



PCA APPLICATION FILED: September 19, 2006
RZ APPLICATION FILED: June 27, 2008
PLANNING COMMISSION: July 31, 2008
BOARD OF SUPERVISORS: Not Scheduled

County of Fairfax, Virginia

July 17, 2008

STAFF REPORT

APPLICATIONS RZ 2008-PR-011 & PCA 92-P-001-05

PROVIDENCE DISTRICT

APPLICANT:	The MITRE CORPORATION
PRESENT ZONING:	C-3, HC
REQUESTED:	C-3 with proffers, HC
PARCELS:	30-2 ((28)) 3A1, 4A3
ACREAGE:	19.6 acres
FLOOR AREA RATIO (FAR):	1.0
OPEN SPACE:	196,400 sq. ft. (23 percent)
PLAN MAP:	Office
PROPOSAL:	Add a Fourth Building (157,439 sq. ft. in a 6-story, 90 foot tall building) to the Existing MITRE Campus increasing the Overall GFA to 855,301 sq. ft.

STAFF RECOMMENDATIONS:

Staff recommends that RZ 2008-PR-011 and PCA 92-P-001-05 be approved subject to the execution of the draft proffers contained in Appendix 1.

Staff further recommends that a modification of the transitional screening yard requirements and the barrier requirements along the southern boundary as shown on the proffered Generalized Development Plan be approved.

Peter Braham

Department of Planning and Zoning
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5509
Phone 703 324-1290
FAX 703 324-3924
www.fairfaxcounty.gov/dpz/



Staff further recommends that the requested modification of the number of loading spaces be approved pursuant to the provisions of Sect. 11-201.

Finally, staff recommends that the previously approved reduction in the minimum yard requirement for MITRE 3 be reaffirmed pursuant to the provisions of Sect. 2-418.

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

The approval of this rezoning does not interfere with, abrogate or annul any easement, covenants, or other agreements between parties, as they may apply to the property subject to this application.

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

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Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 7 days advance notice.
For additional information on ADA call (703) 324-1334 or TTY 711 (Virginia Relay Center).

Rezoning Application

RZ 2008-PR-011

Applicant: THE MITRE CORPORATION
Accepted: 06/27/2008
Proposed: COMMERCIAL
Area: 19.6 AC OF LAND; DISTRICT - PROVIDENCE
Zoning Dist Sect:
Located: SOUTHERN TERMINUS OF COLSHIRE DRIVE,
SOUTH OF DOLLEY MADISON BOULEVARD
AND WEST OF ANDERSON ROAD

Zoning: FROM C- 3 TO C- 3
Overlay Dist: HC
Map Ref Num: 030-3- /28/ /0003A1 /28/ /0004A3

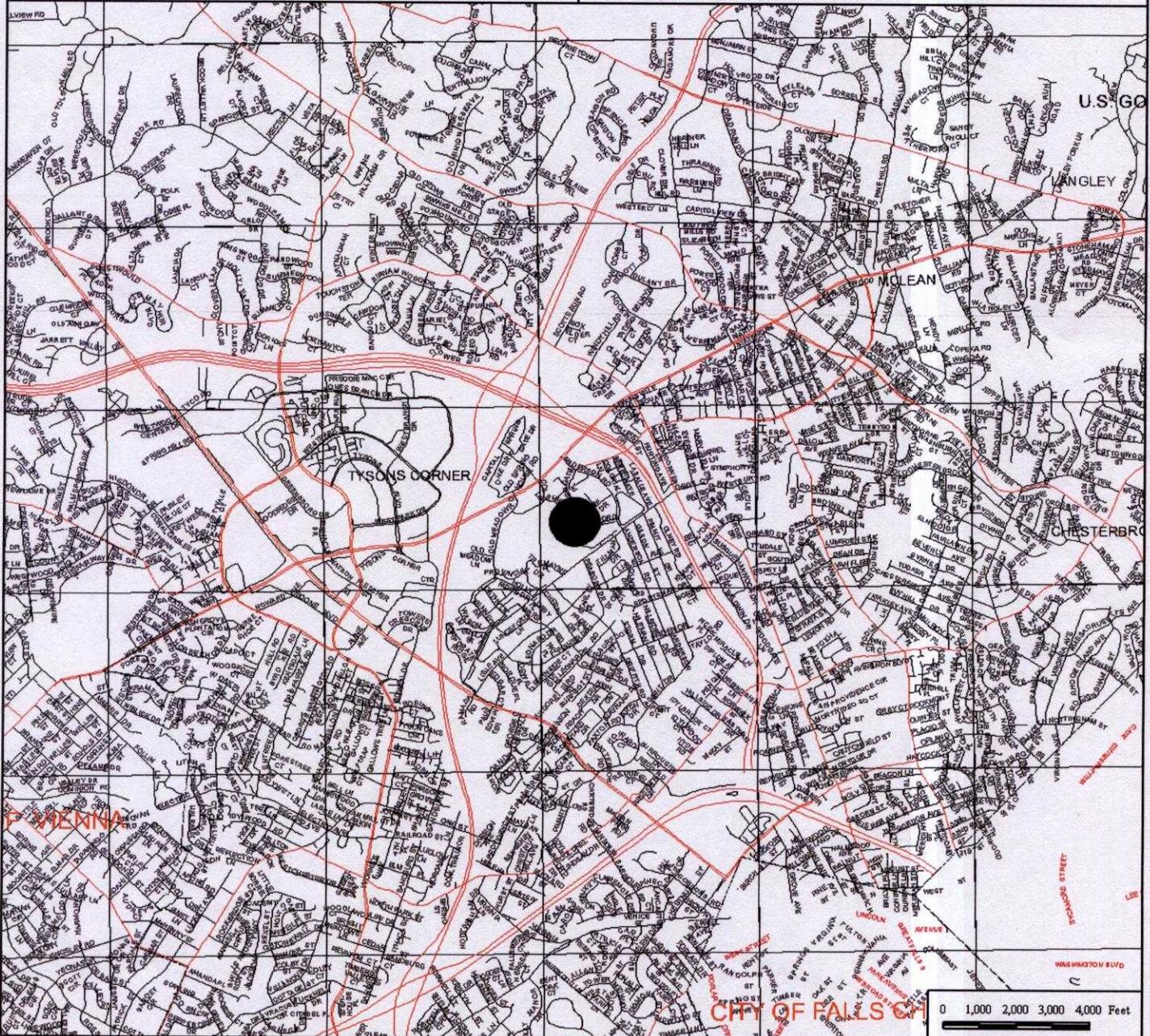
Proffered Condition Amendment

PCA 92-P-001-05

Applicant: THE MITRE CORPORATION
Accepted: 09/19/2006
Proposed: AMEND RZ 92-P-001 PREVIOUSLY APPROVED
FOR COMMERCIAL DEVELOPMENT TO PERMIT
DELETION OF LAND AREA FROM THE
PROFFERS ASSOCIATED WITH WEST*GATE
Area: 19.61 AC OF LAND; DISTRICT - PROVIDENCE

Zoning Dist Sect:
Located: SOUTHERN TERMINUS OF COLSHIRE DRIVE,
SOUTH OF DOLLEY MADISON BOULEVARD
AND WEST OF ANDERSON ROAD

Zoning: C- 3
Overlay Dist: HC
Map Ref Num: 030-3- /28/ /0003A1 /28/ /0004A3



Rezoning Application

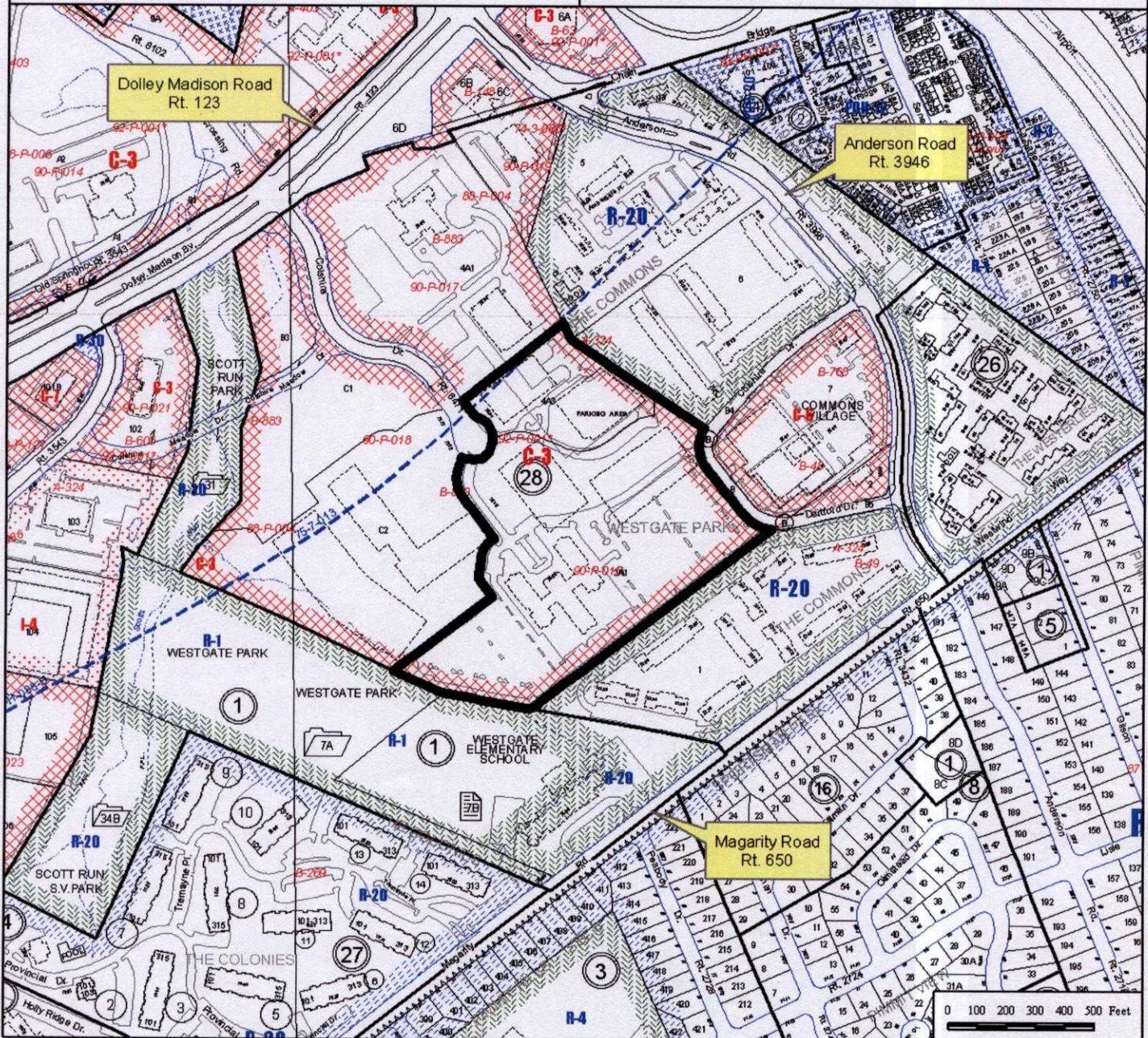
RZ 2008-PR-011

Applicant: THE MITRE CORPORATION
Accepted: 06/27/2008
Proposed: COMMERCIAL
Area: 19.6 AC OF LAND; DISTRICT - PROVIDENCE
Zoning Dist Sect:
Located: SOUTHERN TERMINUS OF COLSHIRE DRIVE,
SOUTH OF DOLLEY MADISON BOULEVARD
AND WEST OF ANDERSON ROAD
Zoning: FROM C- 3 TO C- 3
Overlay Dist: HC
Map Ref Num: 030-3- /28/ /0003A1 /28/ /0004A3

Proffered Condition Amendment

PCA 92-P-001-05

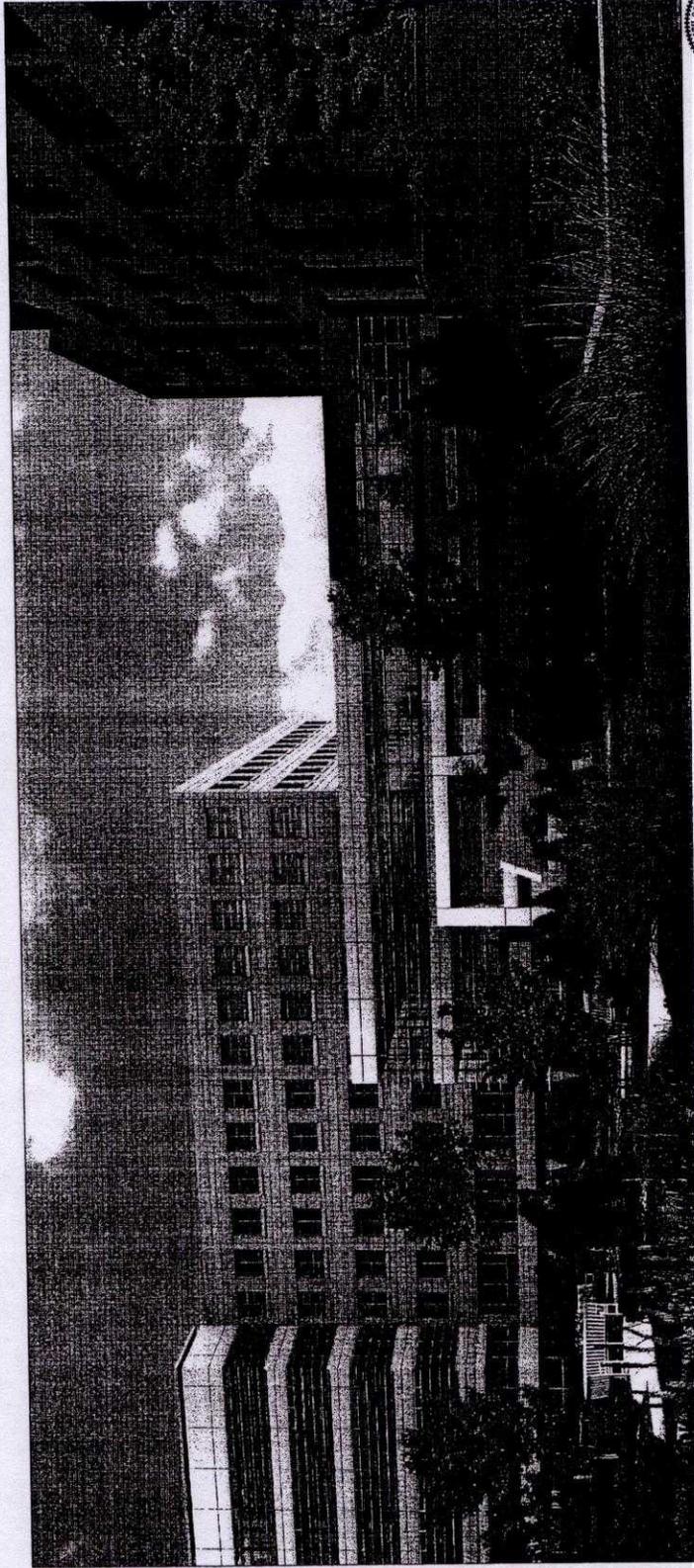
Applicant: THE MITRE CORPORATION
Accepted: 09/19/2006
Proposed: AMEND RZ 92-P-001 PREVIOUSLY APPROVED
FOR COMMERCIAL DEVELOPMENT TO PERMIT
DELETION OF LAND AREA FROM THE
PROFFERS ASSOCIATED WITH WEST*GATE
Area: 19.61 AC OF LAND; DISTRICT - PROVIDENCE
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Located: SOUTHERN TERMINUS OF COLSHIRE DRIVE,
SOUTH OF DOLLEY MADISON BOULEVARD
AND WEST OF ANDERSON ROAD
Zoning: C- 3
Overlay Dist: HC
Map Ref Num: 030-3- /28/ /0003A1 /28/ /0004A3



MITRE 4

PROFFERED CONDITION AMENDMENT / REZONING / GENERALIZED DEVELOPMENT PLAN

PCA 92-P-001-05



ATTORNEYS
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F 703.456.8700

PLANNING ARCHITECTS:
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WASHINGTON, D.C.
F 202.223.1970

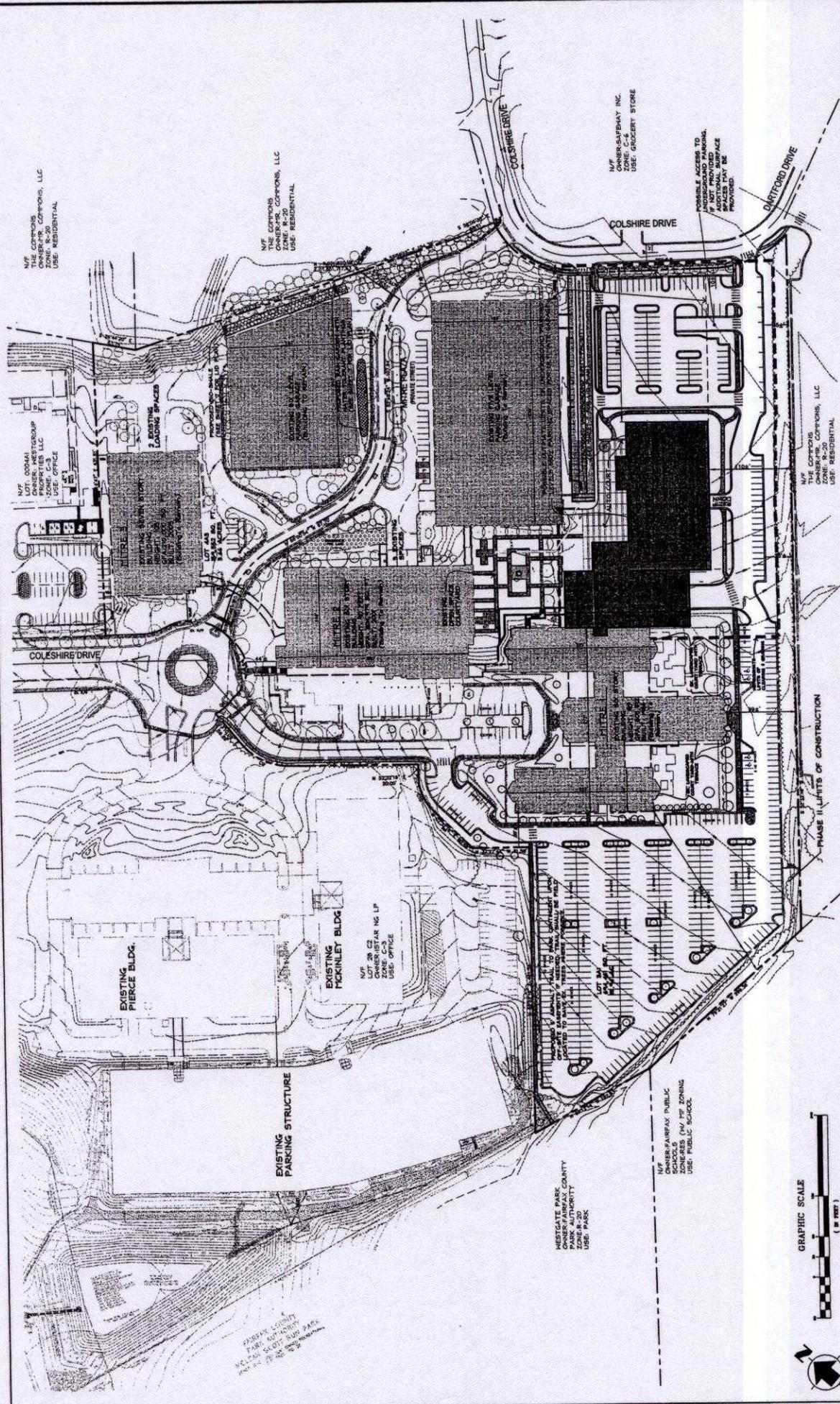
OWNER ARCHITECT
THE MITRE CORPORATION
7715 Columbia Drive
McLean, VA 22102
F 703.441.6000

PLANNING ENGINEERING/LANDSCAPE ARCHITECTURE
Patton Harris Rust & Associates
1100 WOODBURN DRIVE
GROUPTON, VA 22133
F 703.448.8700

DEVELOPMENT CONSULTANTS
Jones Lang LaSalle Americas, Inc.
1100 WOODBURN DRIVE
WASHINGTON, DC 20008
F 202.418.1238



Revised June 27, 2008
Revised April 11, 2008
Revised February 13, 2007
August 16, 2006
SHEET 1 OF 18
P-016-COV
PDR-A FILE # 1002-1-05



N/F COMBOS
OWNER: P.R. COMBOS, LLC
ZONE: R-20
USE: RESIDENTIAL

N/F COMBOS
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ZONE: R-20
USE: RESIDENTIAL

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ZONE: R-20
USE: RESIDENTIAL

EXISTING
PIERCE BLDG.

EXISTING
POKINLEY BLDG.

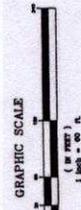
N/F COMBOS
OWNER: P.R. COMBOS, LLC
ZONE: R-20
USE: RESIDENTIAL

EXISTING
PARKING STRUCTURE

WESTGATE PARK
OWNER: FAIRFAX COUNTY
ZONE: R-20
USE: PUBLIC PARK

N/F COMBOS
OWNER: P.R. COMBOS, LLC
ZONE: R-20
USE: RESIDENTIAL

ADDITIONAL ACCESS TO
ADJACENT PARCELS
IF NOT PROVIDED PARALLEL
SPACES MAY BE
PROVIDED.



DESIGN	PHR+A	SURVEY	03. 2004
DRAWN	PMH	DATE	JUNE 27, 2008
CHECKED	DHS	SCALE	AS SHOWN
SHEET	4 OF 18	FILE NO.	10022 1-5

Patton Harris Rust & Associates, PC
Engineers, Planners, Landscape Architects
14532 Lee Road
Chantilly, VA 20151-1878
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PHR+A

GENERALIZED DEVELOPMENT PLAN

MITRE 4
PROFFERED CONDITION AMENDMENT /
REZONING / GENERALIZED DEVELOPMENT PLAN
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

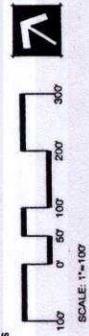
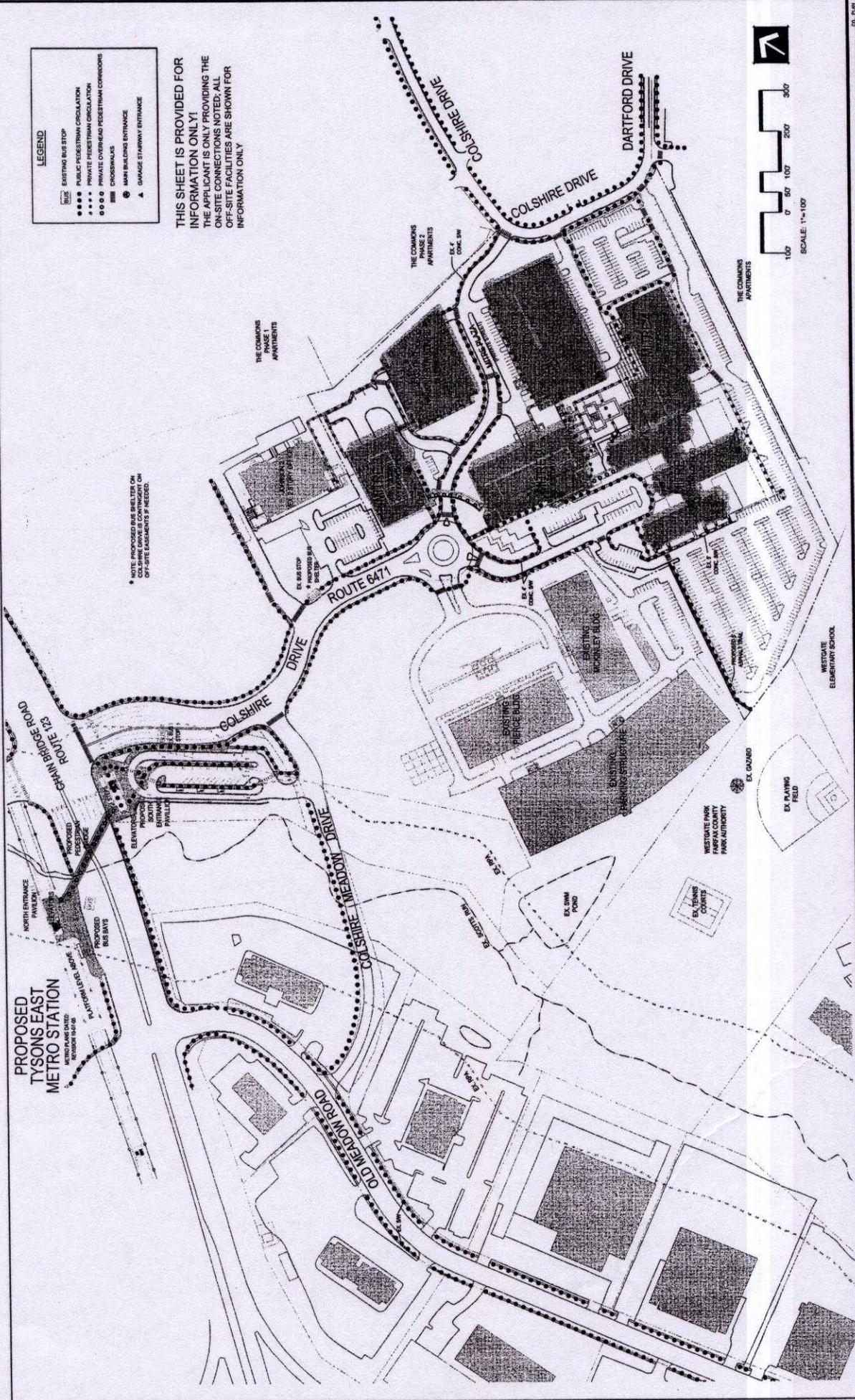


NO.	DESCRIPTION	REVISION	DATE	BY	APP'D	DATE

- LEGEND**
- EXISTING BUS STOP
 - PUBLIC PEDESTRIAN CIRCULATION
 - PRIVATE PEDESTRIAN CIRCULATION
 - PRIVATE OVERHEAD PEDESTRIAN CORRIDORS
 - CROSSWALKS
 - MAIN BUILDING ENTRANCE
 - GARAGE STAIRWAY ENTRANCE

THIS SHEET IS PROVIDED FOR INFORMATION ONLY! THE APPLICANT IS ONLY PROVIDING THE ON-SITE CONNECTIONS NOTED; ALL OFF-SITE FACILITIES ARE SHOWN FOR INFORMATION ONLY

* NOTE: PROPOSED BUS SHELTERS ON OFF-SITE ENCUMBRANCES IF NEEDED.



