means of parapets and/or screen walls. Compensatory interior and peripheral parking lot landscaping, if required by DPWES for the rooftop parking, shall be provided elsewhere on the site as determined by UFM at the time of site plan approval. No parking shall be allowed on the access ramps to the roof.

- (b) The outdoor areas devoted to loading, parking and display of vehicles shall be limited to that area so designated on the GDP/SE/PCA Plat, and no vehicles shall be displayed on the site in a manner that will impede the flow of traffic or pedestrian access on-site. The display of vehicles will occur at grade only and no artificial elevation of display vehicles (such as rock piles or ramps) shall be permitted. No parking or display of vehicles shall be permitted along sidewalks or within landscaped or tree save areas. No test-driving of vehicles shall be permitted in landscaped areas.

Transportation Improvements

6. As a prerequisite to the issuance of the Site Plan approval for the second dealership on the Property, Applicant, at its expense, shall cause a traffic signal warrant study to be completed for the intersection of Stonecroft Center Court and Stonecroft Boulevard. If the study supports the issuance of a warrant for a signal at that intersection, and if that warrant is thereafter accepted by the Virginia Department of Transportation (VDOT) for installation of such a signal, then Applicant shall, at its expense, design and construct a signal at that intersection, or in the alternative, if approved by Fairfax County Department of Transportation (FCDOT), shall contribute the amount of the signal as determined by FCDOT to Bonds and Agreements, DPWES for construction of the signal by others, if required by VDOT.

7. Prior to issuance of the first Non-RUP, a striped, non-signalized, crosswalk shall be installed at the existing eastern curb cut on Tax Map 33-4 ((1)) 3C, connecting with the proposed easternmost curb cut for Building C as shown on the GDP/SE Plat.

Architectural Theme

8. In order to insure a consistent architectural theme and character throughout the Property, Applicant shall provide a uniform architectural theme for all structures within the Property.

- (a) The percentage of any one exterior material will not be less than approximately 10% nor more than approximately 50% of the total façade. The sides and rear of each building, the parapet wall used to screen roof parking and at least 60% of the front elevations will be comprised of a minimum of 50% masonry material such as brick, architectural concrete units (split faced or ground faced) or in the case of tilt up construction, pre-cast concrete with stone aggregate face, and/or glass. The balance of the façade material will be earth tone color of synthetic stucco or metal panels. All doors will be metal and of the same earth tone colors as the adjacent building material. All materials will be earth tones, from off-white to beige, sand, and/or shades of brown. All glass shall have non-reflective glazing and the same mullions. There shall be no porcelain/ceramic tiles/panels. Accent colors of the same earth tone range to create a distinctive façade base or horizontal bands to transition colors or types of

masonry, brick or precast materials, shall be exempt from the 10% minimum cited above.

- (b) Irrespective of the foregoing, in order to give individual identity to each dealership, the balance of the front elevation of each building (not more than 40%) may incorporate an architectural style, material, and color unique to that individual dealership; this may contain the dealership's marketing colors, specific logo, and signs as well as, an entrance feature.
- (c) Prior to the issuance of the first Building permit, Applicant shall submit elevations, a list of materials and their manufacturers, and colors to the Western Fairfax County Citizens Association Land Use Committee so that the Association may provide administrative advice and recommendations to the Applicant and the Sully District Supervisor who shall have final approval authority over the materials and colors. Once approved, all buildings shall utilize the approved list of materials and colors.
- (d) For buildings located on lots with frontage on Stonecroft Boulevard, there shall be no vehicular service entrances facing Stonecroft Boulevard.

Signage

9. All signs shall conform with the applicable provisions of the Zoning Ordinance. All signs, other than logo identification signage, shall incorporate consistent design elements including materials, color, font-style and lighting to insure a coordinated image for the Property. In addition, the Property shall be permitted to install and maintain a sign as depicted on Sheet 7 of 9 of the GDP/SE/PCA Plat, which sign shall be setback not less than twelve feet (12') from the right-of-way line. No buntings, flags, balloons, or other types of decorative materials used for promotional purposes shall be located in such a manner as to be visible from off-site, except as otherwise allowed by the provisions of Article 12 of the Zoning Ordinance. 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 by the Applicant or at the Applicant's direction to assist in wayfinding for individual dealerships on the Property. Furthermore, the Applicant shall direct the individual dealerships to adhere to this proffer.

Outdoor Lighting

10. 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 and shall maintain a maximum lighting level of 30 foot-candles. A photometric plan is included in the GDP/SE/PCA Plat and shall be submitted and adhered to as part of the site plan approval. Lighting standards, if any, on the rooftop parking areas shall not exceed 12' in height with cut off fixture at the perimeter.

Loading and Unloading

11. All loading and unloading of vehicles shall be conducted on-site within the limits of each individual dealership. No loading and unloading shall be permitted along Stonecroft Boulevard or Stonecroft Center Court. Signs shall be posted at all entrances to the site, which state that no loading or unloading is permitted along Stonecroft Boulevard or Stonecroft Center Court.

Each dealership shall establish a written operating policy addressing this prohibition. The management of each dealership shall have the affirmative obligation to continually enforce that operating policy and cause all employees of each dealership, all car delivery companies and all other parts and material delivery companies and/or personnel to be advised of that policy. A designee of the vehicle sales establishments shall be available at all times to direct trucks to the loading/unloading areas. No overnight parking of tractor-trailers shall be permitted on Stonecroft Boulevard, Stonecroft Center Court or any other public roadways in the vicinity of the auto park.