DESIGN	PHR+A
DRAWN	PMH
CHECKED	DHS
SHEET	6 OF 18
DATE	JUNE 27, 2008
SCALE	1" = 100'
FILE NO.	10022_1-5

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PEDESTRIAN CIRCULATION PLAN

PROJECT MITRE 4
 PROFFERED CONDITION AMENDMENT /
 REZONING / GENERALIZED DEVELOPMENT PLAN
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA



NO.	DESCRIPTION	DATE	BY	REVISED	DATE

STUDY NARRATIVE

EXISTING CONDITIONS: CHAIN BRIDGE FALLS WITHIN THE PROPERTY KNOWN AS "WESTGATE INDUSTRIAL PARK", WHICH INCLUDES A COMMERCIAL/OFFICE BUILDING ALONG COLESHIRE DRIVE AND A CHAIN BRIDGE ROADWAY OFF OF CHAIN BRIDGE ROAD (RTE 133). THE WESTGATE INDUSTRIAL PARK (PROPERTY) IS LOCATED APPROXIMATELY 2.000 FEET WEST OF THE INTERCHANGE. THE PROPERTY BOUNDS ARE SHOWN BY WAY OF SCOTTS RUN AND CHAIN BRIDGE ROAD.

THE PROPOSED DEVELOPMENT INCLUDES A WET-POND AND AN UNDERGROUND DETENTION FACILITY THAT UTILIZES PIPE-STORAGE. A PORTION OF THE PROPERTY IS UNCONTROLLED. DISCHARGE FROM THESE FACILITIES AND THE UNDERGROUND DETENTION FACILITY IS UNCONTROLLED. DISCHARGE FROM THE WET-POND AND UNDERGROUND DETENTION FACILITY IS UNCONTROLLED. THE INTENT OF THIS STUDY IS TO DETERMINE THE IMPACT OF THE EXISTING AND THE PROPOSED DEVELOPMENT ON THE SCOTTS RUN WET-POND AND TO IDENTIFY A LOCATION WHERE THE TOTAL CONTRIBUTING DRAINAGE AREA EXCEEDS 840 AC (1.50 MI²).

WET POND: A PRIVATELY OWNED AND MAINTAINED WET POND PROVIDES BOTH BMP AND DETENTION FOR A PORTION OF THE WESTGATE INDUSTRIAL PARK. THE WET POND IS SITUATED AT THE INTERSECTION OF CHAIN BRIDGE ROAD AND SCOTTS RUN. THE WET POND WAS DESIGNED AND APPROVED UNDER A SITE PLAN PREPARED BY HARTLEY NITZE & ASSOCIATES, DATED APRIL 1989 (#1702-SP-07-79). THE WET POND IS LOCATED AT THE INTERSECTION OF CHAIN BRIDGE ROAD AND SCOTTS RUN. THE WET POND IS LOCATED AT THE INTERSECTION OF CHAIN BRIDGE ROAD AND SCOTTS RUN. THE WET POND IS LOCATED AT THE INTERSECTION OF CHAIN BRIDGE ROAD AND SCOTTS RUN.

UNDERGROUND DETENTION FACILITY: UNDERGROUND DETENTION FACILITY NOW SERVES A 11.08-ACRE DRAINAGE AREA. THE FACILITY IS SITUATED UNDER THE "MITRE 4 WESTGATE" SITE PLAN (#1702-SP-07-79). THE FACILITY IS SITUATED UNDER THE "MITRE 4 WESTGATE" SITE PLAN (#1702-SP-07-79). THE FACILITY IS SITUATED UNDER THE "MITRE 4 WESTGATE" SITE PLAN (#1702-SP-07-79). THE FACILITY IS SITUATED UNDER THE "MITRE 4 WESTGATE" SITE PLAN (#1702-SP-07-79).

PROPOSED DEVELOPMENT: THE PROPOSED DEVELOPMENT IS RE-ANALYZED UNDER A NEW DESIGN IS PROPOSED UNDER THE FOLLOWING SCENARIOS:

1. THE ORIGINAL DESIGN CONDITIONS ARE REPEATED, AS THEY WERE SHOWN WITH THE ORIGINAL APPROVED DESIGN CONDITIONS.
2. THE ORIGINAL DESIGN CONDITIONS ARE REPEATED, AS THEY WERE SHOWN WITH THE ORIGINAL APPROVED DESIGN CONDITIONS. THE WET POND AND UNDERGROUND DETENTION FACILITY ARE RE-ANALYZED UNDER THE CURRENT DESIGN CONDITIONS. IT IS NOTED THAT THE WET POND AND UNDERGROUND DETENTION FACILITY ARE RE-ANALYZED UNDER THE CURRENT DESIGN CONDITIONS. IT IS NOTED THAT THE WET POND AND UNDERGROUND DETENTION FACILITY ARE RE-ANALYZED UNDER THE CURRENT DESIGN CONDITIONS.

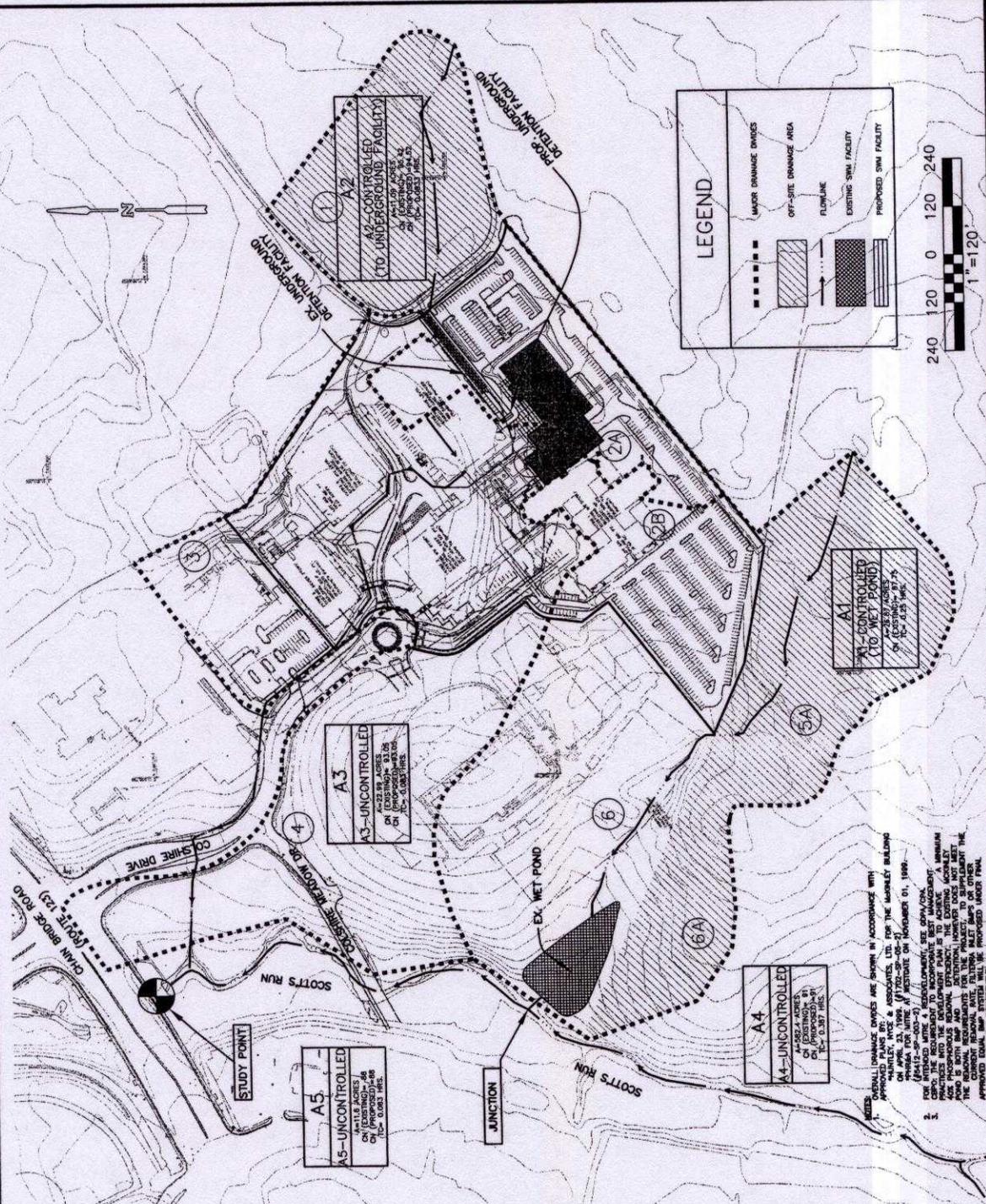
UNCONTROLLED WESTGATE INDUSTRIAL PARK AREA: AN AREA OF 21.39 ACRES IS UN-DEVELOPED AND DISCHARGES DIRECTLY TO SCOTTS RUN EITHER BY PIPE OR SHEET FLOW.

OFF-SITE AREAS: OFF-SITE AREAS OF THE WESTGATE INDUSTRIAL PARK, APPROXIMATELY 5.94 ACRES (282.4 ACRES ABOVE THE SCOTTS RUN AND 11.6 ACRES ON THE OTHER SIDE OF SCOTTS RUN) AND CHAIN BRIDGE ROAD. THESE AREAS ARE OF VARIOUS DEVELOPMENT TYPES, AND WERE PREVIOUSLY CONSIDERED BY FAIRFAX COUNTY AS A PART OF A SIMILAR BUT SEPARATE STUDY. THESE AREAS ARE OF VARIOUS DEVELOPMENT TYPES, AND WERE PREVIOUSLY CONSIDERED BY FAIRFAX COUNTY AS A PART OF A SIMILAR BUT SEPARATE STUDY.

SCOTTS RUN: SCOTTS RUN IS A MEANDERING CHANNEL APPROXIMATELY 15-20 FEET WIDE AND 4-5 FEET DEEP. THE CHANNEL IS NATURALLY USED WITH SEDIMENT AND ROOTS. THE CHANNEL IS NATURALLY USED WITH SEDIMENT AND ROOTS. THE CHANNEL IS NATURALLY USED WITH SEDIMENT AND ROOTS.

CONCLUSION: BASED ON THE ABOVE ASSUMPTIONS AND OUR BEST ESTIMATIONS, WE BELIEVE THAT THE WESTGATE INDUSTRIAL PARK, INCLUDING THE UNDERGROUND DETENTION FACILITY AND THE WET-POND, IS SUITABLE FOR THE PROPOSED DEVELOPMENT. THE WESTGATE INDUSTRIAL PARK, INCLUDING THE UNDERGROUND DETENTION FACILITY AND THE WET-POND, IS SUITABLE FOR THE PROPOSED DEVELOPMENT.

NO.	DESCRIPTION	REVISION	DATE	BY	APP'D	DATE



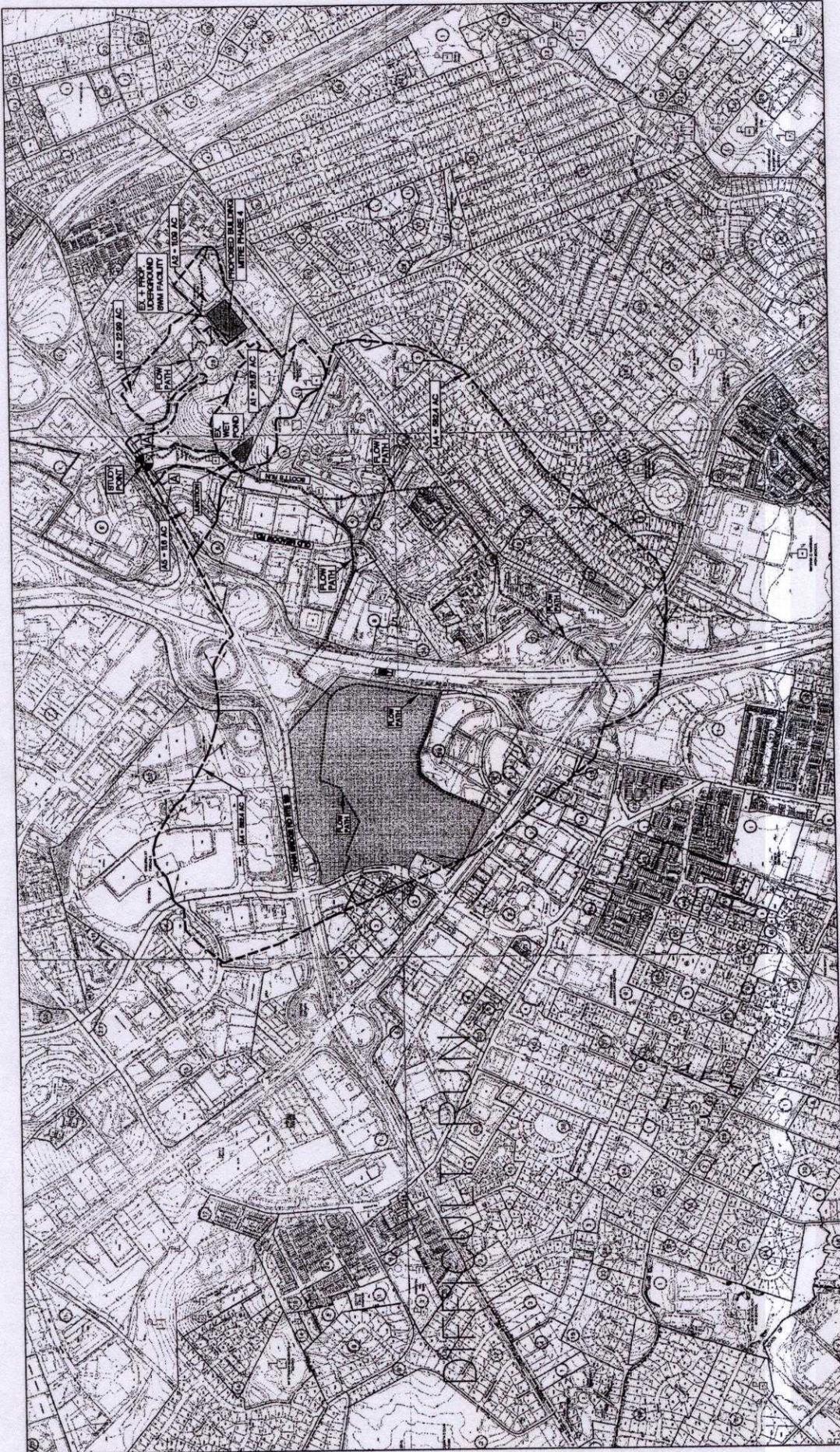
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CHECKED	RAM	SCALE	1"=120'
SHEET	C0027KH	FILE NO.	10022 1-5
	B	OF	18

Palton Harris Rust & Associates, PC
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 Chantilly, VA 20151-1679
 Tel. No. 703-448-8770
 Fax No. 703-448-8774

PHR+A

MITRE 4
 PROFFERED CONDITION AMENDMENT /
 REZONING / GENERALIZED DEVELOPMENT PLAN
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

TITLE
 DRAINAGE DIVIDES
 AND STUDY NARRATIVE



DESIGN	PHR+A	SURVEY	PHR&A
DRAWN	PHR+A	DATE	JUNE 27, 2008
CHECKED	RAM	SCALE	1" = 500'
SHEET	C007A	FILE NO.	10022 1-5
	9 OF 18		

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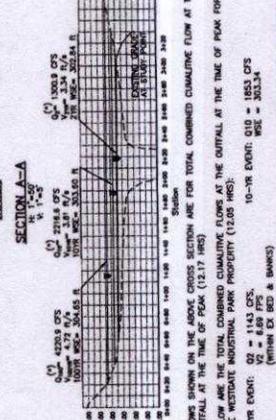
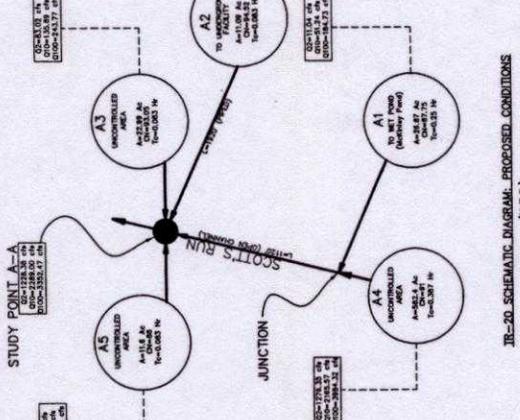
TITLE
**OUTFALL
 DRAINAGE SHED MAP**

PROJECT
MITRE 4
 PREFERRED CONDITION AMENDMENT /
 REZONING / GENERALIZED DEVELOPMENT PLAN
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA



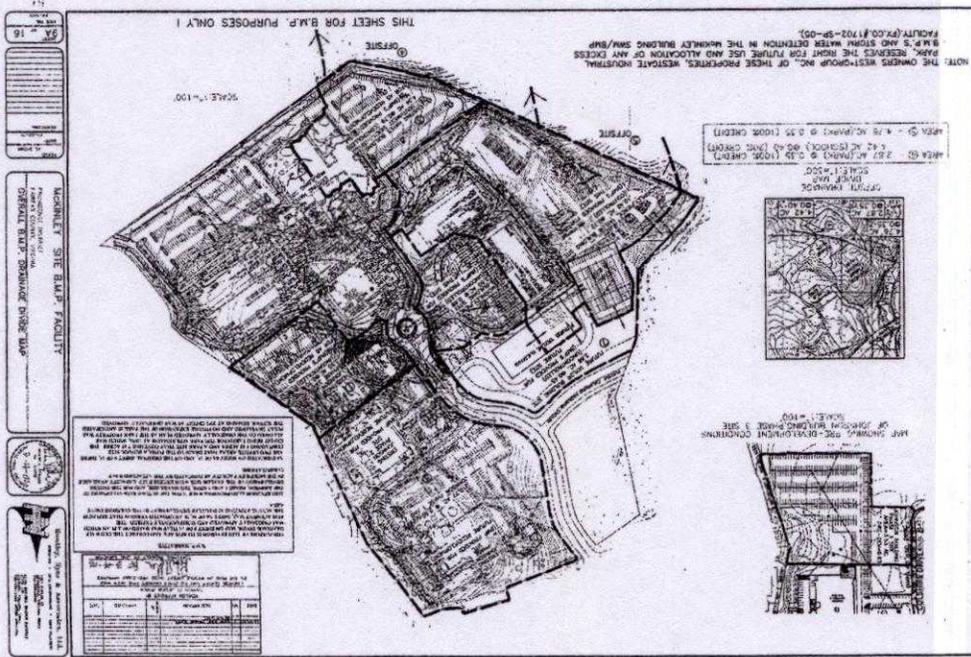
NO.	DESCRIPTION	DATE	REVISED	APPROVED	DATE

Drainage Shed	Area (Ac)	Impervious Area (Ac)	Runoff Coefficient	Peak Flow (CFS)	Time of Concentration (Min)
Drainage Shed 1	11.82	5.2	0.35	312	11.5
Drainage Shed 2	15.24	7.1	0.45	418	12.5
Drainage Shed 3	10.15	4.5	0.30	271	10.5
Drainage Shed 4	12.34	5.8	0.40	354	11.5
Drainage Shed 5	8.76	3.9	0.25	231	9.5
Drainage Shed 6	9.54	4.3	0.32	287	10.5
Drainage Shed 7	11.23	5.1	0.38	331	11.5
Drainage Shed 8	13.67	6.2	0.42	401	12.5
Drainage Shed 9	10.89	4.8	0.33	294	11.0
Drainage Shed 10	12.56	5.6	0.39	345	12.0
Drainage Shed 11	9.42	4.2	0.28	258	10.0
Drainage Shed 12	11.78	5.3	0.37	324	11.5
Drainage Shed 13	13.21	6.0	0.41	381	12.5
Drainage Shed 14	10.56	4.7	0.31	281	11.0
Drainage Shed 15	12.89	5.9	0.40	359	12.0
Drainage Shed 16	9.87	4.4	0.29	267	10.5
Drainage Shed 17	11.45	5.2	0.36	318	11.5
Drainage Shed 18	13.02	6.1	0.43	396	12.5
Drainage Shed 19	10.23	4.6	0.30	276	11.0
Drainage Shed 20	12.67	5.7	0.38	348	12.0
Drainage Shed 21	9.65	4.3	0.28	261	10.5
Drainage Shed 22	11.91	5.4	0.37	327	11.5
Drainage Shed 23	13.48	6.3	0.44	409	12.5
Drainage Shed 24	10.74	4.8	0.32	290	11.0
Drainage Shed 25	12.98	5.8	0.40	363	12.0
Drainage Shed 26	9.91	4.4	0.29	269	10.5
Drainage Shed 27	11.59	5.3	0.37	329	11.5
Drainage Shed 28	13.16	6.2	0.45	411	12.5
Drainage Shed 29	10.39	4.7	0.31	283	11.0
Drainage Shed 30	12.73	5.7	0.39	351	12.0
Drainage Shed 31	9.76	4.3	0.28	264	10.5
Drainage Shed 32	11.84	5.4	0.37	330	11.5
Drainage Shed 33	13.41	6.3	0.46	413	12.5
Drainage Shed 34	10.61	4.8	0.32	291	11.0
Drainage Shed 35	12.85	5.8	0.40	365	12.0
Drainage Shed 36	9.88	4.4	0.29	270	10.5
Drainage Shed 37	11.66	5.3	0.37	331	11.5
Drainage Shed 38	13.23	6.2	0.47	415	12.5
Drainage Shed 39	10.42	4.7	0.31	285	11.0
Drainage Shed 40	12.76	5.7	0.39	353	12.0
Drainage Shed 41	9.79	4.3	0.28	265	10.5
Drainage Shed 42	11.97	5.4	0.37	332	11.5
Drainage Shed 43	13.54	6.3	0.48	417	12.5
Drainage Shed 44	10.71	4.8	0.32	292	11.0
Drainage Shed 45	12.95	5.8	0.40	367	12.0
Drainage Shed 46	9.92	4.4	0.29	271	10.5
Drainage Shed 47	11.70	5.3	0.37	333	11.5
Drainage Shed 48	13.27	6.2	0.49	419	12.5
Drainage Shed 49	10.45	4.7	0.31	286	11.0
Drainage Shed 50	12.79	5.7	0.39	355	12.0
Drainage Shed 51	9.81	4.3	0.28	266	10.5
Drainage Shed 52	11.99	5.4	0.37	334	11.5
Drainage Shed 53	13.56	6.3	0.50	421	12.5
Drainage Shed 54	10.74	4.8	0.32	293	11.0
Drainage Shed 55	12.98	5.8	0.40	369	12.0
Drainage Shed 56	9.93	4.4	0.29	272	10.5
Drainage Shed 57	11.71	5.3	0.37	335	11.5
Drainage Shed 58	13.28	6.2	0.51	423	12.5
Drainage Shed 59	10.48	4.7	0.31	287	11.0
Drainage Shed 60	12.82	5.7	0.39	357	12.0
Drainage Shed 61	9.84	4.3	0.28	267	10.5
Drainage Shed 62	12.02	5.4	0.37	336	11.5
Drainage Shed 63	13.59	6.3	0.52	425	12.5
Drainage Shed 64	10.77	4.8	0.32	294	11.0
Drainage Shed 65	13.01	5.8	0.40	371	12.0
Drainage Shed 66	9.94	4.4	0.29	273	10.5
Drainage Shed 67	11.72	5.3	0.37	337	11.5
Drainage Shed 68	13.29	6.2	0.53	427	12.5
Drainage Shed 69	10.51	4.7	0.31	288	11.0
Drainage Shed 70	12.85	5.7	0.39	359	12.0
Drainage Shed 71	9.86	4.3	0.28	268	10.5
Drainage Shed 72	12.05	5.4	0.37	338	11.5
Drainage Shed 73	13.62	6.3	0.54	429	12.5
Drainage Shed 74	10.79	4.8	0.32	295	11.0
Drainage Shed 75	13.03	5.8	0.40	373	12.0
Drainage Shed 76	9.95	4.4	0.29	274	10.5
Drainage Shed 77	11.73	5.3	0.37	339	11.5
Drainage Shed 78	13.30	6.2	0.55	431	12.5
Drainage Shed 79	10.54	4.7	0.31	289	11.0
Drainage Shed 80	12.88	5.7	0.39	361	12.0
Drainage Shed 81	9.88	4.3	0.28	269	10.5
Drainage Shed 82	12.07	5.4	0.37	340	11.5
Drainage Shed 83	13.64	6.3	0.56	433	12.5
Drainage Shed 84	10.81	4.8	0.32	296	11.0
Drainage Shed 85	13.05	5.8	0.40	375	12.0
Drainage Shed 86	9.96	4.4	0.29	275	10.5
Drainage Shed 87	11.74	5.3	0.37	341	11.5
Drainage Shed 88	13.31	6.2	0.57	435	12.5
Drainage Shed 89	10.55	4.7	0.31	290	11.0
Drainage Shed 90	12.89	5.7	0.39	363	12.0
Drainage Shed 91	9.89	4.3	0.28	270	10.5
Drainage Shed 92	12.09	5.4	0.37	342	11.5
Drainage Shed 93	13.66	6.3	0.58	437	12.5
Drainage Shed 94	10.83	4.8	0.32	297	11.0
Drainage Shed 95	13.07	5.8	0.40	377	12.0
Drainage Shed 96	9.97	4.4	0.29	276	10.5
Drainage Shed 97	11.75	5.3	0.37	343	11.5
Drainage Shed 98	13.32	6.2	0.59	439	12.5
Drainage Shed 99	10.56	4.7	0.31	291	11.0
Drainage Shed 100	12.90	5.7	0.39	365	12.0

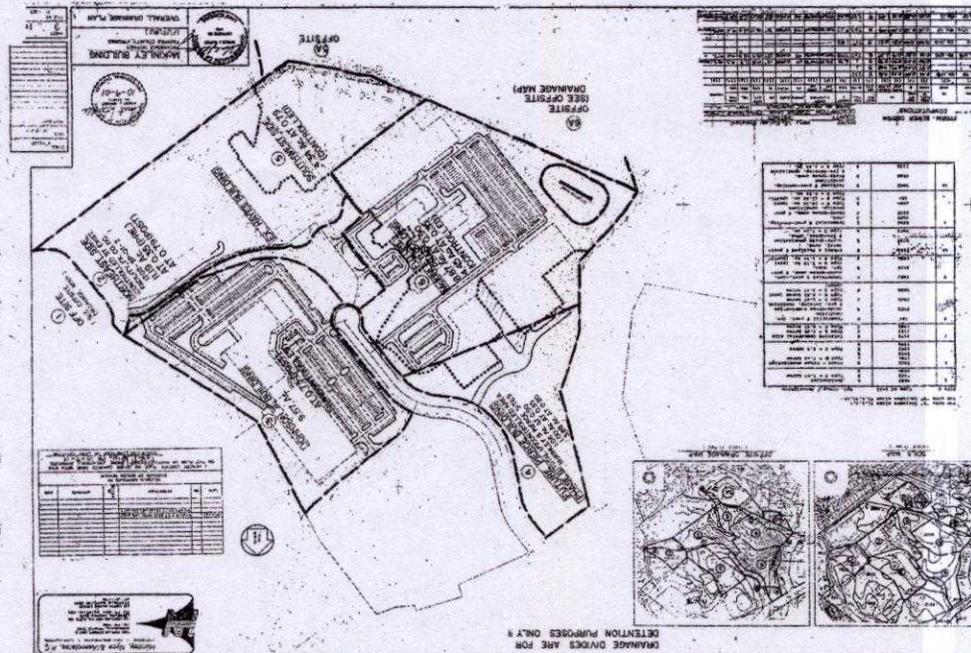


NO.	DESCRIPTION	REVISION	DATE	BY	APP'D	DATE
1	ISSUED FOR PERMIT		06/27/08	JC		
2	REVISED FOR COMMENTS		07/15/08	JC		
3	REVISED FOR COMMENTS		08/05/08	JC		
4	REVISED FOR COMMENTS		08/20/08	JC		
5	REVISED FOR COMMENTS		09/02/08	JC		
6	REVISED FOR COMMENTS		09/15/08	JC		
7	REVISED FOR COMMENTS		09/25/08	JC		
8	REVISED FOR COMMENTS		10/08/08	JC		
9	REVISED FOR COMMENTS		10/20/08	JC		
10	REVISED FOR COMMENTS		11/05/08	JC		
11	REVISED FOR COMMENTS		11/18/08	JC		
12	REVISED FOR COMMENTS		12/02/08	JC		
13	REVISED FOR COMMENTS		12/15/08	JC		
14	REVISED FOR COMMENTS		12/29/08	JC		
15	REVISED FOR COMMENTS		01/12/09	JC		
16	REVISED FOR COMMENTS		01/26/09	JC		
17	REVISED FOR COMMENTS		02/09/09	JC		
18	REVISED FOR COMMENTS		02/23/09	JC		
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78	REVISED FOR COMMENTS		06/11/11	JC		
79	REVISED FOR COMMENTS		06/25/11	JC		
80	REVISED FOR COMMENTS		07/0			

F11 SHEET



F11 SHEET



DESIGN	HUNTLEY, INYCE & ASSOC.
DRAWN	HUNTLEY, INYCE & ASSOC.
CHECKED	RAM
SHEET COUNT	14 OF 18
DATE	JUNE 27, 2008
SCALE	N/A
FILE NO.	10022 1-5

PHRA
 Patton Harris Rust & Associates, p.c.
 Engineers, Surveyors, Planners, Landscape Architects,
 14532 Lee Road
 Chantilly, VA 20151-1879
 T 703.449.6700
 F 703.449.6714

TITLE
 SITE RUNOFF ANALYSIS
 PREVIOUSLY APPROVED
 PLAN

PROJECT
 MITRE 4
 PROFFERED CONDITION AMENDMENT /
 REZONING / GENERALIZED DEVELOPMENT PLAN
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA



NO.	DESCRIPTION	DATE	BY	REV'D	APP'D	DATE

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

DESCRIPTION OF THE APPLICATION

The applicant, The MITRE CORPORATION, is proposing to add a fourth office building to its existing campus of three buildings located within West*Gate. The existing and proposed buildings within the 19.6 acre application property are the following:

Floor Area Tabulation – The MITRE Corporation			
Building	Gross Floor Area	Cellar Space ¹	Total Floor Area
MITRE 1 (existing)	255,752 sq. ft.	49,860 sq. ft.	305,612 sq. ft.
MITRE 2 (existing)	262,110 sq. ft.	42,869 sq. ft.	304,979 sq. ft.
MITRE 3 (existing)	180,000 sq. ft.	30,000 sq. ft.	210,000 sq. ft.
Total existing	697,862 sq. ft.	122,729 sq. ft.	801,591 sq. ft.
MITRE 4 (proposed)	157,439 sq. ft.	22,000 sq. ft.	179,439 sq. ft.
Total existing & proposed	855,301 sq. ft.	144,729 sq. ft.	999,000 sq. ft.

1. Cellar, as defined by the Zoning Ordinance (see Article 20, Definitions), is the portion of the building partly underground, having ½ or more of its clear height below the grade plane. By definition, cellar space is not included in gross floor area; and, therefore, is not included in the calculation of floor area ratio (FAR). Parking must be provided for the uses located in the cellar space, with the exception of storage or mechanical space (see Par. 25, Sect. 11-102). The draft proffers state that the no more than fifty percent (50%) of the cellar space of the existing buildings would be occupied by offices, which mirrors the proffered commitment for the existing buildings. The draft proffers also state that office would not be located in the cellar area of MITRE 4.

The site includes two existing parking garages and several surface parking lots to provide parking for the existing buildings. The proposed building would be built on the existing surface parking lot located southeast of the MITRE 1 building. Parking for the new building (MITRE 4) would be provided in an underground garage and within that portion of the existing surface parking lot that is to remain. The GDP shows MITRE 4 to be located northeast of and connected to existing MITRE 1 by a combination atrium and loading area. [The overall gross floor area (GFA) for MITRE 4 includes the atrium and loading area.]. With the addition of MITRE 4, the GFA within the 19.6 acre application property will increase to 855,301 sq. ft., thereby increasing the floor area ratio (FAR) to 1.0. The application property is zoned to the C-3 Office District, which allows up to a 1.0 FAR.

To allow the new office building, the applicant has filed two applications. First, the proffered condition amendment (PCA) application has been filed to allow the application property to be removed from the proffers accepted by the Board of Supervisors in conjunction with the approval of RZ 92-P-001 and with the approval of the subsequent proffered condition amendment applications (see the Background section below for additional detail). This application has been filed as a partial proffered condition amendment pursuant to the provisions of Par. 6 of Sect. 18-204, which includes a requirement that the property remaining

in the original development be able to satisfy the proffers associated with that property. (See the Proffers Regarding FAR Associated with West*Gate section below in this regard.)
 Second, RZ 2000-PR-011 proposes to rezone the application property from C-3 to C-3 to allow it to be subject to a separate set of proffers that are applicable to the 19.6 application property only.

A reduced copy of the submitted Generalized Development Plan (GDP) is included in the front of this report. The applicant's draft proffers are included as Appendix 1. The applicant's affidavit is Appendix 2 and the applicant's statements regarding the application are included in Appendix 3.

LOCATION AND CHARACTER

The application property is located to the south and east of the southern terminus of the public portion of Colshire Drive, which intersects Dolley Madison Boulevard approximately 1,200 feet northeast of the application property. MITRE Plaza, a private street, extends from the cul-de-sac and another private road around the Commons Shopping Center, which is also named Colshire Drive, and provides access to Anderson Road to the east. The application property can be accessed from both segments of Colshire Drive. The application property is part of the larger West*Gate Office Park and more specifically, it is within Land Bay B, the Colshire Drive Land Bay, of the West*Gate Office Park.

MITRE 3, an existing 210,000 sq. ft. building with seven stories, is located to the northeast of the Colshire Drive cul-de-sac and MITRE 2, a 304,979 sq. ft. building with six stories, is located to the southeast of the cul-de-sac. Two existing parking garages are located along the northeastern boundary of the property; these garages provide parking for MITRE 2 and MITRE 3. MITRE 1, a 305,612 sq. ft. six-story building, is located to the southwest of MITRE 2, facing toward the Colshire Drive cul-de-sac. MITRE 1 is flanked on either side by large surface parking lots. (MITRE 4 is proposed to be constructed to the northeast of MITRE 1, in an area currently developed with a surface parking lot.) An existing open space courtyard is shown southeast of MITRE 2 and east of MITRE 1.

SURROUNDING AREA DESCRIPTION			
Direction	Use	Zoning	Plan Map
North	Offices	C-3	Office
Southeast	Multi-family Residential (The Commons)	R-20	Residential @ 16-20 du/ac
Northeast	Multi-family Residential (The Commons) Shopping Center (Commons Shopping Center)	R-20 C-6	Residential 16-20 du/ac Retail & Other
Southwest	Westgate Elementary School Westgate Park (FCPA) Office	R-1 R-1 C-3	Elementary School Public Park Office

BACKGROUND

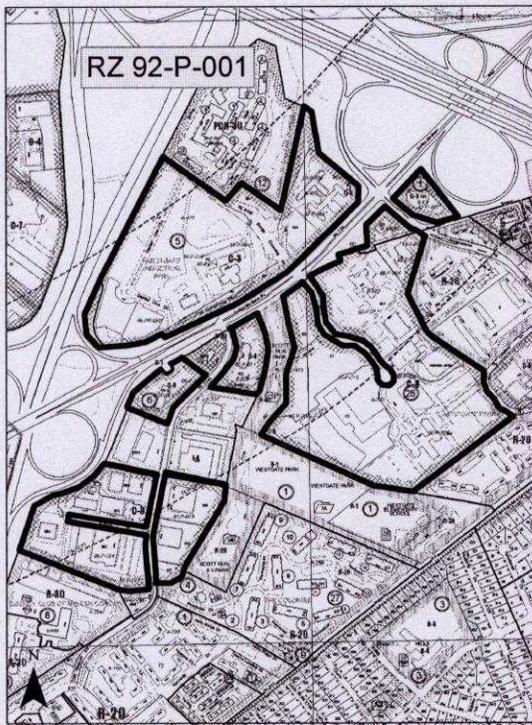
The application property is a 19.6 acre portion of the approximately 129 acre property known as West*Gate. The West*Gate Office Park was rezoned to the C-3 – Office District, pursuant to the approval of RZ 92-P-001. The application property is part of the portion known as the “Colshire Drive Land Bay” or Land Bay B of the West*Gate Office Park. A portion of the pending application property is also subject to SE 01-P-011, which allowed the building now identified as MITRE 3 to be constructed with a building height of 103 feet (the maximum height limitation in the C-3 District is 90 feet), and SEA 2002-PR-031, which allows additional signage for the MITRE Campus.

The following is a history of West*Gate which, among other things, identifies the approvals that affect the 19.6 acre application property for the pending proffered condition amendment application.

WEST*GATE HISTORY

RZ 92-P-001:

On June 22, 1992, the Board of Supervisors (BOS) approved RZ 92-P-001 to rezone 128.63 acres, which comprised the West*Gate site, from I-3, I-4, C-2, C-7, R-1 and



Highway Corridor (HC) Districts to the C-3 and HC Districts, subject to proffers dated June 19, 1992. This rezoned area (see map) consisted of most of the parcels within Sub-unit R-2 of the Tysons Corner Urban Center in the Comprehensive Plan. Certain parcels along Old Meadow Road, which are located within Sub-unit R-2 but were not owned or controlled by the applicant for this rezoning at that time, were not included in the rezoning application. The combined application property for PCA 92-P-001-5 and RZ 2008-PR-011 is located in the southeastern quadrant of the rezoning application property at the end of the public portion of Colshire Drive.

Under the proffers for RZ 92-P-001, a maximum FAR of 0.6232 was established for the subject 128.63 acres. These proffers also created three land bays, known as the

Old Springhouse Road, Colshire Drive, and Old Meadow Road Land Bays (Land Bays A, B, and C, respectively). The Old Springhouse Road Land Bay (Land Bay A) was proffered not to exceed a maximum FAR of 1.0, as was the Colshire Drive Land Bay (Land Bay B). (The application property for the pending rezoning and proffered condition amendment applications is located in Land Bay B.) The Old Meadow Road

Land Bay (Land Bay C) was proffered not to exceed a maximum FAR of 0.70. However, within all of these land bays, individual building sites were permitted to exceed 1.0 FAR, within the overall cap of 0.6232 FAR for West*Gate as a whole and the separate caps for each land bay. With the approval of subsequent proffered condition amendment applications the overall cap was increased to 0.65 FAR.

The GDP for RZ 92-P-001 was not proffered in its entirety; the applicant only proffered certain items within the GDP, including:

- (1) the overall maximum density for West*Gate and the maximum density for each of the three land bays;
- (2) maximum building heights;
- (3) conceptual limits of clearing and grading;
- (4) a Best Management Practices (BMP) stormwater management pond;
- (5) delineation of the Scott's Run Environmental Quality Corridor (EQC);
- (6) a typical parking lot landscaping plan; and,
- (7) sidewalks and trails.

Building size, location and footprints were not proffered; a chart outlining the allocation GFA to each land bay was included on the GDP.

These proffers were superseded by the proffers associated with the approval of PCA 92-P-001 and RZ 1998-PR-052 as described below. The records for RZ 92-P-001 are on file with the Department of Planning and Zoning (DPZ).

PCA 92-P-001 & RZ 1998-PR-052:

On March 22, 1999, the Board of Supervisors (BOS) approved PCA 92-P-001 on 126.66 acres, which included the same parcels as the original rezoning less some previously dedicated property. Concurrently, the Board approved RZ 1998-PR-052 (1.44 acres) to rezone portions of right-of-way of Old Springhouse Road (located north of Chain Bridge Road) from I-4 to C-3 in order to permit future development within the abandoned portions of the road. A combined proffer statement was accepted with the approval of this rezoning and PCA 92-P-001. Density credit for the previously dedicated land was retained. The revised proffers accepted with this approval superseded the proffers associated with the original rezoning and allowed the following changes from the previous approval:

- (1) Decreased the overall allowable density for West*Gate from 0.6232 to 0.60 FAR;
- (2) Increased the height of the McKinley, Pierce and Taylor buildings (Colshire Land Bay – Land Bay B, but not within the pending application property) to a maximum of 105 feet and the Washington, Adams, Madison and Jefferson buildings (Old Springhouse Road Land Bay – Land Bay A) to a maximum of 150 feet (SE 98-P-050 and SE 98-P-051 were also approved to allow building heights above the maximum permitted in the C-3 District);
- (3) Required the dedication of a 2.35 acre parcel within the Colshire Drive Land Bay – Land Bay B for public use (it was, and still is, expected that this property for the

- future Tysons East Station of the extension of Metrorail service to and through Tysons Corner);
- (4) Reserved and required the dedication of land within the Old Springhouse Road Land Bay – Land Bay A for Beltway widening and the Metrorail extension;
 - (5) Created a new Transportation Demand Management (TDM) program in accordance with the recommendation of the Plan for the Tysons Corner Urban Center;
 - (6) Provided the Fairfax County Park Authority (FCPA) with \$250,000 for the acquisition, development or maintenance of park and recreation facilities in the Providence District in lieu of a previously-approved proffer to dedicate four parcels of land, totaling one (1) acre in size;
 - (7) Permitted a proposed parking structure to encroach into the Scott's Run EQC; and,
 - (8) Included stormwater management and best management practices (SWM/BMP) facilities which meet Public Facility Manual (PFM) standards.

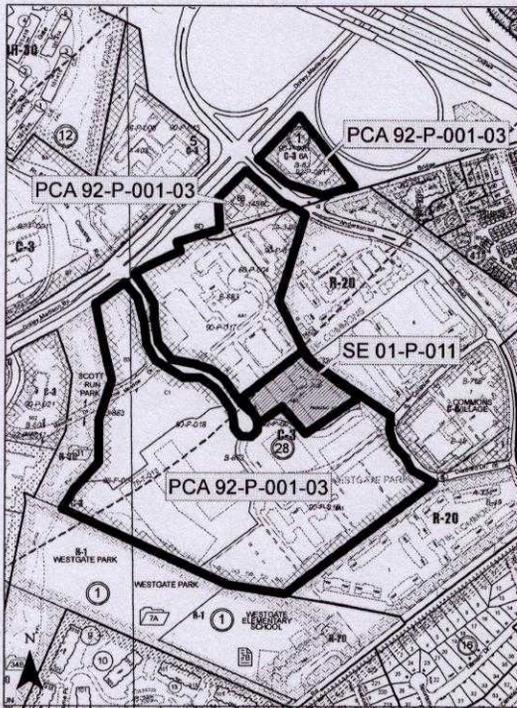
The records of this approval are on file with the Department of Planning and Zoning (DPZ). A copy of the proffers is included in Appendix 4, as an attachment to the proffers accepted with the approval of PCA 92-P-001-3 (see below), which included the previously accepted combined proffer statement for PCA 92-P-001/RZ 1998-PR-058 and the proffers for RZ 92-P-001 as attachments to the proffers for PCA 92-P-001-2.

PCA 92-P-001-2 & PCA 1998-PR-052:

On October 16, 2000, the Board of Supervisors (BOS) approved PCA 92-P-001-2 and PCA 1998-PR-052. Pursuant to these two concurrent applications, the proffers were amended to increase the overall maximum allowable density for the portions of West*Gate subject to these two applications from 0.60 to 0.65 FAR (an increase of approximately 300,521 square feet). Under the proffers accepted with the approval of these two applications, the additional 300,521 square feet was not assigned to a particular land bay; rather, it was "banked" so that could be used anywhere within the West*Gate Office Park, subject to the approval of a proffered condition amendment application (PCA). The application property for these concurrent applications was all of West*Gate, including land previously dedicated to the county for transportation and park purposes for the purposes of determining the allowable GFA as specified in the previously accepted proffer statements. The determination of the allowable GFA was subject to the proffered limitation on FAR for overall West*Gate and the different proffered limits on FAR within each of the three land bays established by the proffers, which is described below.

While, as noted above, the proffers did not specify a building or location for the additional GFA realized through the increase in FAR within overall West*Gate to 0.65, referred to in the proffers as a "bank", the proffers did include the same floor area ratio (FAR) limitations within each of the three major land bays, the Old Springhouse Road Area Land Bay (Land Bay A), the Colshire Drive Area Land Bay (Land Bay B), and the Meadow Drive Area Land Bay (Land Bay C). A copy of these proffers is included as an attachment to the proffers for PCA 92-P-001-3, which are found in Appendix 4.

PCA 92-P-001-3 & SE 01-P-011:

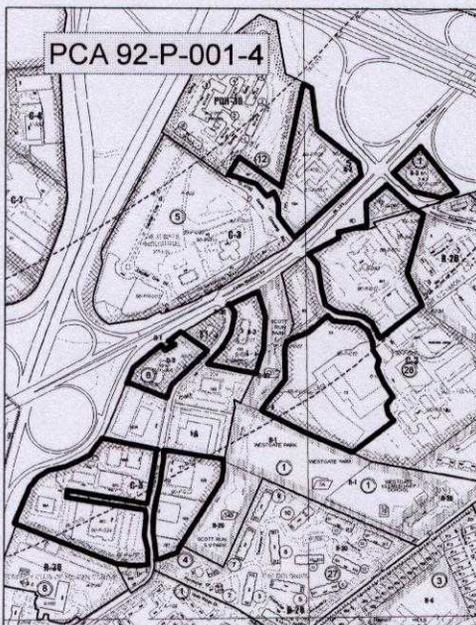


On May 7, 2001, the Board approved PCA 92-P-001-3 (57.19 acres), a partial Proffered Condition Amendment (PCA) to amend the proffers for RZ 92-P-001 to take 167,111 square feet (SF) of gross floor area (GFA) from the unassigned density bank for West*Gate and assign it to the Colshire Drive Land Bay (Land Bay B). Of this GFA, 62,110 SF was assigned to Land Bay B-1 and 105,000 SF was assigned to Land Bay B-6 (the 3.56 acre subject site for SE 01-P-011). Land Bay B-6 is located within the application property associated with the pending applications; Land Bay B-1 is not. A copy of these proffers is to be found in Appendix 4.

Also on May 7, 2001, the Board approved SE 01-P-011, a Category 6 Special Exception (SE) for an increase in building height from 90

feet to 105 feet for the Johnson III Building. This building is now identified as MITRE 3 and is included in the application property for PCA 92-P-001-05. The approved site layout included a waiver of the setback requirement per Sect. 2-418 of the Zoning Ordinance to reduce the front yard setback for the proposed Johnson III building from a 25° angle of bulk plane (ABP) to a 20° degree ABP. A copy of the Clerk to the Board's letter regarding this approval is included in Appendix 5.

PCA 92-P-001-4:



On December 3, 2001, the Board approved PCA 92-P-001-4, a partial Proffered Condition Amendment (PCA) (76.08 acres) to amend proffers for portions of the property subject to RZ 92-P-001 in order to reallocate density between land bays within West*Gate. This application did not include the application property for the pending proffered condition amendment application, PCA 92-P-001-5. This PCA did not change the overall FAR or intensity, uses, or other proffered commitments for West*Gate. Appendix 6 includes the accepted proffers and a copy of the chart included with this application illustrating the allocation of gross floor area throughout the area subject to the previous rezoning and proffer condition amendment approvals for West*Gate.

SE 2002-PR-031 & SEA 2002-PR-031:

The application properties for these two applications is the same as the application property for pending applications, PCA 92-P-001-5 and RZ 2008-PR-011. SE 2002-PR-031, approved on January 27, 2003, allowed the installation of campus wayfinding signs that are larger than the two square feet typically allowed for such signs. With the approval of SEA 2002-PR-031 on January 7, 2008, the addition of a LED lighted directional sign was approved; the previous approval had precluded lighted signs. A copy of the Clerk to the Board's letter regarding the approval of SEA 2002-PR-031 is in Appendix 7 (the records with regard to the original SE are on file with DPZ). The pending applications, PCA 92-P-001-5 and RZ 2008-PR-11, while covering the same land area, do not propose any changes that would affect the on-site signage; therefore, an amendment to SEA 2002-PR-031 has not been filed at this time. The draft proffers submitted with this application states that the SEA and amendments thereto govern the signage on the site along with the provisions of Article 12, Signs.