Recycling

12. All uses within the auto park shall participate in a recycling program to recycle paper, aluminum, glass, used oil and other appropriate materials. Any car wash facilities will be designed to recycle "a minimum of 80% of the car wash work water," in accordance with Chapter 65 of the Fairfax County Code. Any body shop shall store, contain and dispose of all automobile engine fluids, in containers and per a disposal/recycling program. Prior to site plan approval, the Applicant will consult the Fairfax County Fire Marshall to develop and implement a written plan to cause proper disposal of all petroleum products, antifreeze, solvent, and other potential pollutants used, stored or collected on the Property.

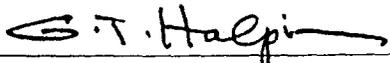
Binding Effect

13. These proffers shall be binding on Applicant and its successors and assigns.

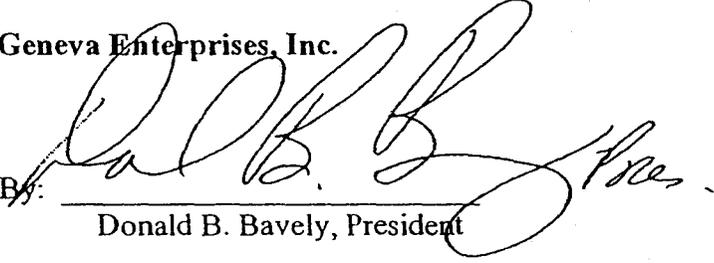
Execution in Counterparts

14. To facilitate execution, this Proffer Statement may be executed in as many counterparts as may be required. It shall not be necessary that the signature on behalf of all the parties to this Proffer Statement appear on each counterpart of this Proffer Statement. All counterparts of this Proffer Statement shall collectively constitute a single instrument.

WEST*GROUP PROPERTIES LLC

By: 
G. T. Halpin, President

Geneva Enterprises, Inc.

By:  Donald B. Bavely, President

CAPPO PROPERTIES LLC

By: 

Name: JEFFREY CAPPO

Title: MANAGING MEMBER

FINAL DEVELOPMENT CONDITIONS

SE 2004-SU-027

January 5, 2005

If it is the intent of the Board of Supervisors to approve SE 2004-SU-027 located at Tax Map 33-4 ((1)) 3B and 3G to permit vehicle sale, rental and ancillary service establishments and an increase in sign size and height pursuant to Sect. 4-804 and Sect. 9-620 of the Fairfax County Zoning Ordinance, 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. A copy of this Special Exception and the Non-Residential Use Permit (Non-RUP) SHALL BE POSTED in a conspicuous place on the property of the use and be made available to all departments of the County of Fairfax during the hours of operation of the permitted use.
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 Stonecroft Business Park, prepared by VIKA, Inc., which is dated April 28, 2004, as revised through January 5, 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.

This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any otherwise applicable ordinances, regulations, or adopted standards. The applicant shall be itself responsible for obtaining the required Non-Residential Use Permits through established procedures, and this Special Exception shall not be valid until all such required Non-RUPs have been obtained.

Pursuant to Sect. 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 has been duly prosecuted. The Board of Supervisors may grant additional time to establish the uses 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.

	Ex Victory Nissan	Honda	Rosenthal	Interim Honda (2)	Cumulative	Max/Min
Site Area	8.00 Ac	7.00 Ac	2.51 Ac.	9.51 Ac (2)	17.51	
GFA	53296 sf	50000 sf	45000 sf	95000 sf	135296 sf	
FAR	0.153	0.164	0.412	0.229	0.194	Max 0.30 (1)
Open Space	85350 sf	70132 sf	25147 sf	96241	180629	
%Open space	26	23	23	23	23.7	Min 23%
Parking req'd	182	208(see below)	105(see below)	313	394	
Parking provided	182	208	105	313	394	
Enclosed sales area		11500 sf	5750 sf	17250 SF		
Service Bays		38	19	57		
Employees		100	50	150		
Outdoor display spaces	162	133	67	200	362	
Outdoor display area		20350 sf	10250 sf	30600 sf		
Outdoor storage Spaces	281	158	50	208	489	
Total Spaces	625	498	222	720	1345	
(1) 0.30 for overall, 0.50 for individual sites						
(2) Includes proposed Lot 3G-2A (7.00 Acres) and Lot 3G-2B (2.51 Acres) combined						
Honda	1 space 500 sf enclosed sales area	23				
	1 space/2500 sf open sales or display lot area	9				
	2 spaces/ service bay	76				
	1 space/employee	100				
	Total required	208				
Rosenthal	1 space 500 sf enclosed sales area	12				
	1 space/2500 sf open salesor display lot area	5				
	2 spaces/ service bay	38				
	1 space/employee	50				
	Total required	105				

Honda	1 space 500 sf enclosed sales area	23
	1 space/2500 sf open salesor display lot area	9
	2 spaces/ service bay	76
	1 space/employee	100
	Total required	208
Rosenthal	1 space 500 sf enclosed sales area	12
	1 space/2500 sf open salesor display lot area	5
	2 spaces/ service bay	38
	1 space/employee	50
	Total required	105