Proffer Interpretation – February 5, 2004

By proffer interpretation dated February 5, 2004, the Director, Zoning Evaluation Division, determined that the amount of gross floor area remaining in West*Gate, the land area subject to the proffers associated with the approval of RZ 92-P-001 and the subsequent proffered condition amendment applications totaled 348,256 sq. ft. of gross floor area subject to the proffered limitation with regard to which land bay the gross floor area was placed, as described above. This determination was based on the approvals through PCA 92-P-001-04 and a tabulations chart included with the original proffer interpretation request dated January 6, 2004. The chart attached to the letter of request is based on the tabulations submitted with the previous proffered condition amendment applications and was used by the applicant for these pending applications as the basis for their request. Copies of the proffer interpretation, the letter of request and the accompanying chart are included as Appendix 8.

PCA 92-P-001-06:

This application (31.25 acres) was filed to allow the division of the land along Old Meadow Road Land Bay (Land Bay C) to be further divided into three smaller land bays (Land Bays C-1, C-2 and C-3). This application was approved on September 24, 2007 subject to proffers dated August 28, 2007. This application affected the land along Old Meadow Road only and does not affect any of the property included in the pending application. The records of this approval are on file with DPZ.

Recently Filed Applications Within Other Portions of West*Gate:

The West*Group has filed a proffered condition amendment application to remove additional portions of the land area subject to the proffers associated with RZ 92-P-001 et. seq. A concurrent application requesting that the application property be rezoned to the PDC District has also been filed. At the time of publication of this report, these

applications have not satisfied the minimum submission requirements contained in the Zoning Ordinance to be accepted for processing and review.

Proffers Regarding FAR Associated with West*Gate (RZ 92-P-001 et. seq.)

As described above, the 19.6 acre application property is currently subject to proffers for West*Gate that include a limitation in the FAR to 0.65 within the 130.32 acre area subject to the proffers for West*Gate accepted with the approval of RZ 92-P-001 and as amended with subsequent PCA applications – which primarily carried the previous commitments forward. Those proffers also allow specific sites within Land Bay B, where the MITRE property is located to go up to a 1.0 FAR. Further, pursuant to a review of the proffers subsequent to the approval of PCA 92-P-001-04, at the request of West*Group, a review of the proffered chart associated with that approval through a proffer interpretation issued February 5, 2004, it was determined that 348,256 sq. ft. was undeveloped within the area subject to the proffers associated with RZ 92-P-001 et. seq. Of this GFA, 300,000 sq. ft. is identified as being allocated to the Tyler Building and the remainder is part of the unallocated GFA associated with the approval of PCA 92-P-001-02.

As noted in the letter dated June 27, 2008 (Appendix 3b), the applicant for the pending applications does not propose to capture any of that GFA within the 19.6 acre application property. The statement of justification (see Appendix 3a) includes a chart that illustrates the impact on the remainder of West*Gate of removing the pending application property from the effect of the proffers associated with RZ 92-P-001 et. seq. The information contained therein (Exhibits E and F) reflects the information contained in the chart submitted to the Zoning Evaluation Division of DPZ that resulted in the proffer interpretation, dated February 5, 2004. The applicant’s statements indicate that if MITRE 4 were still included within West*Gate, the overall FAR within the area subject to the West*Gate proffers would increase to 0.68 FAR; however, with the deletion of this 19.6 acre pending application property, the FAR for the area remaining subject to the proffers for RZ 92-P-001 et. seq. will be 0.62, including the as yet un-built 348,256 sq. ft. of GFA. The chart below includes the factors which were used in making this determination:

FLOOR AREA RATIO CALCULATIONS		
Parameter	West*Gate with MITRE	West*Gate w/o MITRE
Acreage ¹	130.32 acres	110.69 acres
FAR Allowed by Proffers for West*Gate	0.65	0.65
GFA	3,799,196 ² sq. ft.	2,992,151 ³ sq. ft.
FAR based on GFA Built and GFA Un-built Total	0.68	0.62

1. Includes acreage for land previously dedicated for public road purposes and for use as transit station.

2. Includes MITRE 4 and 348,256 sq. ft. within West*Gate, consisting of a 300,000 sq. ft. un-built building in Land Bay B and 48,256 sq. ft. contained in the "bank" referenced in the proffers for West*Gate.
3. Includes 300,000 sq. ft. designated for an un-built building in Land Bay B and 48,256 sq. ft. included in the "bank" referenced in the proffers for West*Gate.

COMPREHENSIVE PLAN PROVISIONS (Appendix 9)

Plan Area:	II
Planning District:	Tysons Corner Urban Center
Land Unit:	Land Unit R, Sub-unit R-

The Comprehensive Plan provides the following guidance on the land use and the intensity/density for the property. On pages 142 – 144 of the Tysons Corner Urban Center Land Unit Recommendations of the 2007 edition of the Area II Plan, under the heading, "Land Unit R," the Plan states in part:

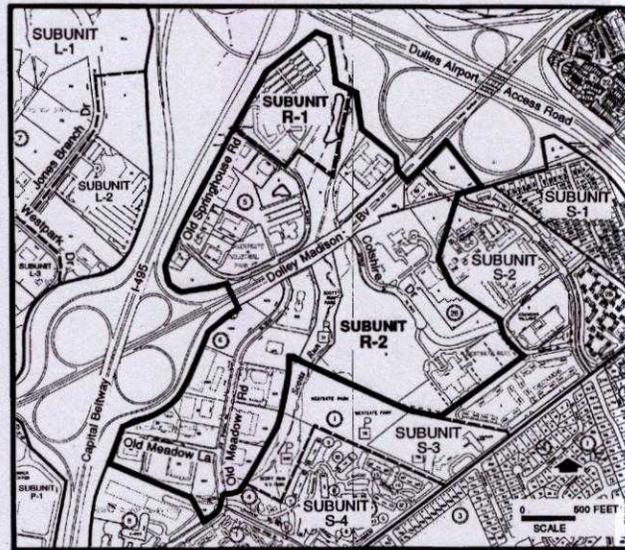
LAND UNIT R

Land Unit R is comprised of about 169 acres, bounded by the DAAR on the north, multi-family developments (in Land Unit S) on the east and south, and the Capital Beltway on the west. Existing development is predominantly office, with older buildings designed and built for research and development (R & D), and light industrial uses. It is not the intent of this plan to preclude the use of older buildings for R & D and light industrial redevelopment.

Land Unit R contains the West Gate office park and is one of the two largest non-core areas in Tysons Corner, the other being West Park (Sub-units L1, L2, and L3). Both areas have developed as office parks with a predominantly campus-like setting. The vision for both is to continue their development as office parks. The vacant parcels in Land Unit R will infill with additional office use, and the low-rise buildings will redevelop to mid-rise and some high-rise office buildings with support retail and service uses. Opportunities exist to introduce a housing component. Further opportunities exist for intensified development, in the event that a rail transit station site is selected and programmed for design and construction in proximity to this land unit.

Major circulation improvements planned for this land unit include a new road with a bridge across Scotts Run Park to connect Colshire Drive to Old Meadow Road, and an extension of Colshire Drive across Route 123 to connect with Old Spring House Road. Development should allow for the eventual construction of these roads and bridges as already approved by the County.

Guidance for evaluating development proposals for this land unit is contained in the Area-wide Recommendations, the Land Unit Recommendations and the Development Review Guidelines Sections of the Plan. Specific guidance for uses and intensities as envisioned in the Plan are provided in the sub-unit text below. Achieving planned intensity is predicated upon successfully incorporating these recommendations and guidelines into development proposals.



LAND UNIT R

SUB-UNIT R-2

Sub-unit R-2 is planned for research and development use, light industrial use, and office use with support retail and service uses up to an average .65 FAR for the Sub-unit, with a maximum intensity of 1.0 FAR on individual and/or groupings of parcels. The variation in intensity within this sub-unit is to encourage the development of nodes. Development with intensities up to 1.0 FAR should be concentrated north of Route 123 to encourage the creation of a development node in the portion of the sub-unit that is furthest from single-family detached residential neighborhoods and has substantial visibility from the Capital Beltway.

This flexibility is intended to encourage innovative design solutions for this area which offer significant opportunities to provide urban design amenities and better integrate development in this land unit. The Old Springhouse Road area is particularly suited to be designed as a major focal point if redeveloped so that future buildings related to a plaza with interconnections to the pedestrian system to the remainder of land unit, where appropriate. Also, the vacant land on the west side of Colshire Drive could provide a focal point through the grouping of buildings and site design. Integration with surrounding areas through pedestrian linkages and urban design amenities should be provided.

Option Without Rail

As an option, residential use is appropriate on any portion of the sub-unit. In any development proposal submitted under this option, planned nonresidential intensity can be replaced by residential use as provided under Alternative Land Uses in the Area-wide Recommendations section.

Option with Rail

If a rapid rail station site is selected and programmed for design and construction in proximity to this sub-unit, mixed-use development with an intensity (for all nonresidential uses) up to 1.5 FAR is appropriate for the area within 1,000 feet of the station platform. Sites between 1,000 and 1,600 feet of the station platform are appropriate for mixed-use development up to 1.0 FAR (for all nonresidential uses). Compatible transitions of height, bulk and intensity to adjacent development should be provided within the 1,600 foot area. In any development proposal submitted under this option, planned nonresidential intensity can

be replaced by residential use as provided under Alternative Land Uses in the Area-wide Recommendations section.

Height Limit: Up to 150 feet north of Route 123 and west of Scott's Run, with the area east of Scott's Run up to 105 feet; and the area west of Scott's Run along Old Meadow Road up to 105 feet for the northern portion and up to 90 feet for the southern portion. Building heights at or near the top of the limit can be achieved if the result is more usable open space and/or improved pedestrian circulation. In addition, a variety of building heights should be provided in the sub-unit. (See the Building Heights Map, Figure 10, and Building Heights Guidelines.)

If a rail station is to be located adjacent to that portion north of Route 123 and east of Scott's Run, building height could be increased from 105 to 150 feet. For the remainder of the sub-unit, if a rapid rail station site is located in proximity to this Sub-unit, maximum building heights within 1,600 feet of the station platform may increase up to 30%. All transit related height increases should be consistent with the Building Height Guidelines and the resultant height should not adversely impact the character and development of adjacent and nearby lands or neighborhoods.

The Comprehensive Plan Map shows the application property as planned for office use.

ANALYSIS

Generalized Development Plan (Reduction at front of staff report)

Title of GDP:	MITRE 4
Prepared By:	Patton Harris Rust & Associates
Original and Revision Dates:	August 16, 2006 as revised through June 27, 2008

Generalized Development Plan (MITRE 4)	
Sheet #	Description of Sheet
1 of 18	Cover Sheet with Illustrative of Proposed Building
2 of 18	Vicinity Map, Tabulations, Sheet Index, General Notes
3 of 18	Existing Conditions/Existing Vegetation Map
4 of 18	Generalized Development Plan showing proposed MITRE 4
5 of 18	Landscape Plan including proposed MITRE 4
6 of 18	Pedestrian Circulation Plan of Vicinity
7 of 18	Proposed Low Impact Development Plan (Depicts proposed Additional BMP features)
8-18 of 18	Stormwater Drainage Information and Analysis

The draft proffers state that the property will be in substantial conformance with the GDP. The following features are depicted on the submitted GDP:

- Site Layout. As described above, this application proposes to add a fourth office building to the existing MITRE campus located at the southern end of Colshire Drive. The new building, MITRE 4, would be located to the northeast of MITRE 1, replacing a portion of an existing surface parking lot. The proposed rectangular building will be connected to MITRE 1 via an one hundred and twenty-five (125) foot long atrium that is approximately fifty (50) feet wide (6,250 sq. ft.). A 7,225 sq. ft. loading area with five (5) loading spaces for both buildings will be located behind the atrium. Accordingly, with regard to meeting zoning ordinance requirements such as building height, the two structures will be considered one building. MITRE 4 is shown to contain 157,439 sq. ft, which includes the proposed atrium and loading space area between the new building and existing MITRE 1. MITRE 4 is to be six (6) stories above grade, include a cellar (which is not included in GFA) and be a maximum of 90 feet tall. A drop-off area, labeled as an auto court, is shown in front of the new structure. A parking area is shown on the northeast side of the building (abutting the private road named Colshire Drive that is located northeast of the application property). This parking lot will be on top of an underground parking structure but appear to be at ground level.
- Vehicular Access. Access to the overall 19.6 acre MITRE campus is available from two directions, from Chain Bridge Road to the north and Magarity Road from the south via Anderson Road. Access is available from Chain Bridge Road (Rt. 123), a major arterial in this portion of the Tysons Corner Urban Center and approximately 1,000 feet to the north, via Colshire Drive (Rt. 6471), a public street that ends at a cul-de-sac at the northern boundary of the application property. Access is provided into the campus via two private drives from this cul-de-sac. The drive to the west from the Colshire Drive cul-de-sac provides access to a large surface parking lot in the southwest corner of the application property and adjacent to Westgate Park (a public park) and the Westgate Elementary School. The drive to the east, named MITRE Plaza, connects to a private road, also named Colshire Drive, which connects to Anderson Road (Rt. 3946) to the east providing the second access point to the campus. MITRE Plaza is subject to a public access easement.
- Pedestrian Access. Pedestrian access is provided by the sidewalks along both links of Colshire Drive that abut the property as well as a series of internal sidewalks within the property. The internal network includes a sidewalk along MITRE Plaza connecting both links of Colshire Drive; however, this sidewalk is not continuous along both sides of MITRE Plaza. The submitted GDP includes a future five-foot wide asphalt sidewalk to connect to Westgate Park.
- Parking. Parking is provided within the MITRE campus in two parking garages and two large surface parking lots located on either side of MITRE 1. The southeastern parking lot is proposed to be partially redeveloped as part of the construction of MITRE 4 and a new underground parking garage will be constructed under this building and possibly extending through the rest of that parking lot. The GDP states that based on parking the overall GFA and 50% of the cellar space as office space the required parking would be 2,412 parking

spaces. The draft proffers state that minimum parking required will be provided in accordance with the Zoning Ordinance. The proffers further state that the overall parking ratio with the MITRE campus will be reduced from the existing rate of 3.46 spaces per 1,000 sq. ft. of GFA to 3.1 spaces. The Zoning Ordinance requires 2.6 spaces per 1000 sq. ft. of office GFA.

- Open Space. The tabulations state that the open space shown on the GDP is 196,000 sq. ft., or 23 percent of the application property. The open space consists primarily of landscaped areas around the buildings and parking garages, interior parking lot landscaping and landscaping along the periphery of the site. The largest open space area is an interior courtyard located between future MITRE 4 and MITRE 2 and southeast of MITRE 1. This courtyard is rectangular in shape, approximately 130 feet by 150 feet in size, or approximately 1,950 sq. ft. in size. There is an existing 25-foot wide landscape strip along the southwestern boundary of the property, adjacent to the multi-family development known as The Commons. This area, which contains existing vegetation that screens the office campus from the adjacent residences, will be widened from 25 feet to 35 feet in the area where MITRE 4 is proposed.

Land Use Analysis (Appendix 8)

The application property is located in a portion of Sub-unit R-2 of the Tysons Corner Urban Center. The southern portion of the sub-unit, which includes the 19.6 acre application property, is planned and approved for office, mixed use, support retail, residential and other uses with an option to develop at an intensity of up to a 1.0 FAR. The Comprehensive Plan specifies an average FAR limit of 0.65 for the sub-unit as a whole while allowing the development of nodes within the sub-unit with an intensity of up to a 1.0 FAR. The Plan text also recommends that the adjacent residential development be protected from the impacts of the commercial development within Sub-unit R-2. The current application seeks to remove the MITRE site from previously approved applications and associated proffers for West*Gate and develop the application property with an overall FAR of 1.0. It should also be noted that the Comprehensive Plan recommends development up to 1.0 FAR may be allowed within for portion of the sub-unit located within 1,600 feet of the planned transit station, to be implemented only when the transit station is "programmed and designed for construction".

Issue: Intensity

The proposed overall intensity within this 19.6 acre application property is 1.0 FAR; the existing FAR is 0.84. The Plan text also specifically allows densities of up to 1.0 for specific sites within the sub-unit. Should the pending applications be approved, the resulting FAR for Sub-unit R-2 is less than 0.65, as recommended by the Comprehensive Plan (see Exhibit H included in Appendix 3a, which does not include the land located within Scotts Run Park as part of the land area used to determine the FAR). It is staff's view that the current Comprehensive Plan recommendation on the limitation of an average intensity of up to 0.65 FAR for the overall land unit, while allowing individual sites to develop at a 1.0 FAR, is intended to ensure the

recommended office development is compatible with existing residential development to the south (including the Commons, a garden style multi-family residential development and Pimmit Hills, a single family detached neighborhood located south of Magarity Road). Therefore, the southernmost portion of the sub-unit should provide an appropriate transition to abutting residential development to the south. The Plan text also recommends that the more intense development be located in the northern portions of the land unit.

The transition to the adjacent four-story Commons multi-family use and the stable single family neighborhood, Pimmit Hills, located north of Magarity Road is proposed to include the following elements:

- The height of the new office building height is limited to six stories or ninety feet, which is the height of the existing MITRE 1 building and is the maximum building height recommended by the Comprehensive Plan under the non-rail option;
- The proposed MITRE 4 building is setback 110 feet from the southern property line (MITRE 1 is set back 99 feet);
- The existing topography places the MITRE campus at a lower elevation than the Commons;
- The existing transitional screening that is between uses 25 feet deep adjacent to a surface parking lot is retained;
- The depth of the existing transitional screening yard will be increased to 35 feet where the new building is proposed; and,
- The existing mature vegetation will be retained as screening and enhanced by providing additional plantings and a four-foot tall solid barrier within the existing screening yard.

Resolution:

With the proposed elements, staff has concluded that proposed changes to the MITRE campus conform with the intensity recommendations of the adopted Comprehensive Plan and that the proposed intensity is compatible with the abutting residential development to the south.

Issue: Integration with Adjacent Development

The applicants are proposing a new office building, MITRE 4, within the existing MITRE office campus. The new building will be connected to existing MITRE 1 building via an atrium. The applicants have indicated that the façade will match the exterior of the existing office buildings as shown on the illustration on the first page of the proffered GDP. The primary vehicular access to the site is from Chain Bridge Road (Rt. 123). The campus can also be accessed from Magarity Road via Anderson Road and the private portion of Colshire Drive. Adequate pedestrian connections are already in place along the public and private portions of Colshire Drive located on either side of the campus. The draft proffers state that additional signage will be added to encourage pedestrian and vehicular traffic through the site. However, the applicant should clarify whether there is an existing public access easement along this route, MITRE Plaza. Further, the draft proffers include a commitment to work with the adjacent property owners and the County in the realization of the enhanced road network that has been

part of the discussions of the Tysons Corner Task Force for this portion of the Tysons Corner Urban Center.

Resolution:

Staff recommends that the applicant either clarify that there is a public access easement along MITRE Plaza or a commit to establish one.

Environment (Appendix 9)

Issue: Water Quality/Stormwater Management (Appendix 10)

The entire application property is located in the Scott's Run watershed. The application property is largely developed and the new building (MITRE 4) will be replace an existing surface parking lot. A portion of the site is detained and treated by an existing off-site privately maintained wet pond. Another portion of the site and some land area off-site is detained by an existing underground SWM/BMP facility located on the application property. While the existing facilities meet Stormwater Management (SWM) and Best Management Practices (BMP) control requirements, staff recommends that the applicant provide additional commitments to further enhance the quality of the water being discharged into Scott's Run with the addition of low impact development (LID) measures, such as, filterrras, porous pavement, green roof areas and other possible techniques. In addition, staff also asked the applicants to examine the possibility of upgrading an existing offsite SWM pond, which, while providing detention and water quality treatment for a portion of the application property, is owned and maintained by another property owner. The draft proffers for this application do not address this existing facility; however, recently filed applications on other portions of West*Gate may provide an opportunity to enhance the pond.

In lieu of committing to upgrade the off-site pond, the applicants have made commitments to provide LID measures on-site as part of the construction of MITRE 4 and to increase the capacity of the existing underground detention facility located on the MITRE campus. The proposed LID measures include a bio swale, a rain garden and a cistern to capture runoff from a portion of the parking structure. Runoff captured in the cistern will be reused on the site for irrigation.

Resolution:

Staff has concluded that the proposed improvements to on-site detention and water quality treatment will provide additional water quality control improvements and runoff reduction measures as part of the proposed development. Therefore, this issue is resolved.

Issue: Green Building

The Policy Plan was recently amended to incorporate guidance in support of the application of energy conservation, water conservation and other green building practices in the design and construction of new development and redevelopment projects. The applicant is seeking to develop an office building, MITRE 4, which

combined with the existing MITRE 1-3 buildings would result in an overall intensity of 1.0 FAR, which is the maximum intensity recommended under the current Comprehensive Plan's non-rail scenario for this sub-unit in the Tysons Corner Urban Center. The Policy Plan recommends that developments, which are seeking development at the high end of the planned intensity range (among other things) and are located in a specially designated areas including the Tysons Corner Urban Center, attain basic Leadership in Energy and Environmental Design (LEED) certification through the U.S. Green Building Council (USGBC) or other comparable program with third party certification.

The applicant has proffered to attaining certification of the proposed MITRE 4 building from the USGBC, under the USGBC's Leadership in Energy and Environmental Design (LEED) – Core and Shell rating system, or other LEED rating system determined to be applicable to the project. A green building escrow of \$450,000 will be posted to the County prior to building permit approval that will be released upon demonstration of attainment of LEED certification within two years of the issuance of the first Non-residential Use Permit for the building. A LEED Accredited Professional (LEED-AP) will be a member of the design team to work with the team to incorporate LEED design elements into the project, so that the project will be positioned to attain LEED certification. As part of the project's site plan and building plan submissions for MITRE 4, the LEED-AP will prepare a list of specific credits that the applicant anticipates attaining within the LEED – Core and Shell rating system or other LEED rating system determined to be applicable to the project. Additionally, a green building maintenance reference manual will be prepared and distributed to future building occupants. The draft proffers also include a commitment to install an 8,000 sq. ft. green roof on a portion of MITRE 4.

Resolution:

Staff has concluded that this issue is resolved.

Transportation (Appendix 11)

Tysons Transportation Fund

The draft proffers include a commitment to contribute \$3.74 (escalated) per gross square foot of floor area contained in MITRE 4. Ten percent (10%) of the contribution is proffered to be made at the time of site plan approval and the remainder will be provided at the time of the issuance of the Non-RUP for the building.

Access To Transit Facilities

Bus transit service is currently available on Chain Bridge Road and Anderson Road, which are within walking distance of the campus. A future rail station, Tysons Corner East, is planned at the intersection of Colshire Drive and Chain Bridge Road and would be constructed as part of the first phase of the planned extension of Metrorail service through the Tysons Corner Urban Center and, ultimately to Dulles Airport. The station platform will be located on the north side of Chain Bridge Road with a bridge across that road to a kiss and ride lot located in the southwest quadrant of the intersection of Chain

Bridge Road and Colshire Drive. The stair/elevator tower on the southern side of Chain Bridge Road is within 2,000 feet of the center of the MITRE campus. A special exception application and a 2232 application to permit the future rail station have been filed with DPZ and are tentatively scheduled for public hearing in the fall of 2008.

Interconnection of the Street Network

The application property is affected by a number of possible future street connections through this portion of Land Unit R intended to provide a modified grid street pattern that have been discussed by the Tysons Corner Task Force.

Note:

The following illustration was excerpted from the presentation made at the Tysons Corner workshops held on February 26 and 27 of 2008. The illustration shows Alternative A; however, with regard to the area around the application property (see star), both Alternative A and Alternative B show the same proposed road network. The application property is located in the northeast quadrant of the Tysons Corner Urban Center.



This future road network concept includes three interconnecting roadways to improve circulation though and within the portion of Sub-unit R-2 located south of Rt. 123 that affect this application property:

- A future public street (referred to as 'Magarity to Old Meadow Connection' in the draft proffers and in this report) is proposed along the southwestern boundary of the application property abutting Westgate Park that would connect Magarity Road with Old Meadow Road;

- A roadway connection between the cul-de-sac for Colshire Drive and the future 'Magarity to Old Meadow Connection' (the connecting road is referred to as 'MITRE-Northrop Grumman Connection' in the draft proffers and in this report).
- The third link in this future network is in place, MITRE Plaza between the public portion of Colshire Drive north of the application property and the private portion located northeast of the application property.

While it is recognized that the envisioned modified grid of streets in this area has not been incorporated into the recommendations of the adopted Comprehensive Plan, a grid pattern that provides interconnections through the large blocks within the Tysons Corner Urban Center has been a major focus of the task force's efforts. Staff agrees that providing additional connections within sub-areas of Tysons Corner will improve circulation within and between these sub-areas and will help to divert some trips from the major arterials. Staff has sought cooperation from the applicant in the implementation of this road concept as it impacts on the application property.

In response, the applicant has made the following commitments:

- With regard to the Magarity to Old Meadow Connection, the draft proffers commit the applicant to cooperate with the County and the surrounding property owners to help foster this future street. The routing presented to the task force is conceptual and should not be considered to be a definitive routing; it shows this road to be wholly located within Westgate Park. Since this routing reflects the very beginning of the process of planning for this road, staff has concluded that the proffered commitment for cooperation is appropriate in this circumstance; however, the applicant should be aware that as the planning process develops a more definitive route additional commitments may be sought through a future zoning process or as part of a future site plan approval process.
- For the MITRE-Northrop Grumman Connection, the applicant has proffered to provide one-half of the right-of-way for this future connection once the Magarity to Old Meadow Connection is designed and the adjacent property owner has made dedication for the MITRE-Northrop Grumman Connection has conveyed the necessary land rights.
- With regard to existing MITRE Plaza (the road connection between the two portions of Colshire Drive), the route is currently open and used by pedestrians and vehicular traffic moving between Magarity Road (Rt. 650) and Dolley Madison Boulevard (Rt. 123). In addition, the applicant has proffered to provide signage that facilitates the use of this road by pedestrians and vehicles, which may require that an amendment to SEA 2002-PR-031 be approved in the future. However, the applicant has not provided staff with any information as whether there is a public access easement along that route to allow vehicles and pedestrians to traverse that road. The applicant needs to demonstrate that this route has the necessary public access easements to allow it to function as a part of the network of streets in this part of the Tysons Corner Urban Center or the applicant should proffer to convey such easements prior to the approval of the site plan for MITRE 4.

(See Attachment B to the draft proffers for an illustration of the impact of these three roadways on the application property.)

It should be noted that, if these roads were part of the adopted Comprehensive Plan, staff would be requesting that the applicant commit funding to the construction of these roads and that these roads be shown on the development plan submitted with the application. If, as currently anticipated, these roadways are incorporated into the adopted Plan, staff will be requesting that the roads shown on the Comprehensive Plan be dedicated and constructed as part of the review of future applications for this application property, including special exceptions. However, the proffer with regard to the dedication of right-of-way or the creation of an easement, the draft proffers commit the applicant to: 1) participate in discussions with the surrounding property owners with regard to the implementation of the road network, should it be adopted into the Comprehensive Plan; 2) dedicate right-of-way upon the dedication of right-of-way by the adjacent property owner; and, 3) participate in funding the maintenance of the connection road should it be a private street. It would be preferable that the necessary land rights upon demand of the County.

Transportation Demand Management

The draft proffers include a commitment to a transportation demand management program (TDM program) with an overall thirty-one percent (31%) reduction in the number of trips once MITRE 4 is constructed. The TDM program in the draft proffers includes the following elements: a TDM coordinator, a budget, a remedy fund, a penalty fund of \$750,000 and promotion activities including a web site, among other things.

While the existing proffers for PCA 92-P-001-2 include a TDM program for the whole of the West*Gate Office Park (the approximately 130 acres originally zoned), this program would supersede that previous TDM program. There is also a development condition that includes elements of a TDM program that is part of the approval of SE 01-P-011 to allow additional building height. However, the pending application package does not include an amendment to that approval, so it cannot be changed at this time. The following TDM elements, contained in the development conditions for SE 01-P-011, are included in the proffered TDM program: designating parking spaces as carpool and vanpool parking; appointing a public transportation coordinator to disseminate information regarding carpooling and public transit in the area; and participation in area wide promotion or rail to Tysons.

It was unclear from a review of the records of the Department of Transportation whether or not the TDM program proffered for the whole of the West*Group office and the limited program associated with the approval of SE 01-P-011 were implemented. For example, the semi-annual reports required pursuant to SE 01-P-011 were not submitted. The comments of the Fairfax County Department of Transportation include a recommendation that the penalty exposure be increased from \$750,000 to \$1,000,000 in association with this application to add a new approximately 160,000 to the existing MITRE campus with a total of approximately 698,000 sq. ft. of GFA for a total of approximately 858,000 sq. ft. of GFA. (If cellar space were to be included the overall floor area is approximately 999,000 sq. ft.; with the cellar space subject to use restrictions.) The draft proffers also include a provision that, if the applicant does not carry forward with the proffered TDM commitments by failing to appoint a Transportation Coordinator or to by failing to submit a TDM plan, budget or the required

reports, the county can issue a notice of violation that provides for a 60 day period to submit the material and if the material is not submitted within that time period, the applicant is subject to a penalty of \$200 per day until the violation is rectified.

The TDM program in the draft proffers includes the TDM elements included in the approval of SE 01-P-011. Therefore, the applicant should be able to demonstrate that the proffered program complies with the limited TDM program elements contained in the development conditions for SE 01-PR-011. The draft proffer statement references a TDM strategic plan, which is attached to the proffers as Exhibit A, and commits to the appointment of the Transportation Coordinator within 90 days of the approval of the application and submission of a TDM plan and budget for review by the County within 30 days after the appointment of the Transportation Coordinator. With the past history, the applicant should ensure that the TDM commitments are implemented, especially the commitments to coordinate with the County in the creation, implementation and analysis of the effectiveness of the program.

Public Facilities

Park Authority Analysis (Appendix 12)

Natural Resources Impact

The comments of the Fairfax County Park Authority (FCPA) note that the stormwater from this property flows into Scotts Run, which flows through several Park Authority properties. To reduce the impacts on Scotts Run, the applicant has proffered to include several low-impact development (LID) techniques with the 19.6 acre campus as described in the Environmental Analysis section above. These commitments have adequately addressed this issue.

On-Site Support for Recreational Activities

The draft proffers include a commitment to provide shower and locker facilities to accommodate bicycle commuters and employees who may exercise during the business day.

Impact on Park Authority Recreation Facilities

Employees use and have an impact on nearby athletic facilities, especially fields and courts. Other commercial projects in the Tysons Corner Urban Center have made contributions of approximately \$1.00 per gross square foot of floor area. The draft proffers include a contribution of \$200,000 toward the provision of athletic facilities in the vicinity.

Workforce Housing

In support of the Comprehensive Plan goal to support the provisions of workforce housing in Mixed Use Centers, including the Tysons Corner Urban Center, the draft proffers include a commitment to provide a total of \$300,000 to a fund established by the County for the provision of workforce housing.

Water Service Analysis (Appendix 14)

The property is located in the service area of the City of Falls Church. Depending on the configuration of the onsite water mains, additional water main extensions may be necessary.

ZONING ORDINANCE PROVISIONS (Appendix 15)

Bulk Standards (C-3)		
Standard	Required	Provided
Lot Size	20,000 sq. ft.	19.6 acres
Lot Width	100 feet	420 feet
Building Height	90 feet	90 feet (MITRE 1, 2, 4) 103 feet (MITRE 3) ¹
Front Yard	25° ABP ² ≥ 40 feet	40 feet ³
Side Yard	No Requirement	99 feet
Rear Yard	20° ABP ² ≥ 25 feet	276 feet
Floor Area Ratio (FAR)	1.00	1.00
Open Space	15% (128, 102 sq. ft.)	23% (196,400 sq. ft.)
Parking Spaces ⁴	2,412	2,412
Loading Spaces	10 spaces	5 spaces

1. The additional building height was previously approved pursuant to SE 01-P-011 (see the Background section above).
2. ABP – Angle of Bulk Plane. For a 90-foot tall building, a 25° ABP requires a front yard setback of 42 feet, and; a 20° ABP requires a rear yard setback of 33 feet.
3. The setback for MITRE 3 was reduced pursuant to the provisions of Sect. 2-418 in conjunction with the approval of SE 01-P-011 (see the Background section above).
4. The draft proffers state that parking will be provided in accordance with the requirements of the Zoning Ordinance, which will require that parking be provided for the cellar space based on the use of that space. In addition, the draft proffers commit that the parking ratio on site will be reduced from the current level of 3.46 spaces per 1,000 sq. ft. office GFA to 3.1 spaces; the Zoning Ordinance requires 2.6 spaces.

Transitional Screening Yard and Barriers

With the exception of the southeastern boundary, which abuts multi-family development, the application property abuts other commercial uses, offices and the Commons Shopping Center. Offices are not required to provide transitional screening or barriers where they abut offices or a shopping center. With regard to the adjacent multi-family development (The Commons), Transitional Screening Yard 1, 25 feet in depth is required. In addition, Barrier D, a 42-48 inch tall chain link fence; Barrier E, a six foot tall wall of brick or architectural block; or, Barrier F, a six foot tall wooden fence

is required at the interior edge of the required Transitional Screening Yard. The applicant has requested a modification of the transitional screening yard requirement. The proposal includes a transitional screening yard consisting of existing vegetation supplemented by additional plantings that is 35 feet in depth behind the proposed new building, while maintaining the existing 25-foot deep screening yard behind MITRE 1 and the existing parking lot to the northeast of MITRE 1. A four-foot tall solid fence is proposed within the transitional screening yard to satisfy the barrier requirement rather than the allowed chain link fence.

Waivers/Modifications

Modification: Transitional Screening & Barrier **Basis:** Par. 3 of Sect. 13-304

The proposed transitional screening yard meets the minimum width requirement, 25 feet, for an area between an office building and multi-family residential buildings. While the existing 25-foot deep screening yard will be retained where there is parking, the depth of the screening yard will be increased to 35 feet for the area behind the proposed new building. The requested modification is to allow the existing vegetation to be supplemented in the manner shown on the GDP in order to meet the planting standard for Transitional Screening Yard 1. The existing vegetation consists of larger deciduous and evergreen trees that were previously installed along the boundary. The proffered GDP also includes the addition of supplemental planting along the screening yard and the installation of a four-foot tall wooden fence in the screening yard (there is no barrier currently). Staff recommends that the requested modifications be approved.

Modification: Loading Spaces

Basis: Par. 3 of Sect. 11-201

The requirements of Part 2 or Article 11, Loading Spaces, require that each office building that is in excess of 100,000 sq. ft. in size provide five loading spaces. This requirement was previously modified for MITRE 2 and MITRE 3 and the applicant requests that five loading spaces be provided in the common loading space area between MITRE 1 and proposed MITRE 4. Staff concurs with this request because five loading spaces would be required for a single building with the combined gross floor area of MITRE 1 and MITRE 4.

Modification: Front Yard for MITRE 3

Basis: Sect. 2-418

Prior to the construction of this building and in conjunction with the approval of SE 01-P-011, a modification of the front yard requirement was approved for MITRE3 because the right-of-way for the bulb of the cul-de-sac for the public portion of Colshire Drive extends to within 40 feet of that building. Staff recommends that this previously granted modification be re-affirmed.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

As discussed in the Land Analysis section, staff has concluded that the applications as filed are in conformance with the recommendations of the Comprehensive Plan. As noted in the Background section, the removal of this land from the proffers associated with the West*Group proffers, as accepted pursuant to the approval of (RZ 92-P-001 et. seq.), will not adversely affect the ability of that property to be developed in accordance with the accepted proffers. The draft proffers include commitments to provide additional on-site water quality treatment and stormwater detention, beyond the minimum requirements of the Public Facilities Manual. The site currently provides a link in a vehicular and pedestrian connection between Rt. 123 to the north and Magarity Road to the south, which will be improved with the proffered commitment to provide directional signage. The draft proffers include commitments to a revised TDM program that includes several features typically included in TDM programs that have been proffered to in the recent past including, but not limited to: a program manager, a budget, a remedy fund, exposure to penalties of up to \$750,000 for not meeting the proffered TDM goal of a 31 percent reduction and per day penalties if the steps to implement the TDM program are not carried out. Finally, the applicant has proffered commitments that will enable the implementation of an as yet un-adopted future network of streets, both public and private, intended to provide additional routes within this sub-area of Tysons Corner and connections to adjacent sub-areas. However, staff would prefer that the commitments to the future road network be modified to require that the necessary land rights for the elements of the as yet un-adopted future network that affect this property upon demand of the County, to increase the upper limit on the TDM penalty fund and provide assurance that there is or will be a public access easement for MITRE Plaza.

Recommendations

Staff recommends that RZ 2008-PR-011 and PCA 92-P-001-05 be approved subject to the execution of the draft proffers contained in Appendix 1.

Staff further recommends that a modification of the transitional screening yard requirements and the barrier requirements along the southern boundary as shown on the proffered Generalized Development Plan be approved.

Staff further recommends that the requested modification of the number of loading spaces be approved pursuant to the provisions of Sect. 11-201.

Staff further recommends that the previously approved reduction in the minimum yard requirement for MITRE 3 be reaffirmed pursuant to the provisions of Sect. 2-418.

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

The approval of this rezoning does not interfere with, abrogate or annul any easement, covenants, or other agreements between parties, as they may apply to the property subject to this application.

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

APPENDICES

- 1) Draft Proffer Statement
- 2) Affidavit
- 3)
 - a. Statement of Justification dated June 26, 2008
 - b. June 27, 2008 letter from Antonio J. Calabrese, agent for the applicant regarding the impacts on the rest of West*Gate
 - c. June 3, 2008 letter from Ben Wales, agent for the applicant
 - d. March 13, 2008 memorandum from Gorove Slade, Transportation Consultant for the applicant
 - e. March 14, 2008 letter from Ben Wales, agent for the applicant
 - f. February 7, 2007 letter from Ben Wales, agent for the applicant
 - g. Chart illustrating MITRE McLean Campus Supply and Demand
- 4) Proffers for PCA 92-P-001-2 and PCA 1998-PR-055
- 5) Clerk to the Board's letter regarding the approval of SE 01-P-011
- 6) Proffers for PCA 92-L-001-4 and Associated Chart regarding GFA allocations
- 7) Clerk to the Board's letter regarding the approval of SEA 2002-PR-031
- 8) Proffer Interpretation dated February 4, 2004
- 9) Plan Citations, Land Use Analysis and Environmental Analysis
- 10) Stormwater Management Analysis
- 11) Transportation Analysis
- 12) Park Authority Comments
- 13) Water Service Analysis
- 14) Selected Excerpts from the Zoning Ordinance
- 15) Glossary of Terms

**MITRE 4 PROFFERS
PCA 92-P-001-05
RZ 2008-PR-011**

July 15, 2008

Pursuant to Section 15.2-2303 (A), Code of Virginia (1950, as amended) and Sect. 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property Owner for themselves and their successors and/or assigns (collectively referred to as the "Applicant") in this Proffered Condition Amendment ("PCA") and Rezoning proffer that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map 30-3 ((28)) 3A1 and 4A3 (the "Property") shall be in accordance with the following conditions if, and only if, Proffered Condition Amendment application PCA 92-P-001-5 and Rezoning application RZ 2008-PR-011 are granted. In the event that the PCA and Rezoning applications are denied, these Proffers shall be immediately null and void and of no further force or effect.

GENERAL

1. Previous Proffers. All previous proffers associated with PCA 92-P-001-3, PCA 92-P-001-2 and PCA 1998-PR-052 shall be eliminated by and superseded by the following proffers.
2. Proffered Condition Amendment/Rezoning/Generalized Development Plan. The Property shall be developed in substantial conformance with Sheets 1 through 18 of the Proffered Condition Amendment/Rezoning/Generalized Development Plan dated August, 2006, and revised through June 27, 2008, prepared by Patton, Harris, Rust & Associates and consisting of 18 sheets (the "GDP").
3. Minor Modifications. Minor modifications to the GDP may be permitted when necessitated by sound engineering or that may become necessary as part of final site plan or engineering, pursuant to Section 18-204(5) of the Zoning Ordinance.

ENVIRONMENT

4. Landscaping. Landscaping of the MITRE 4 building shall comply with Sheet 5 of the GDP. The Property shall be landscaped using a mix of shade and/or ornamental trees and evergreen trees of a quantity and species consistent with existing landscaping at the Property, subject to approval by the Urban Forest Management Division ("UFMD"). Native species shall be used for the proposed tree plantings to the maximum extent possible and as determined practical as agreed by the UFMD. A landscaping plan shall be submitted at the time of site plan for MITRE 4, which plan shall be reviewed and approved by the Department of Public Works and Environmental Services ("DPWES"). During the time of site plan, Applicant shall also meet on-site with a representative from UFMD to identify dead or dying vegetation on the Property. Applicant shall replace such vegetation with comparable landscaping, to be agreed with the UFMD.
5. Storm Water Management. Run-off from the portion of the Property disturbed by the construction of MITRE 4 and from a portion of the MITRE 2 parking garage shall be controlled

by an on-site underground storm water management facility. Prior to the issuance of a Non-RUP for the MITRE 4 building, Applicant shall retrofit or replace the existing underground storm water management facility to increase the facility's capacity and reduce the rate of flow from the area of the Property disturbed by construction from the 10 year storm to the 2 year storm levels. The location of the facility is shown on Sheet 4 of the GDP and the facility is described on Sheet 7 of the GDP.

6. Low Impact Design. Prior to the issuance of a Non-RUP for the MITRE 4 building, Applicant shall install a rain garden, bio swale and cistern to intercept rainwater at the Property. Such facilities shall be provided in the locations generally shown on Sheet 4 of the GDP and described on Sheet 7 of the GDP, subject to review and approval by DPWES.

7. Green Roof Design. Applicant shall provide a minimum of 8,000 square feet of green roof technologies at the Property. The location of the green roof shall be determined at the time of site plan for the proposed MITRE 4 building and associated floor area.

FUTURE OF TYSONS AND SUSTAINABILITY

8. Future Tysons Sustainability Program. Prior to the issuance of the Non-RUP for the MITRE 4 building, the Applicant shall designate an individual to act as its ongoing Sustainability Program Manager ("SPM") for the Property. Said individual shall allocate a minimum of 2.5 business days per quarter (up to a maximum of 10 business days per year) to monitoring, participating in, hosting and contributing resources to a Fairfax County approved Tysons area wide Sustainability Program and related activities (such as these referenced in the Fairfax County Comprehensive Plan Amendment Item No. S07-CW-3CP adopted by the Fairfax County Board of Supervisors on December 3, 2007, as may be amended in the future). This Program is anticipated to focus on and be designed to enhance issues related to parks and recreation, open space, cultural venues and activities, Tysons improvement initiatives, energy and environmental enhancements, live-near-you-work programs and work force housing and affordable housing initiatives. The duties of the SPM shall be undertaken for a minimum period of two years and may be part of other duties assigned to the individual(s).

TRANSPORTATION DEMAND MANAGEMENT

9. A transportation demand management plan has been prepared for the Property. The purposes of the TDM Plan are to (a) limit the number of vehicle trips generated by the Property, and (b) encourage the use of transit (Metrorail and bus), other high occupant vehicle commuting modes, walking, biking and teleworking by employees who work in the buildings located at the Property. The transportation demand management plan 'TDM Program Recommendation Analysis' (the "TDM Plan") has been prepared by UrbanTrans Consultants and is dated February, 2006 and is attached at Exhibit A.

A. Vehicle Trip Objectives.

i. General. Implementation of the TDM Plan shall limit the number of vehicle trips generated by the Property through the use of mass transit, ride-sharing and other strategies as outlined below.

ii. Maximum Trips After Reduction. The objective of the TDM Plan shall be to limit the number of vehicle trips generated by the use at the Property during weekday peak hours (as determined using methods based on ITE, 7th edition, Trip Generation rates and/or equations) (the “ITE Trip Generation Rate”).

The Maximum Trips After Reduction indicated in the following table is based on the percentage reduction of total trips that would otherwise be generated by the entire MITRE Property according to methods in the ITE Trip Generation Rate.

	AM PEAK HOUR			PM PEAK HOUR		
	Projected Trip Generation Before Reduction	Maximum Trips After Reduction	Percent Reduction	Projected Trip Generation Before Reduction	Maximum Trips After Reduction	Percent Reduction
Campus (including MITRE 4)	1,465	1,006	31%	1,354	930	31%

B. Definitions.

i. Transportation Coordinator. Within ninety (90) days of approval of PCA 92-P-001-05 and Rezoning 2008-PR-011, the Applicant shall appoint a TC for the project. The Applicant shall provide written notice to FCDOT of the appointment of the TC and shall furnish FCDOT with evidence of such TC’s qualifications and thereafter shall do the same with any change in such appointment. Following the initial appointment of the TC, the Applicant shall continuously employ, or cause to be employed as specified above, a TC for the Property. The TC’s duties shall be to develop, implement and monitor the various components of the TDM Plan and revise the TDM Plan as appropriate. The TC shall oversee all elements of the TDM Plan and act as the liaison between the Applicant and FCDOT. The duties of the TC may be part of other duties assigned to the individual(s).

ii. Peak Hour. The relevant weekday AM or PM “peak hour” shall be that 60-minute period during which the highest volume of mainline through volumes occurs between 6:00 and 9:00 AM and 4:00 to 7:00 PM, respectively, as determined by mechanical and/or manual traffic counts conducted by a qualified traffic engineering firm as approved by FCDOT. To determine the peak hour, such counts shall be collected beginning on a Monday at 2400 hours and continuing to the following Thursday at 2400 hours during a week between September 1 and November 1 (but not including a week containing a federal holiday or when public schools are not in session). The methodology for determining the peak hour may be modified, in agreement between the Applicant and FCDOT without

requiring a PCA, in order to respond to technological and/or other improvements in trip counting.

- iii. TDM Remedy Fund. The TDM Remedy Fund is an account into which the Applicant will deposit payments as may be required pursuant to this Proffer (the “TDM Remedy Fund”). Such funds shall be used by the Applicant towards TDM measures and programs.
- iv. TDM Penalty Payments. TDM Penalty Payments may be required to be paid pursuant to this Proffer (the “TDM Penalty Payments”). Penalty funds paid to the County shall be applied to transportation improvements in the vicinity of the Property at the County’s sole discretion.

C. Components of the TDM Plan. In order to meet the Maximum Trips After Reduction objectives, the TDM Plan shall be implemented by the Applicant, subject to FCDOT approval. The minimum components of the TDM Plan are specified in this Proffer and may be subsequently adjusted by mutual agreement between the Applicant and FCDOT. At a minimum, the TDM Plan shall contain the following elements:

- i. Meetings with Stakeholders – The TC shall attend meetings with community groups and organizations that have a mutual interest in furthering the success of TDM programming and the effectiveness of mass transit and other non-SOV commuting. Such meetings may include TYTRAN, the Dulles Corridor Rail Association and any Tysons area-wide sustainability program or related activities (such as those referenced in the Fairfax County Comprehensive Plan Amendment Item No. S07-CW-3CP adopted by the Fairfax County Board of Supervisors on December 3, 2007, as may be amended in the future). The TDM Annual Report (discussed in Proffer 9.E.ii) shall contain a list of the community groups and organizations with which meetings were attended.
- ii. Website – Development and maintenance of a TDM project website to provide targeted information that includes multi-modal transportation information, real-time travel and transit data, the possibility of online transit pass sales or value loading and connections to supporting links. Within one hundred and eighty (180) days of approval of this application, the Applicant shall confirm in writing to the County that the website has been created.
- iii. Dissemination of information – Dissemination of information in the TC’s on-site office as well as in prominent locations throughout the Property, such as, but not limited to building lobbies and cafeterias. This dissemination of information shall include information about transit benefits programs, maps and schedules offered by WMATA, Fairfax Connector and other transit providers.

- iv. Transit benefits – Applicant shall offer employee benefit options, pre-tax/payroll subsidies for transit and vanpool fares, flex-time and alternative work schedule programs.
 - v. Telework programs – Applicant shall offer telework practices to those employees whose work can be productively undertaken using such practices. Such telework practices are encouraged in order to reduce trips in the am and pm peak hours.
 - vi. Ridematching, carpools, vanpools and guaranteed ride home – In coordination with FCDOTs rideshare and marketing program, the TC shall coordinate vanpool and carpool formation programs, including ride matching services. The TC shall also coordinate the Applicant’s established guaranteed ride home program.
 - vii. Vans and shuttles – The Applicant will provide a van/shuttle bus service to transport employees from the Property to the closest Metro station. The TDM Plan shall include information concerning the schedule and frequency of the van/shuttle bus, subject to approval by Fairfax County Department of Transportation (“FCDOT”).
 - viii. Tysons Wide Shuttle/Circulator Bus Service – If and when a Tysons wide system is established (by Fairfax County, private groups, Metro etc.) that serves the subject Property, the Applicant may terminate its vans and shuttle service and, in lieu thereof, contribute \$20,000 per year towards the operation of the service for a period of ten (10) years.
 - ix. Preferred Parking – The Applicant shall provide preferred parking opportunities for car pool, van pool and non single occupancy vehicle drivers.
 - x. Metrorail – If and when a Metrorail service is established through Tysons Corner, the Applicant shall update the TDM Plan to include measures to promote ridership of the service. Such measures shall include the updating of the website (discussed in part C.ii. of this Proffer above) and the dissemination of information about Metrorail schedules, fares and maps offered by WMATA.
- D. TDM Plan and Budget. Within thirty (30) days after the TC has been appointed by the Applicant, the Applicant, through the TC, shall submit the TDM Plan to FCDOT for review and comment, including (i) the start-up components of the TDM Plan that will be put in place and (ii) an initial budget to implement the TDM Plan for the remainder of the year (the “TDM Budget”). Such funds shall be utilized by the TC each year to implement the TDM Plan.
- i. Excess Funds in TDM Account. Any funds remaining in the TDM Account at the end of any given year shall be transferred to the TDM

Remedy Fund, as further discussed in Paragraph H, to ensure the TDM Remedy Fund maintains a balance of \$25,000. At such time as the TDM Remedy Fund has achieved such a balance, any funds remaining in the TDM Account at the end of any given year shall remain in the TDM Account for use in transit incentives. In the event that the TDM Remedy Fund is drawn upon, then the TDM Remedy Fund shall be replenished during the next TDM Budget cycle (repeated for multiple budget cycles if necessary), as indicated above, until the TDM Remedy Fund achieves a balance of \$25,000.

- ii. Annual Funding. The TDM Budget shall be replenished annually following any transfer of funds to the TDM Remedy Fund. The TDM Budget shall maintain a starting balance at the beginning of each calendar year of not less than \$190,000.

E. Annual Surveys and Reports. Following issuance of the Non-RUP for MITRE 4 and subject to the provisions of Proffer 9.E.ii below, the Applicant shall cause the TC to prepare and submit to the County the annual surveys and reports on the TDM Plan described below.

- i. Annual Survey. An annual survey (the "Annual Survey") shall be completed between September 1 and November 1 of each year. The Annual Survey shall be conducted during a week without any Federal holidays when school is in session. The Annual Survey shall gather information on the effectiveness of the TDM Plan and shall be used by the TC to determine whether changes to the TDM Plan are needed to ensure that the vehicle trips are within the Maximum Trips After Reduction targeted goal. If the Annual Survey reveals that changes to the TDM Plan are needed, the Applicant through the TC shall coordinate such changes with FCDOT and implement and adjust the TDM Budget accordingly. The TC shall coordinate the preparation of Annual Survey materials and the methodology for validating survey results with FCDOT prior to doing each year's Annual Survey, and shall collect and analyze the results. Such analysis shall include at a minimum:
 - a. A description of the TDM measures in effect for the survey period and a description of how such measures have been implemented;
 - b. The number of people surveyed and the number of people who responded in each building;
 - c. The results of any surveys taken during the survey period;
 - d. The number of employees participating in the TDM programs displayed by category of participants and by mode of use;

- e. An evaluation of the effectiveness of the TDM Plan and its program elements and, if necessary, proposed modifications to the plan and program elements; and
 - f. A description of the uses of buildings on the Property at the time the survey was conducted and levels of occupancy.
- ii. Notwithstanding the aforementioned, the Annual Survey shall only be completed during those years where trip counts are required by these Proffers.
- iii. Annual Report. The TC shall submit a written annual report on the TDM Plan to the FCDOT no later than January 15. The Annual Report shall include:
- a. A description of the TDM strategic efforts for the year, including, as applicable, sample marketing materials;
 - b. A financial statement that includes the TDM Budget for the year and a detailed summary of actual TDM Plan income and expenditure for the previous year.
 - c. A description of how any excess funds (as discussed in Proffer 9.D.) shall be used;
 - d. A summary of the levels of occupancy of the office buildings at the Property;
 - e. An analysis of the results of the Annual Survey;
 - f. A compilation and analysis of the results of any Trip Counts that were conducted during the year;
 - g. Discussion of any changes proposed to the TDM Plan; and
 - h. The amount of money then on deposit in the TDM Penalty Fund.
 - i. A list of community groups and organizations with which meetings have been attended.
- iv. Adjustments to Calendar and Due Dates. At the mutual agreement of the FCDOT and the Applicant the due dates for the delivery of the Annual Report may be altered by up to 60 days if changes have occurred, or appear to have occurred, in trip characteristics.
- v. Meetings with FCDOT. The Applicant shall meet with FCDOT annually within 45 days after submission of the Annual Report, to discuss the

results of the Trip Counts, the Annual Survey, the Annual Report and the TDM Plan.

F. Trip Counts.

- i. Trip Count Measurement Dates. For purposes of this Proffer, Trip Counts shall be measured on three consecutive days over a maximum two week period (but not including a week containing a federal holiday or when public schools are not in session); these dates are referred to as "Trip Count Measurement Dates." Trip Counts shall be conducted between September 1 and November 1 and shall continue annually thereafter except as discussed in this Proffer 9.F.i.
- ii. Frequency of Trip Counts.
 - a. Following the issuance of the first Non-RUP for MITRE 4, the Applicant shall conduct Trip Counts annually until such time as two consecutive annual Trip Counts indicate that the trips generated in the AM and PM Peak Hours are equal to or less than the applicable Maximum Trips After Reduction. After that time, the Applicant shall conduct Trip Counts every two years. If two consecutive biennial Trip Counts indicate that the trips generated in the AM and PM Peak Hours are equal to or less than the applicable Maximum Trips After Reduction, then the Applicant shall conduct additional Trip Counts at not greater than five (5) year intervals to determine whether the Maximum Trips After Reduction are continuing to be met.
 - b. Should any non-annual Trip Counts indicate that trips generated in the AM and PM Peak Hours be greater than the applicable Maximum Trips After Reduction, Applicant shall recommence testing on an annual basis. Notwithstanding the provisions of this paragraph and Proffer 9.F.ii.a above, FCDOT may request counts be undertaken at any time to validate traffic data, but not more frequently than one time per calendar year. If such request is made by FCDOT, the Applicant shall conduct the requested counts.
- iii. Evaluation of Trip Counts. The results of the Trip Counts shall be compared to the Maximum Trips After Reduction specified for the Property to determine whether actual trips are equal to, less than or greater than the specified Maximum Trips After Reduction. In the event the trips generated are equal to or less than the Maximum Trips After Reduction specified then the Applicant shall continue to administer the TDM Plan in the ordinary course, in accordance with the provisions of these Proffers. If the trips generated are greater than the Maximum Trips After Reduction, the Applicant shall follow the provisions of Paragraphs G, H and I below.

- G. Adjustments to TDM Plan and Budget. In the event that any of the Trip Counts are greater than the applicable Maximum Trips After Reduction, then the TC shall convene a meeting with FCDOT within thirty (30) days of the submission of the annual report to review the results of that report and the TDM strategies then in place for the Property. Thereafter, the TC shall develop modifications to the TDM Plan and the TDM Budget to address the surplus of trips. The Applicant shall submit any revisions to the TDM Plan and TDM Budget to FCDOT within thirty (30) days following this meeting for approval. If FCDOT has not provided comments to the Applicant within sixty (60) days after receipt of the revised TDM Plan and revised TDM Budget, the Applicant's revisions to the TDM Plan and TDM Budget shall be deemed approved. If FCDOT provides comments, the Applicant shall work with FCDOT to incorporate mutually agreed upon revisions. Following approval of the revised TDM Plan and TDM Budget, the Applicant shall (1) fund and increase the TDM Budget if necessary in order to cover any additional costs to implement the revised TDM Plan and TDM Budget, (2) implement the provisions of the revised TDM Plan as developed in consultation with FCDOT, and (3) continue to conduct Trip Counts annually.
- H. TDM Remedy Fund. At the same time that the Applicant creates and funds the TDM Account, the Applicant shall establish a separate interest bearing account referred to as the "TDM Remedy Fund." All interest earned on the principal in this account shall be added to the principal in the TDM Remedy Fund and shall be used for TDM Remedy Fund purposes. Prior to issuance of the first Non-RUP, the Applicant shall contribute to the TDM Remedy Fund to the extent necessary for the TDM Remedy Fund to have a \$25,000 balance. Funds from the TDM Remedy Fund shall be drawn on only for purposes of immediate need of TDM funding, and may be drawn upon prior to any TDM Budget adjustments that may be required under Paragraph G. If after one annual testing cycle (post the implementation of any adjustments to the TDM Plan and Budget as required by Proffer 9.G.) the results of Trip Counts show that the actual vehicle trips exceed the Maximum Trips After Reduction, then the Applicant shall pay to the Remedy Fund \$500 per vehicle trip over the maximum trips after reduction threshold (combined AM and PM trips). Any such monies shall be used to fund TDM programs to assist the achievement of the Maximum Trips after Reduction targets. The use of the TDM Remedy Fund to assist the achievement of the Maximum Trips after Reduction targets shall continue until said targets have been met.
- I. TDM Penalty Fund. If the results of any Trip Counts show that the actual vehicle trips continue to exceed the Maximum Trips After Reduction after two annual testing cycles after the initiation of any TDM Remedy measures implemented by the Applicant as approved by FCDOT (under Proffer 9.H.), then the Applicant shall pay penalties to the County for use for transportation improvements in the vicinity of the Property. Such funds shall be calculated as follows:
- i. 0% - 2.5% above Maximum Trips After Reduction = \$500 per vehicle trip.

- ii. 2.5% - 5% above Maximum Trips After Reduction = \$750 per vehicle trip.
- iii. 5% + above Maximum Trips After Reduction = \$1,000 per vehicle trip.

The maximum aggregate amount of all penalties to be paid under this Proffer 9 is \$100,000 per year with an aggregate total maximum penalty of \$750,000. If two consecutive biennial Trip Counts indicate that the trips generated in the AM and PM Peak Hours are equal to or less than the applicable Maximum Trips After Reduction (as discussed in Proffer 9.F.ii) the Applicant shall no longer be required to make payments to the TDM Penalty Fund described in this Proffer 9.I.

- J. Enforcement. If the Applicant fails to appoint a TC or submit any TDM Plan and Budget, Annual Report or Trip Count evaluation report to FCDOT within the timeframes required by this Proffer, Fairfax County may thereafter issue the Applicant a written notice providing the TC has sixty (60) days within which to cure such violation. If after such sixty (60) day period the TC still has not submitted the Annual Report or Trip Count evaluation report, then the Applicant shall be subject to a penalty of \$200 per day payable to Fairfax County to be used for transit or transportation related improvements in the vicinity of the Property until such time as the report is submitted to FCDOT.

TRANSPORTATION

10. Tysons Transportation Fund. The Applicant shall provide a contribution of \$3.74 per new non-residential square foot constructed on the Property to Fairfax County for the Tysons Transportation Fund. Concurrent with site plan approval for new non-residential development, the Applicant shall contribute 10% of the aforementioned amount, with the remainder of the contribution to be made prior to issuance of the Non-RUP for MITRE 4. The square foot amount of the contribution to be made shall be adjusted, as approved by the Board of Supervisors, in conformance with Code of Virginia regulations from base year of 2008 to the actual date of payment.

11. Parking. Parking shall be provided in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance. The Applicant reserves the right to provide underground parking as part of the MITRE 4 building. However, the Applicant agrees to reduce the overall parking ratio of the Property. The Campus has a current parking ratio of 3.46 spaces per 1,000 square feet of gross floor area. Upon completion of the MITRE 4 building and associated parking, the Applicant shall reduce the overall parking for the Property to no more than 3.1 spaces per 1,000 square foot of gross floor area.

12. Bus Shelter. Subject to the granting of any necessary off-site easements at no cost to the Applicant, the Applicant shall install a bus shelter at the existing bus stop on Colshire Drive (that is north of the turning circle/intersection of Colshire Drive and MITRE Plaza). The design and materials of the bus shelter shall be of similar size and quality to those of a typical bus shelter elsewhere in Fairfax County. The bus shelter shall be provided prior to the issuance of the first Non-RUP for MITRE 4. Should FCDOT determine that a bus shelter in this location is not

warranted, or should any required easements not be granted, the Applicant shall contribute \$20,000 to Fairfax County towards regional and mass transit facilities in the vicinity of the Property.

13. Bicycle Racks. The Applicant shall provide a minimum of six (6) bicycle racks on the Property (providing storage for a total of forty five (45) bicycles) and lockers for six (6) bicycles in specific locations to be approved by FCDOT as part of site plan review.

14. MITRE Plaza Signage. The Applicant shall erect signage at the intersection of MITRE Plaza and Colshire Drive and at the Colshire Drive cul-de-sac to provide pedestrian and vehicular signage to access Route 123 and Colshire Drive/Dartford Drive respectively. Upon the opening of the Tysons East Metro Station, such signage shall also provide direction to the Metro Station. The route of MITRE Plaza through the Property shall be maintained under the existing public access easement.

15. Future Road Connection.

- A. The Applicant shall cooperate with the County and surrounding landowners to help foster a public (or private), future two lane roadway from Magarity Road to Old Meadow Road (slated to align through and across the Westgate Park and Westgate Elementary School; the "Magarity-to-Old Meadow Connection"). This roadway is proposed to be provided in the location and alignment generally identified on Exhibit B.
- B. The Applicant shall be responsible for conveying one-half of the right-of-way necessary to accommodate the two lane roadway to be located along the western edge of the MITRE Property and the contiguous land currently occupied by Northrop Grumman (owned by ISTAR NG LP, Tax Map # 0303 28 C2, the "Northrop Grumman Campus"); this two lane road leading from the Colshire Drive cul-de-sac and along and between the MITRE and Northrop Grumman campuses referenced herein as the "MITRE-Northrop Grumman Connection".
- C. Applicant shall convey its portion of right-of-way (or provide a public access easement, should this road be maintained as a private street) for the MITRE-Northrop Grumman Connection concurrent with the ownership of the Northrop Grumman Campus conveying its one-half portion of right of way (or providing a public access easement, should this road be maintained as a private street) for this MITRE-Northrop Grumman Connection.
- D. Should a publicly or privately financed and constructed MITRE-Northrop Grumman Connection be proposed, the Applicant shall, upon request of the County, participate toward securing a formal agreement defining the Applicant's and others' responsibilities for this road construction and ongoing maintenance, including, but not limited to, timing of dedication of Applicant's right of way, the design and engineering of the roadway and appurtenant facilities, utility relocations, streetscaping, snow removal and maintenance.

- E. In the event that land is conveyed by MITRE for the MITRE-Northrop Grumman Connection, consistent with the provisions of the Fairfax County Zoning Ordinance, MITRE shall reserve density credit for all eligible dedications described herein or as may be required by Fairfax County or VDOT pursuant to the Public Facilities Manual (“PFM”).

TREE PRESERVATION

16. Limits of Clearing and Grading.

- A. The Applicant shall conform to the limits of clearing and grading for the construction of MITRE 4 and related parking as shown on the GDP, subject to allowances for the installation of utilities, the proposed transitional screening yard fence along the south eastern boundary of the Property and the proposed trail connection to Westgate park on the eastern edge of the Property as determined necessary by the Director of DPWES.
- B. If it is deemed necessary to install utilities in areas protected by the limits of clearing and grading as shown on the GDP, such utilities shall be located in the least disruptive manner necessary as determined by UFMD and DPWES.
- C. A replanting plan shall be developed and implemented, subject to approval by UFMD, DPWES for any areas protected by the limits of clearing and grading that must be disturbed for any utilities.
- D. If Applicant must tie any new utilities into the existing utilities located within the 25 foot and 35 foot transitional screening area along the southern Property boundary, Applicant shall make perpendicular connections (in order to minimize any impact on the transitional screening area) and not run any new lines or connections parallel within said area.

17. Tree Survey.

At the time of site plan submission, the Applicant shall submit for review by UFMD a tree survey that identifies the trunk location, species, size, crown spread and condition analysis rating for all individual and groups of trees shown on the GDP to be preserved and conserved (as labeled “Existing evergreen and deciduous buffer to be preserved” and “Existing mature deciduous vegetation to be preserved” on sheet 5 of the GDP) living or dead with trunk 6 inches in diameter and greater (measured 4.5 feet from the base of the trunk).

18. Tree Preservation Fencing.

- A. All trees shown to be preserved on the GDP shall be protected by tree protection fence. Tree protection fencing in the form 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 or, super silt fence to

the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified by the 'Root Pruning' Proffer below.

- B. All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, the UFMD, DPWES, shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by UFMD, DPWES.

19. Root Pruning. The Applicant shall root prune, as needed to comply with the tree preservation requirements of these Proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the subdivision plan submission. The details for these treatments shall be reviewed and approved by UFMD, DPWES accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:

- A. Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.
- B. Root pruning shall take place prior to any cleaning and grading, or demolition of structures.
- C. Root pruning shall be conducted with the supervision of a certified arborist.
- D. A UFMD, DPWES representative shall be informed when all root pruning and tree protection fence installation is complete.

20. Site Monitoring. During any clearing or tree/vegetation/structure removal on the Applicant Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by UFMD. The Applicant shall retain the services of a certified arborist or landscape architect to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffers, and UFMD approvals. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by UFMD, DPWES.

21. Post Construction Tree Remediation.

- A. The Applicant shall take necessary steps and actions to ensure the long-term survival and continuing structural integrity and health of trees designated on the GDP to be preserved (as labeled "Existing evergreen and deciduous buffer to be preserved" and "Existing mature deciduous vegetation to be preserved" on sheet 5 of the GDP). If any of these trees is found to be dead, dying, diseased, or hazardous (as determined by UFMD, at or prior to, the final release of the project bond) and that such was not the result of unapproved construction practices, the Applicant shall provide for restoration and remuneration by:
- i) providing for the removal of the above ground portions of trees.
 - ii) restoring understory plants and/or soil conditions damaged during tree removal activities (as determined by UFMD).
 - iii) restoring the associated loss in canopy coverage in accordance with the tree cover guidance found in the Public Facilities Manual.
- B. If wrongful or negligent acts on the part of the Applicant or the Applicant's agents caused in whole or in part, these trees to be found to be dead, dying diseased, or hazardous, as determined by UFMD at, or prior to, the final release of the project bond, in addition to the removal and restoration requirements identified above, the Applicant shall provide remuneration by paying a sum equal to the monetary value of that tree or trees as identified in the approved Tree Designation Plan into the Providence District's Tree Preservation and Planting Fund for use within the Providence Magisterial District on or off the subject Property as determined by UFMD after consultation with the District Supervisor.
- C. The monetary value of the trees shall be determined using the Trunk Formula Method contained in the then present edition of the Guide for Plant Appraisal published by the International Society of Arboriculture and shall be subject to review and approval by UFMD.

CELLAR SPACE

22. Treatment of Cellar Space. The Applicant agrees to limit the use of cellar space within existing buildings on the Property (that is MITRE 1, MITRE 2 and MITRE 3 as shown on Sheet 3 of the GDP) to:

- A. The core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms);
- B. Specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenant or janitorial supplies, libraries, etc.);

- C. Simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);
- D. Office use which shall not exceed 50% of the cellar space.

The Applicant agrees to limit the use of cellar space in the MITRE 4 building to:

- A. The core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms);
- B. Specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenant or janitorial supplies, libraries, etc.);
- C. Simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);
- D. Applicant shall not include office space within the MITRE 4 building cellar.

LIGHTING

23. Lighting. All on-site, outdoor lighting associated with MITRE 4 shall meet or be less than that permitted under the Outdoor Lighting Standards of Section 14-900 of the Zoning Ordinance. All parking lot and building mounted security lighting associated with MITRE 4 shall utilize full cut-off fixtures.

SIGNAGE

24. Signage. The Applicant shall provide signage as permitted by Article 12 of the Zoning Ordinance and SEA 2002-PR-031 until and unless SEA 2002-PR-031 is amended, at which time signage will be governed by such approval.

LEADERSHIP IN ENERGY AND ENVIRONMENTAL DESIGN

25. Green Building Practices.

- A. The Applicant shall include a U.S. Green Building Council Leadership in Energy and Environmental Design ("LEED") accredited professional as a member of the design team for the MITRE 4 building. The LEED accredited professional shall work with the team to incorporate LEED design elements into the project so that the MITRE 4 building will be positioned to attain LEED certification. At the time of site plan submission, the Applicant shall provide documentation to the Environment and Development Review Branch of the Department of Planning and Zoning ("DPZ") demonstrating compliance with the commitment to engage such a professional.

- B. The Applicant shall include, as part of the site plan submission and building plan submission for MITRE 4, a list prepared by the LEED accredited professional of specific credits that the Applicant anticipates attaining within the LEED – Core and Shell rating system, or other LEED rating system determined to be applicable to the project. The LEED accredited professional shall provide certification statements at both the time of site plan review and the time of building plan review indicating that the items on the list should meet at least the minimum number of credits necessary to position the MITRE 4 building to attain LEED certification.
- C. Prior to approval of a building permit by Fairfax County for the MITRE 4 building, the Applicant shall execute a separate agreement and post, for that project a “green building escrow”, in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual, in the fixed amount of \$450,000. This escrow will be in addition to and separate from any other necessary bond requirements and shall be released upon demonstration of attainment of certification, by the U.S. Green Building Council, under the U.S. Green Building Council's LEED – Core and Shell rating system or other LEED rating system determined to be applicable to the project. The provision of documentation to the Environment and Development Review Branch of DPZ from the U.S. Green Building Council that the MITRE 4 building has attained LEED certification shall be sufficient to satisfy this commitment. If the Applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification within two years of issuance of the first Non-RUP for the building, the escrow shall be released to Fairfax County as the sole remedy for failure to meet the LEED certification and shall be posted to a fund within the County budget supporting implementation of County environmental initiatives.
- D. Prior to issuance of the first Non-RUP, the Applicant shall provide to the Environment and Development Review Branch of DPZ a letter from the LEED accredited professional certifying that a green building maintenance reference manual has been prepared for use by future MITRE 4 building occupants that this manual has been written by a LEED accredited professional, that copies of this manual shall be provided to all future building occupants and that this manual, at a minimum:
- Provides a narrative description of each green building component, including a description of the environmental benefits of that component and including information regarding the importance of maintenance and operation in retaining the attributes of a green building;
 - Provides, where applicable, product manufacturer's manuals or other instructions regarding operations and maintenance needs for each green building component, including operational practices that can enhance energy and water conservation;

- Provides, as applicable, either or both of the following: (1) a maintenance staff notification process for improperly functioning equipment; or (2) a list of local service providers that offer regularly scheduled service and maintenance contracts to assure proper performance of green building-related equipment and the structure, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks; and
- Provides contact information that building occupants can use to obtain further guidance on each green building component.

Prior to issuance of a Non-RUP for the MITRE 4 building, the Applicant shall provide an electronic copy of the manual in PDF format to the Environment and Development Review Branch of DPZ.

RECREATION

26. One-Time Field Contribution. The Applicant shall make a one-time contribution of \$200,000 to the Fairfax County Board of Supervisors for the funding of athletic field improvements. The field(s) to be improved and/or the scope of the improvements shall be determined by the Providence District Supervisor in consultation with the Dransville District Supervisor and the Providence District Athletic Fields Task Force. Such contribution shall be made at the time of site plan for MITRE 4.

WORKFORCE HOUSING

27. Workforce Housing. The Applicant shall provide a workforce housing contribution of \$300,000 to Fairfax County towards the provision of workforce housing in the County. The contribution shall be made prior to the approval of the Non-RUP for MITRE 4.

MISCELLANEOUS

28. Severability. Pursuant to Section 18-204 of the Zoning Ordinance, any portion of the Property may be the subject of a proffered condition amendment (“PCA”), Special Exception (“SE”), Special Permit (“SP”), or Final Development Plan Amendment (“FDPA”) without joinder and/or consent of the owners of the other portions of the Property, provided that such PCA, SE, SP or FDPA does not materially adversely affect the other phases. Previously approved zoning applications applicable to the balance of the Property that is not the subject of such a PCA, SE, SP or FDPA shall otherwise remain in full force and effect.

29. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and his successors and assigns. Each reference to “Applicant” in this Proffer statement shall include within its meaning and shall be binding upon Applicant’s successor(s) in interest and/or developer(s) of the site or any portion of the site.

30. Counterparts. 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 FOLLOWING PAGES]

THE MITRE CORPORATION

Applicant of Tax Map # 30-3 ((28)) 3A1 and 4A3

By: _____

Name: Sol Glasner

Title: VP, General Counsel & Corp. Secretary

EXHIBIT A

TDM PROGRAM RECOMMENDATION ANALYSIS

Prepared by UrbanTrans Consultants, February, 2006

EXHIBIT B

FUTURE POSSIBLE ROAD CONNECTIONS PER PENDING TYSONS LAND USE TASK FORCE

Prepared by Patton Harris Rust and Associates, June 27, 2008

315257 v15/RE

EXHIBIT A

TDM PROGRAM RECOMMENDATION ANALYSIS

Prepared by UrbanTrans Consultants, February, 2006

**Jones Lang LaSalle: MITRE 4
Rezoning**

**TDM Program Recommendations
& Trip Reduction Analysis**

**Revised by UrbanTrans Consultants
February 2006**

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Department of Planning & Zoning

FEB 08 2007

Zoning Evaluation Division

MITRE TDM Program Recommendations & Trip Reduction Analysis

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MITRE TDM Program Recommendations & Trip Reduction Analysis

Executive Summary

MITRE is requesting approval from Fairfax County for a proffered condition amendment (PCA) of their property at 7515 Colshire Dr, McLean, Virginia to construct an additional 157,439 floor area ratio (FAR) square feet of office space to its campus. The proffers requested/required by Fairfax County for the approval of this PCA apply to the entire site including existing and proposed buildings.

Fairfax County Supervisor Linda Smyth has requested that no net increase in trips be generated on the entire site with the addition of this new building. In order to forecast what trips to the entire site will be like when the new building is completed, UrbanTrans Consultants, Inc. is using the Institute for Transportation Engineers (ITE) Trip Generation Handbook, 7th Edition. This ITE Trip Generation Handbook is the industry standard which provides methodologies for estimating trip generation for a land use where square footage is provided.

TDM Goal Baseline

The baseline number of vehicle trips from which the TDM Goal will be measured, shall be determined based on the total square footage of office space on the MITRE campus, including the additional 157,439 square feet being proposed for the fourth office building (MITRE 4). Upon completion of MITRE 4, the MITRE Campus will include a total of 927,666 square feet of office space, which is forecasted (based on ITE, 7th edition, Trip Generation rates and/or equations) to generate to 1,465 AM Peak trips and 1,354 PM Peak trips upon its completion.

The current MITRE Campus has 759,227 square feet of office space which is forecasted (determined based on ITE, 7th edition, Trip Generation rates and/or equations) to generate 1,180 AM Peak trips and 1,087 PM Peak trips. The 759,277 SF includes 50 percent of cellar space designated for office use.

In order ensure that no net increase in trips will be generated for the entire MITRE campus with the addition of MITRE 4, MITRE will need to reduce trips forecasted for the entire campus (including MITRE 4) by 285 in the AM peak and 267 in the PM peak.

TDM Plan Purpose

The purpose of the TDM Plan shall be to limit the number of vehicle trips generated by the new office building that would otherwise occur in the absence of such a plan through the use of mass transit, ride-sharing, and/or other strategies.

The pages that follow detail strategies including Transit Bus/Rail Availability, Telework / Alternative Work Arrangements, On-Site Amenities, Work Schedule, Subsidies / Incentives for Transit (bus/rail/vanpool), Parking Management, Emergency Ride Home, as well as Dedicated Transportation Coordination and Active Marketing that will ensure MITRE meets the TDM goal of ***no net increase in trips generated on the entire site with the addition of MITRE 4.***

MITRE TDM Program Recommendations & Trip Reduction Analysis

Assess Current Travel Patterns & Trip Generation Characteristics

UrbanTrans Consultants (UrbanTrans) worked closely with the MITRE 4 project team, specifically with Gorove/Slade Associates, to assess and document current travel patterns and trip generation characteristics. UrbanTrans analyzed all existing travel-related surveys of existing employees, and conducted the following tasks to further understand current travel conditions and parameters.

Section A: Existing Development Trip Generation Baseline

Currently, the MITRE site contains three buildings totaling almost 759,227 square feet of general office space, including a 200 seat /meeting area for MITRE’s exclusive use. Per Gorove/Slade Associates traffic impact analysis; this site was developed with a trip assumption of 8,161 total daily trips including 1,180 trips during the AM peak hour and 1,087 during the PM peak hour.

MITRE currently employs 2,000 full time and 200 part time employees at the site. Additionally, approximately 300 non-MITRE contract workers and partners are affiliated with the site.

TABLE 1: Existing Development Trip Generation (per ITE)

Existing Land Use	ITE Land Use Type	Total Size	Units	Weekday-Daily	AM Peak	PM Peak
				Trips	Total	Total
Mitre 1	(710) General Office	280,682	Sq Ft GFA	2,953	428	393
Mitre 2	(710) General Office	283,545	Sq Ft GFA	2,976	432	396
Mitre 3	(710) General Office	195,000	Sq Ft GFA	2,231	320	297
Subtotal Existing Per ITE		759,227	Sq Ft GFA	8,161	1,180	1,087

Section B: Existing Travel Patterns

Traffic Counts

Analysis of MITRE employee origins (home addresses) confirms that travel patterns are heavily weighted towards trips from the west of the site along I-66 and Dulles Toll Road Corridors. (See Appendix A for a more detailed map.)

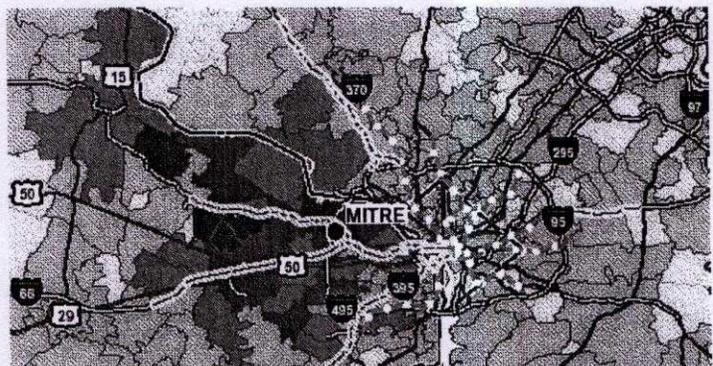


Chart 1: MITRE Employee Origins by Zip Code of Origin.

Darker shading of Zip Code areas depicts heavier employee

MITRE TDM Program Recommendations & Trip Reduction Analysis

One-on-one interviews with MITRE supervisors and managers

On Monday, November 14, 2005, UrbanTrans Consultants along with Spaulding & Slye met MITRE's Karen D. Murray, Senior Work Life/Diversity Specialist whose responsibilities include a part-time role as Transportation Coordinator for the campus and Bill Albright, Director, Benefits and Quality of Work Life. Ms. Murray and Mr. Albright reviewed MITRE employee Commuter Survey results from 2001 and provided input on the 2006 MITRE Employee Commuter Survey design. They also identified TDM strategies that are already in place, that include the following:

- Secure bicycle racks and showers for those employees who bicycle to work
- Shuttle bus with 40 minute headways to and from the West Falls Metro station to facilitate transit ridership to the site
- Express Kiosk recently installed by Commuter Connections to provide Real Time information on Rideshare options, Guaranteed Ride Home, Weather, Transit Schedules, etc.)

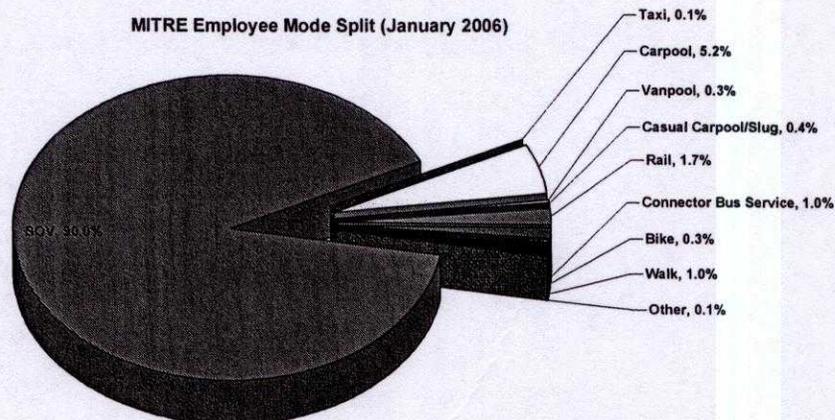
There are also a number of onsite amenities available to MITRE employees that minimize the need to leave the site during the day. Those onsite amenities include:

- Café and Cafeteria
- Fitness Center
- ATM
- Dry Cleaning Service
- Credit Union
- Convenience Store

Employee Travel Surveys

A survey of Employee Commute Behaviors was conducted in January 2006. This survey was conducted via internet to all employees of the site and by hard copy to contractors. Contractors report to the MITRE campus on a daily basis and impact trips generated on the site, but are not official MITRE employees on their payroll on site. Out of 2500 employees that report to the MITRE campus, 1,108 online respondents and 8 hard copy respondents provided a total response rate of just over 45% for all employees at the site and over 50% for all MITRE employees. These respondents indicated a travel mode distribution of 90% single occupancy vehicle travel and 10% other modes of travel as shown in the MITRE Mode Split chart below.

Chart 2:



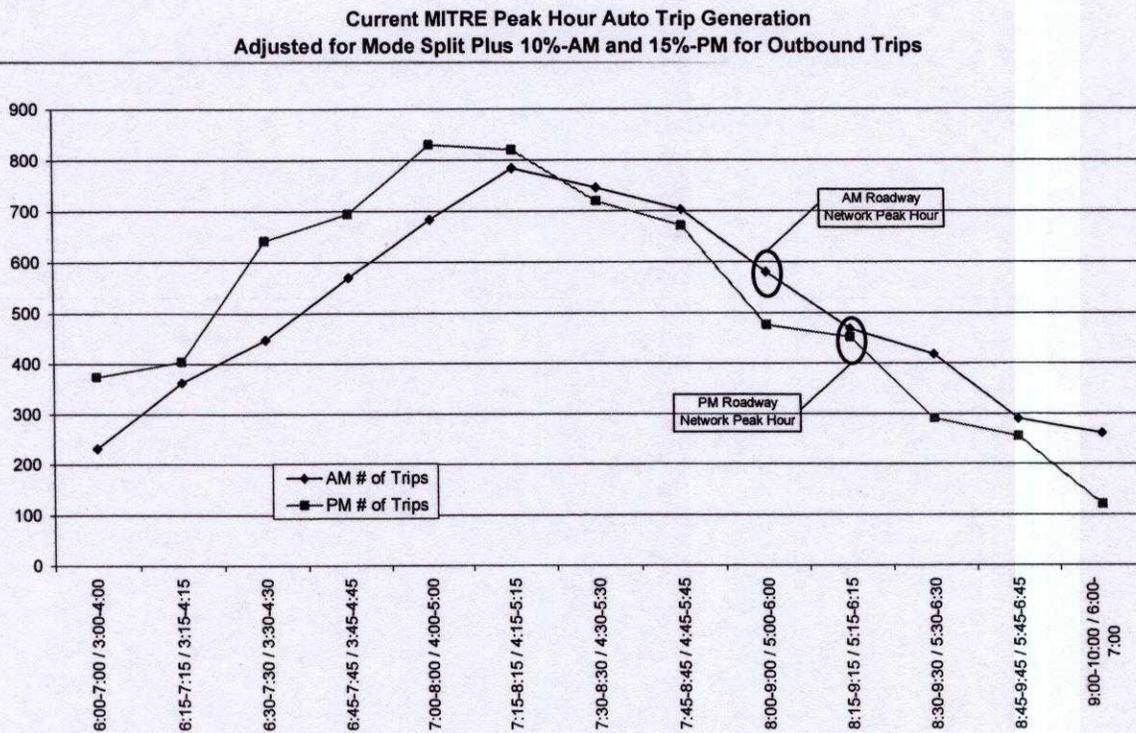
MITRE TDM Program Recommendations & Trip Reduction Analysis

Much of this mode split information was found to be consistent with a survey done in 2001. (See Appendix B)

Furthermore, the respondents indicated that at least 14% of potential trips are eliminated due to alternative work location and alternative scheduling practices of MITRE. This is achieved prior to the effects of commute mode choice.

Additionally, employees indicated in the MITRE Employee Transportation Survey, that a distribution of trips during the peak periods whereas no more than 43% of employee trips (regardless of mode) are taken during one hour during the 6 AM – 9 AM or 3 PM – 6 PM peak periods. (See Chart 3 below)

Chart 3:



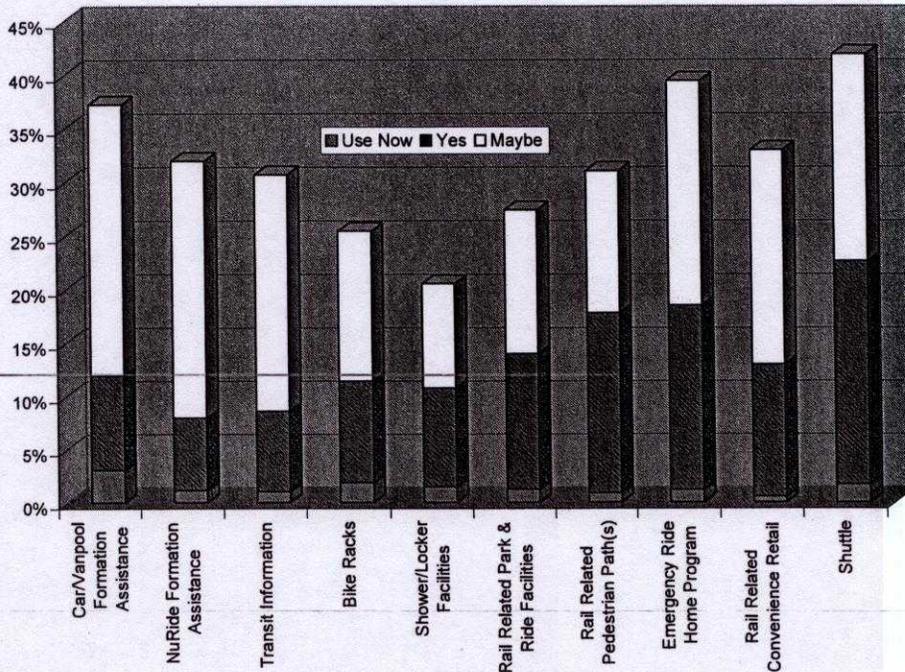
*Extrapolated from the January 2006 MITRE Employee Transportation Survey

Review of responses to interest in amenities and services that would support non-single occupancy vehicle travel suggests that on average 30% of respondents not already using an amenity or service would be interested or likely to use an alternative to driving alone if programs like those identified in the survey were made available. (See Chart 4 below) While experience has shown that responses to interest questions rarely translates to a 1 for 1 (person to trips reduced) relationship, response levels this high are indicative of a population interested and open to utilizing an actively managed travel options program.

MITRE TDM Program Recommendations & Trip Reduction Analysis

Chart 4:

Interest in Amenities and Services to Support Non-Single Occupancy Vehicle Travel



Summary of Survey Findings

This assessment is designed to understand how current travel patterns compare to standard ITE trip generation forecasts for the site, to understand travel characteristics (modes, purposes, times, etc.), and to identify opportunities for additional demand management programs and services.

What the assessment revealed was that the current MITRE complex is a substantial suburban office location for approximately 2,500 people. The type of work performed and demographics of the company tend to provide for higher wages and residences in the western edge of the suburban ring. Furthermore, MITRE's work is such that it enables non-traditional work practices that lead toward more off-site employee work.

MITRE TDM Program Recommendations & Trip Reduction Analysis

Task 2: Assess Future Development Plans & Trip Generation Forecasts

Plan Assessment Summary

The proposed MITRE 4 building will be constructed by 2011 before Metrorail would extend to the future site of the Tysons East Metro rail Station.

MITRE 4 will include the following square footage:

- 157,439 GSF (Total site FAR=1.00)
- 22,000 GSF Cellar
- 179,439 GSF Total

All 168,439 SF (157,439 SF plus 50 percent of cellar) will consist of office space land use, with the possibility of retail support services similar to those in other MITRE buildings (i.e. café, ATM, etc.). The 22,000 GSF of cellar space will comprise of 11,000 office space land use or 50% of total cellar space. The balance of the space will be used for utilities and internal amenities. The following forecasts utilize a trip generation assumption that 50% of the total cellar space would be used for office space land use for a total of 11,000 square feet.

Trip Generation Forecasts for New Development

Per Gorove/Slade Associates Traffic Impact Study for MITRE McLean Campus, the new development has a potential to generate (at unmitigated levels) 1,993 daily trips including 285 AM peak hour trips and 267 PM peak hour trips. This ITE formula generated figure represents average trips generated by a development of this size, without any adjustments for transportation demand management efforts.

TABLE 2: Proposed Development Trip Generation

Proposed Land Use	ITE Land Use Type	Total Size	Units	Weekday-Daily	AM Peak	PM Peak
				Trips	Total	Total
Mitre 4	(710) General Office	168,439	Sq Ft GFA	1,993	285	267

Through a progressive transportation demand management program, it is proposed that this new development will generate no trips beyond those already planned/assumed with the existing MITRE complex including 759,227 square feet of general office.

As such the entire site, which will include 759,227 square feet of existing and 168,439 square feet of new office development, should generate no more than 1,180 trips during the AM peak hour and 1,087 during the PM peak hour.

MITRE TDM Program Recommendations & Trip Reduction Analysis

TABLE 3: Trip Generation Target

Proposed Land Use	Total Size	Units	AM Peak	PM Peak
			Total	Total
Existing Trip Generation Potential – Assumed	759,227	Sq Ft GFA	1,180	1,087
Potential Future Trip Generation – Calculated	168,439	Sq Ft GFA	285	267
Total Existing and Proposed Per ITE	927,666	Sq Ft GFA	1,465	1,354
Target Trip Reduction Goals for TDM			-285	-267
Net Total Trip Generation Target			1,180	1,087

Target trip reductions of 285 for AM Peak and 267 for PM Peak, correlate to a 19.5% reduction in the AM Peak trips and 19.7% reduction in the PM Peak trips generated respectively.

Task 3: TDM Program Development & Trip Reduction Analysis

This task incorporated the findings of Task 1 & 2 to inform the development and analysis of a TDM strategy for the MITRE project. The recommendations and budget that follow, build upon existing TDM programs at MITRE and in the region.

Existing TDM Programs

Developing realistic TDM Programs for MITRE 4 and the campus as a whole requires an understanding of TDM Strategies available to MITRE employees. This involved researching and summarizing current TDM programs offered by state, regional, and county TDM Providers. The services identified include:

- Metropolitan Washington TDM Services
- Fairfax County TDM Employer, Commuter and Residential Outreach
- Fairfax County HOV Lanes
- Fairfax County Current Transit Services
- Fairfax County Park & Rides
- Fairfax County Vanpool Providers
- Fairfax County TDM Organizations
- Virginia Commonwealth-Wide TDM Services

A more detailed description of each of these TDM programs available to MITRE can be found in Appendix G.

These services were identified as the foundation of TDM programs offered, upon which the MITRE TDM program will build its recommendations.

Tailored Recommendations for MITRE Site

The entire MITRE site, including the current and proposed buildings, is forecasted to generate trips at or below ITE Trip Generation forecasts for the existing 759,227 square feet of development on the site. To achieve this goal, MITRE proposes to implement a progressive TDM plan and identify potential programmatic fallback measures.

MITRE TDM Program Recommendations & Trip Reduction Analysis

The primary planned TDM programs include:

Transit Bus/Rail Availability – The Tysons Corner area is an area with planned/committed investments in new High Capacity Transit lines and amenities. With the new Metrorail station location within reasonable pedestrian access (less than a 10 minute walk) and the current transit lines supported by a corporate sponsored shuttle system, the complex takes advantage of higher than normal transit accessibility.

Telework/Alternative Work Arrangements – Census data shows teleworking as a significant and growing mode of trip deferral. While MITRE has specific business practices and policy that supports significant alternative work arrangements, the owner of the complex will require that any employees working at the site will be covered by telework/alternative work arrangement policies for those employees whose work can be productively supported through these policies.

On-site amenities – On site café, fitness center, basketball/volleyball courts, ATM, dry cleaning, car detailing, tire changing, massage therapy, chiropractics, physical therapy, hair cuts, and a credit union are to be provided/built in the complex. Additionally, the site is designed to support and encourage multi-modal commuting with such amenities as consideration for transit access, pedestrian amenities and more. These amenities will have the secondary benefit of reducing the need for mid-day employee travel, thereby not adding to off-peak traffic (i.e. Lunch hour rush, etc.)

Bike/Walk programs– Develop new facilities with bicycle racks in covered locations where possible to supplement existing ones. Additionally, shower and locker facilities on campus will be provided to support bicycle and walk commuters.

Transit Benefits Program – Promote, sell and distribute Metro SmarTrip Cards on-site to provide the most convenient form of transit fare medium and make it easier to ride transit . Promote and enroll employees who ride transit and vanpools in a SmartBenefits pre-tax benefits program to help them take advantage of automated and convenient tax savings on their transit fare.

Shuttle connections to MetroRail– Offer and promote a shuttle service with 40 min headways or less connecting to the nearest MetroRail Station..

Work Schedule – The owner of the property shall encourage the implementation of work schedules that reduce trips during the peak hour. This includes schedule alternatives to the traditional Monday through Friday work schedule such as four – ten hour days or eighty hours over nine work days as well as flextime giving employees the option to arrive and depart during non-peak hours.

NuRide Onsite Rideshare and Incentive program– Offer and promote web-based rideshare matching and incentives for car/vanpooling through NuRide.

Managed parking – Implement a parking management and registration system for all employees, which are linked to providing limited access to specific parking areas. As such, employees need to actively choose driving and parking as a commute choice. Additionally through this system, carpools and vanpools receive reserved parking spaces in the most proximate areas to the building access points. Dedicate 2% of parking to carpools and expand as need to accommodate demand.

Emergency ride home – All employees of the site regularly participating in a registered alternative

MITRE TDM Program Recommendations & Trip Reduction Analysis

commuting program shall be eligible to take advantage of an emergency ride home program. This program shall provide reasonable transportation in emergency/unplanned situations for non-single occupancy commuters.

Active marketing – The site will designate a full-time transportation coordinator who will serve as the focal point for all commuter transportation initiatives. The transportation coordinator's name and contact information will be posted in employee break areas and other locations. Additionally the transportation coordinator will establish a calendar of events, provide regular employee communications, conduct targeted vanpool and transit marketing and more to keep commuting at the forefront of the employee environment. The site should continue to support bicycling efforts by sponsoring "Bike to Work" events.

Interactive intranet and internet resources – As appropriate, the owner of the site will sponsor development of an intra/internet site that provides commute information, linked to external transportation services. Additionally, through the dedicated transportation coordinator, the site will sponsor/promote partnership in a regional self-directed commuter ridematching system.

The fallback measures could include:

Telework Incentive – All eligible employees who telework will receive a laptop computer to facilitate working from home or in the field with clients and eliminating trips to the office.

Transit and vanpool subsidies – Conditional upon federal sponsor approval, subsidize employee commute trips at a rate comparable to at least \$30 per month or 40% of the cost of current average service, whichever is more. Rather than a 100% subsidy, this program emphasizes employer partnership and the employees finding value in transit and vanpooling. This is a somewhat different approach than traditional subsidies, but has proven successful in showing that the population has sustainable results by valuing transit and vanpooling over receiving a free benefit. This \$30 monthly subsidy will also qualify MITRE for national recognition through the United States Environmental Protection Agency's (EPA's) Best Work Places for Commuter designation. Maintain the opportunity to increase subsidies and potentially induce higher program participation of "choice" commuters not yet utilizing an alternative to driving alone.

Shuttle connections to suburban transit – With transit in the area focused to the east, providing a shuttle service focused on suburban employee origins, though at greater cost, could encourage greater transit usage in partnership with subsidies.

A commitment to work with the jurisdiction to develop a robust supplemental program – While the program and fallback measures provide for significant opportunity to meet the trip generation limitations, the site is highly committed to partnering with the local jurisdictions. This could translate to trying new programs and services not yet identified or available at the time of the agreement.

Budget for TDM Recommendations

The aforementioned tailored TDM recommendations provide MITRE with a progressive TDM program that will ensure it can achieve its goals. Effectively implementing and maintaining this TDM program will require that MITRE have the budget to do so. The breakdown on the \$190,000 startup annual conformity budget for MITRE to ensure that their TDM program is effectively implemented and maintained is found in Table 4 below. All budget estimates assume 3,050 employees (2500 today

MITRE TDM Program Recommendations & Trip Reduction Analysis

times 22% SQ FT growth).

MITRE currently has a person appointed to complete transportation coordinator (TC) activities for the entire campus. In order to effectively implement and maintain the additional TDM programs required to achieve the trip reduction goals for the 3,050 employees estimated for the site, MITRE will increase the transportation coordination responsibilities to full-time. MITRE will also provide the TC with adequate budget to host promotional events as well as produce marketing materials and tools to promote commuter transportation initiatives for employees.

Should MITRE's efforts not achieve its TDM Goals through the primary planned TDM Programs, more expensive fallback measures will need to be implemented. The breakdown on the \$950,000 annual fallback budget for MITRE to ensure that their TDM program is effectively implemented and maintained is found in Table 5 below. All budget estimates assume 3,050 employees (2500 today times 22% SQ FT growth).

All budget items will be implemented 100% upon completion of the proposed MITRE 4 building.

During the initial phases of project construction, the current Transportation Coordination responsibilities should be designated at .25 Full Time Equivalent (FTE). During this phase, the TC will work to refine MITRE's TDM programs, develop initial marketing approaches and materials, and detail a multi-year Action Plan. Upon issuance of the first certificate of occupancy, the transportation coordination responsibilities should shift to a .5 FTE hour commitment. By full occupation of MITRE 4, as outlined in previous sections, the transportation coordination responsibilities should be at 1 FTE.

TABLE 4: Primary Planned TDM Program Budget

		ANNUAL BUDGETS
		MITRE 4 Build-Out
	Office SF (Includes 50% cellar)	927,666
	Program Coordinator	1 FTE
	Salary	MITRE Funded
	Labor Fringe & Admin Overhead (estimated)	
	Collateral & Marketing Materials	\$15,000
	Web Maintenance / Upgrades*	\$5,000
	Parking Management Set-Up and Maintenance**	\$25,000
	SmarTrip Cards (initial + on-going via turnover)*	\$25,000
	Incentives / Subsidies (\$30/mo. transit / vanpool)**	\$0
	Shuttle to Metro Rail	\$110,000
	Promotional Events	\$10,000
	TOTAL EXPENSES	\$190,000
	Dedicated Tenant Funding	\$190,000
	TOTAL REVENUE	\$190,000

MITRE TDM Program Recommendations & Trip Reduction Analysis

- * New tenant would need to develop from scratch.
- ** Parking management recommendation requires new permits and signage.
- + Conditional upon federal sponsor approval for MITRE. Assumes \$5 for card and \$25 pre-loaded. 25% of people participate.
- ++ Conditional upon federal sponsor approval for MITRE. Transit subsidy at \$30/mo (Qualifies MITRE for EPA's Best Workplaces for Commuters designation.), assumes 5% participate for MITRE.

TABLE 5: Fallback Measure TDM Program Budget

		ANNUAL BUDGETS
		MITRE 4 Build-Out
Office SF (Includes 50% cellar)		927,666
Program Coordination Equivalent to 1 Full Time Employee		1 FTE
	Salary	MITRE Funded
	Labor Fringe & Admin Overhead (estimated)	
Collateral & Marketing Materials		\$15,000
Web Maintenance / Upgrades*		\$5,000
Parking Management Set-Up and Maintenance**		\$25,000
SmarTrip Cards (initial + on-going via turnover)*		\$25,000
Incentives / Subsidies (\$30/mo. transit / vanpool)**		\$60,000
Shuttle to suburban transit and/or Park & Rides		\$170,000
Telework Laptop Incentive (\$1500/employee X 500 employees)		\$750,000
Promotional Events		\$10,000
TOTAL EXPENSES		\$1,060,000
Dedicated Tenant Funding		\$1,060,000
TOTAL REVENUE		\$1,060,000

- * New tenant would need to develop from scratch.
- ** Parking management recommendation requires new permits and signage.
- + Conditional upon federal sponsor approval for MITRE. Assumes \$5 for card and \$25 pre-loaded. 25% of people participate.
- ++ Conditional upon federal sponsor approval for MITRE. Transit subsidy at \$30/mo (Qualifies MITRE for EPA's Best Workplaces for Commuters designation.), assumes 5% participate for MITRE.

MITRE TDM Program Recommendations & Trip Reduction Analysis

Trip Generation Assessment

Utilizing national and local best practices and experience, the TDM program is forecasted to adjust the total base trip generation calculations for the MITRE Campus as shown in the Adjustments to Trip Generation Table.

TABLE 6: Adjustments to Trip Generation

Trip Goals	MITRE	
	AM Peak	PM Peak
	Total	Total
<i>Maximum Trip Generation Target</i>	1180	1087
<i>ITE Calculated Trip Generation</i>	1465	1354
Programmatic Adjustments		
Transit Bus/Rail Availability	-103	-95
Telework / Alt Work	-190	-176
On-Site Amenities	-29	-27
Work Schedule	-15	-14
Subsidies / Incentives for Transit (bus/rail/vanpool)	0	0
Parking Management	-59	-54
Emergency Ride Home	-22	-20
Dedicated Transportation Coordinator and Active Marketing	-42	-39
Net Programmatic Adjustment	-459	-425
<i>Net Trip Generation</i>	1,006	930
Number of Trips to Above/Below (+/-) Target	175	157

Note: These goals are as supported through justification and methodology shown in Appendix H

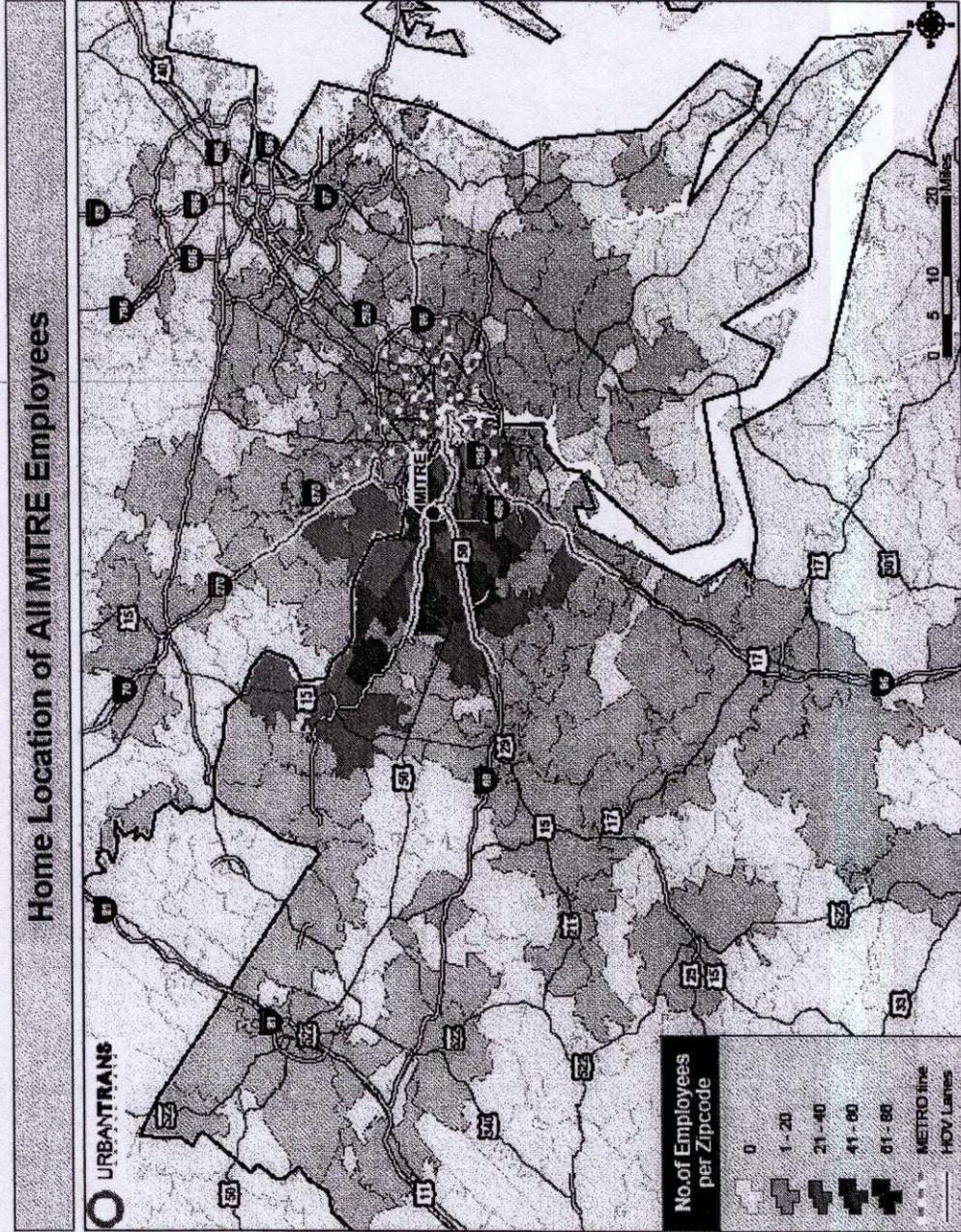
Conclusions

The research and analysis elements of the MITRE 4 Development indicate that the trip reduction targets for the proposed project (peak-hour vehicle trip reductions of 20% for the entire campus' office uses) can be achieved through a combination of the onsite amenities, as proposed, and the full application of the TDM programs and strategies recommended in this document.

The types of trip reduction strategies applied ease of access to a Metrorail station. MITRE can achieve the required peak-hour vehicle trip reductions using their TDM Programmatic adjustment strategies. However, all of the on-site amenities of the proposed project, along with the other recommended TDM strategies (programs and budget levels), must work collectively through an extensive marketing effort to achieve the trip reduction targets. With all elements in place, however, trip reductions should prove sustainable.

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDICES

APPENDIX A: 2006 MITRE Employee Commuter Survey Zip Code Density Map



APPENDIX B: 2006 MITRE Employee Commuter Survey Results

The MITRE Corporation
2006 Employee Transportation Survey Results Summary

Completed by UrbanTrans Consultants, Inc.
For The MITRE Corporation c/o Jones Lang LaSalle

June 21, 2006

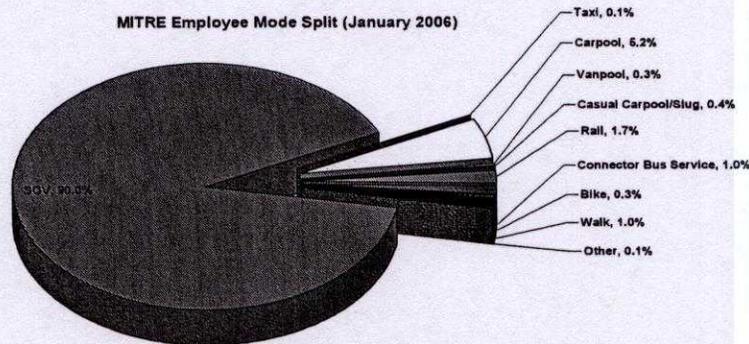
**The MITRE Corporation
2006 Employee Transportation Survey Results Summary**

Overview

A survey of Employee Commute Behaviors was conducted in January 2006. This survey was conducted via internet to all employees of the site and by hard copy to contractors on site. Out of 2500 employees that report to the MITRE campus, 1,108 online respondents and 8 hard copy respondents provided a total response rate of just over 44% for all employees at the site and over 50% for all MITRE employees.

Mode Split

These respondents indicated a travel mode distribution of 90% single occupancy vehicle travel and 10% other modes of travel as shown in the MITRE Mode Split chart.



Much of this mode split information was found to be consistent with a survey done in 2001. (See Appendix A.)

The respondents indicated that at least 16% of potential trips are eliminated due to alternative work location and alternative scheduling practices of MITRE. When factored with a standard 5% daily non-attendance due to sick and vacation schedules, 21% of potential trips are eliminated prior to the effects of commute mode choice.

Commute Patterns

As is demonstrated by the table to the right, MITRE employees come from all over the DC region. Their average commute distance is 18.3 miles each way, with an average morning commute time of 37 minutes and an average evening commute time of 44 minutes.

Employee Home Zip Code by State

	2006
Virginia	78.4%
Maryland	17.6%
District of Columbia	2.7%
West Virginia	1.2%
Delaware	0.2%
TOTAL	100%

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

Of those employees whose home Zip Codes are in Virginia, the highest concentration of employees live along the I-66 and Dulles toll road corridors. The map below shows where MITRE employee home zip codes are concentrated.

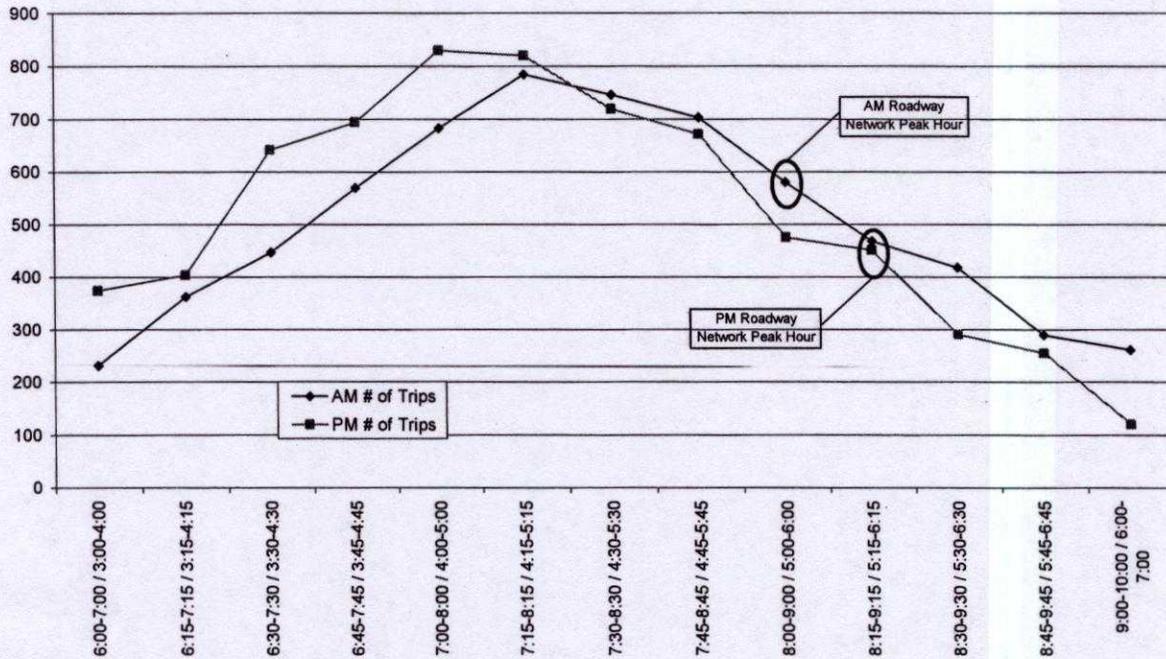


MITRE Employee Origins by Zip Code of Origin.
Darker shading of Zip Code areas depicts heavier employee concentrations.

Most MITRE employees arrive to work by 8:30 am and leave by 5:00 pm. (See Appendix C) Additionally, employees indicated a distribution of trips during the peak periods whereas no more than 43% of employee trips (regardless of mode) are taken during a rolling one hour of the 6 AM – 9 AM or 3 PM – 6 PM peak periods. The charts that follow demonstrate the AM and PM peak trip distributions.

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

Current MITRE Peak Hour Auto Trip Generation
Adjusted for Mode Split Plus 10%-AM and 15%-PM for Outbound Trips



*Extrapolated from the January 2006 MITRE Employee Transportation Survey

Understanding how far employees have to commute and what time they commute, will help MITRE identify commute strategies that are best suited to address their needs. For example, the highest concentrations of MITRE employees do not live near a Metrorail station. Depending on how far they are from work they may be better candidates for carpools or vanpools. Those employees who commute 20+ miles to work may be the best candidates for vanpools, while those who are less than 20 miles may be better candidates for carpools. Those employees who are less than 10 miles from work may be the best candidates for biking to work.

Attitudes Toward Commute Alternatives

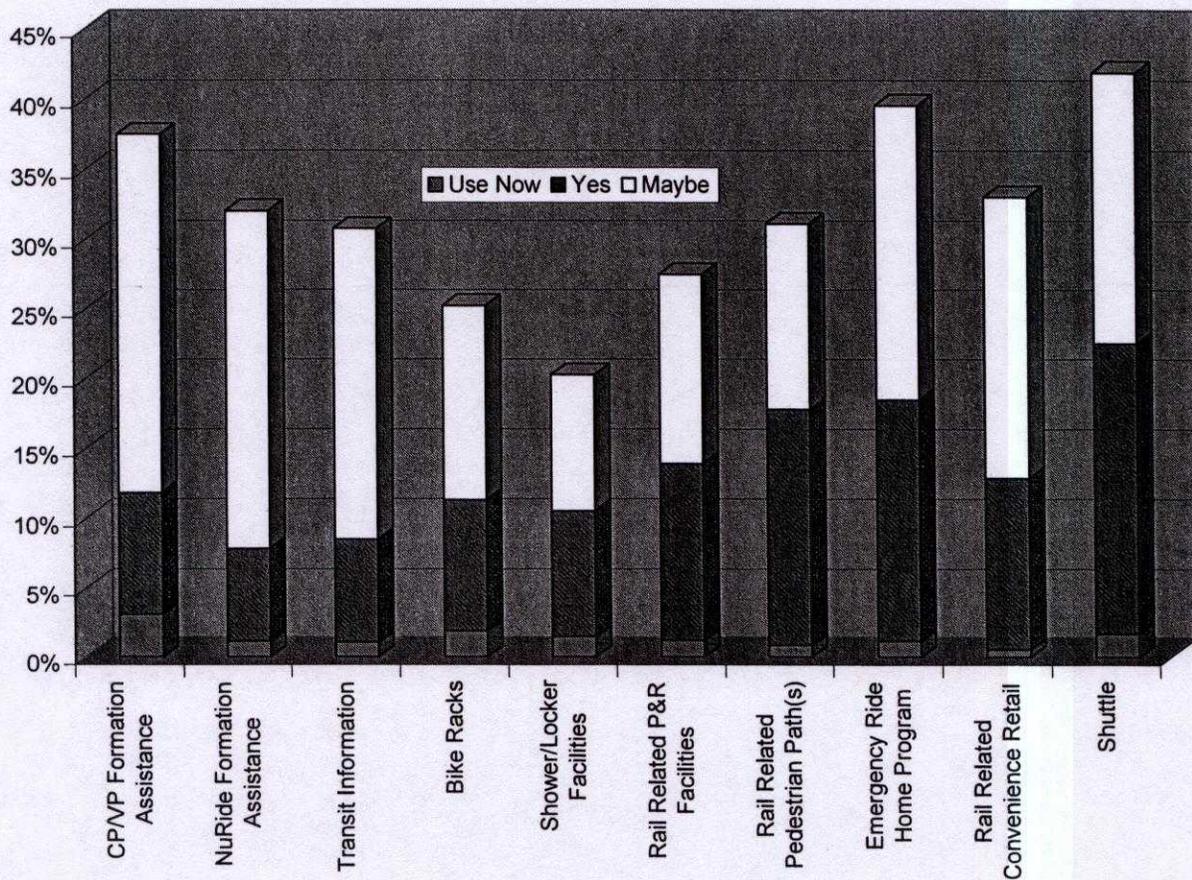
A review of responses to interest in amenities and services that would support non-single occupancy vehicle travel, suggests that on average 30% of respondents not already using an amenity or service would be interested or likely to use an alternative to driving alone if programs like those identified in the survey were made available. While experience has shown that responses to interest questions rarely translates to a 1 for 1 (person to trips reduced) relationship, response levels this high are indicative of a population interested and open to utilizing an actively managed travel options program.

There is a significant interest in a number of support programs that will encourage the use of alternative commute modes. The chart below demonstrates that connections to Metro, carpool/vanpool formation assistance and an Emergency Ride home program are the 3 types of

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

support strategies that are of greatest interest to MITRE employees.

Interest in Amenities and Services to Support Non-Single Occupancy Vehicle Travel



Demographic Data

Most MITRE employees (nearly 80%) are 35 years of age or older. This is important to understand what life issues most employees are facing and how to tailor marketing messages to best motivate them to try alternative commute modes. Similarly, by understanding that nearly 80% of MITRE employees have 2 or more cars in their household, internal marketing messages can address that reality.

The survey revealed that the majority of MITRE employee job occupations can be described as professional (63%), with the next largest groupings in Executive/managerial (13%) and Administrative Support (11%). This is important to understand so that MITRE can target certain commute strategies that are more likely to get a positive response. For example, professional and managerial staff often has unpredictable hours that make them bad candidates for carpooling and vanpooling. However, the

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

nature of their work is often such that they can work from anywhere, so they may be the best candidates for telework strategies. Administrative staff often has more predictable hours and the type of work that requires them to be in the office, so they are better candidates for carpooling and vanpooling as well as transit.

Summary of Findings

What the survey revealed was that the current MITRE complex is a substantial suburban office location for approximately 2,500 people. The type of work performed and demographics of the company tend to provide for higher wages and residences in the western edge of the suburban ring. Furthermore, MITRE's work is such that it enables non-traditional work practices that lead toward more off-site employee work. For those MITRE employees with more traditional work functions, having connections to Metro, carpool/vanpool formation assistance and an Emergency Ride home program will encourage greater use of alternative commute modes. Marketing these, and other existing MITRE commute strategies, should take into consideration employee demographic data on home location, age and job description.

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

**APPENDIX C: Comparison of 2001 and 2006 MITRE Employee Commuter
Survey Results**

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

Survey Response Rate

	2006	2001
Surveys Distributed	2500	1900
Survey Responses	1108	883
Survey Response Rate	44%	46%

Method of Travel to Work

	2006	2001
Drive Alone	90.0%	92.0%
Total Carpool	5.6%	6.0%
Carpool	5.2%	6.0%
Casual Carpool/Slug	0.4%	n/a
Total Public Transit	2.7%	2.0%
Rail	1.7%	2.0%
Bus	1.0%	n/a
Walk	1.0%	n/a
Vanpool	0.3%	n/a
Bike	0.3%	n/a
Taxi	0.1%	n/a
Other	0.1%	n/a
TOTAL	100%	100%

Average One-Way Distance to Worksite

	2006	2001
0-9 miles	23.0%	30.0%
10-19 miles	44.0%	40.0%
20-29 miles	17.0%	16.0%
30+ miles	16.0%	14.0%
TOTAL	100%	100%

Where Do Employees Commute from by State?

	2006	2001
Virginia	78.4%	85.0%
Maryland	17.6%	13.0%
District of Columbia	2.7%	2.0%
West Virginia	1.2%	n/a
Delaware	0.2%	n/a
TOTAL	100%	100%

Average Arrival Times to Work

	2006	2001
Earlier than 6:30 a.m.	6.5%	n/a
6:30-7:15 a.m.	18.0%	26.0%
7:16-8:00 a.m.	26.5%	45.0%
8:01 a.m. or later	49.0%	29.0%
TOTAL	100%	100%

Average Departure Times from Work

	2006	2001
Earlier than 4:00 pm	25.0%	n/a
4:00-5:00 p.m.	45.0%	63.0%
5:01 p.m. or later	30.0%	37.0%
TOTAL	100%	100%

**MITRE TDM Program Recommendations & Trip Reduction Analysis:
APPENDIX**

APPENDIX D: 2006 MITRE Employee Transportation Survey – Sample Survey

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

Employee Transportation Survey

MITRE is participating in an effort by Fairfax County to gather information about commuting patterns in the Tysons Corner Area. Your participation is valuable and your answers will be confidential and not used for any purposes other than improving commuter services in Fairfax County and the Tysons Corner Area. Please complete this survey by January 20, 2006.

ENTER TO WIN A PRIZE – Employees who complete the survey will be entered into a drawing for an American Express gift card worth \$400. To participate, provide your name and phone number at the end of the survey.

THANK YOU – WE VALUE YOUR INPUT AND COMMENTS!

1. Please select the building where you normally work?
 MITRE 1 MITRE 2 MITRE 3 Greensboro Rappahannock

2. How many weekdays (Mon-Fri) do you typically work at the building you selected in Q1?
 0* 1 2 3 4 5**

* If you selected 0 then please answer Question #3. You may skip Questions # 4 to 9 and proceed to Question #10
 ** If you selected 5 then you may skip Question #3 and proceed to Question #4

3. On the days you do NOT work at the at the building you selected in Q1, please indicate how many days you are:

Reason for not being at MITRE Offices	Number of Weekdays Typically Offsite for this reason
Working at home all day (telecommuted)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Working at a client site	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Off because of a compressed work week day off	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
On a regular day off	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
On leave	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Working part time (less than 35 hours per week)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5

4. Please indicate the number of weekdays (Mon-Fri) you typically use each of the types of transportation shown to get to the building you selected in Q1.

If you use more than one type on any day, e.g., walked to a bus stop then rode the bus, count ONLY the type you use for the longest distance part of the trip.

Type of Transportation (longest distance part of trip)	Number of Weekdays Typically Use
Drives alone in a car, truck, SUV, or motorcycle	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Rode in a taxi	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Carpool (includes being dropped off)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Vanpool	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Casual Carpool/Slug (I was picked up by someone with whom I do not have a regular carpool arrangement)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Took Metrorail, MARC, Amtrak, or VRE train	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Took Metrobus, Fairfax Connector, or other bus	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Bicycled (entire trip from home to work)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Walked (entire trip from home to work)	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5
Other _____	<input type="checkbox"/> 0 <input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input type="checkbox"/> 4 <input type="checkbox"/> 5

5. At what time do you usually arrive at work at the building you selected in Q1? _____ a.m. p.m. (please circle one)

At what time do you usually leave work from the building you selected in Q1? _____ a.m. p.m. (please circle one)

6. Do you work a flexible schedule or flex-time, in which you choose the times you start and stop work, as long as you work a required number of hours in a day or week?
 No Yes

7. About how many miles driving distance is it from your home to your work location? _____ miles

How many minutes does it typically take you to travel from home to this location? _____ minutes

How many minutes does it typically take you to travel from this location to home? _____ minutes

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8. In a typical week (Mon-Fri), about how many trips do you make during your work day for purposes OTHER THAN travel to work (e.g., shopping, personal appointment, pick-up a family member, etc.)?

No non-work trips (skip to question 8)

_____ non-work trips

8a. How many of these trips do you typically make by each of the following types of transportation?

_____ Drive alone _____ Drive/ride with others
_____ Bus or Metrorail _____ Walk or bicycle

9. Listed below are services that could help you travel by carpool, vanpool, bus, train, or bicycle. For each service, please check if the service would encourage you to use the type of transportation underlined for your trip to work. For example, check "Yes," for "safe route/path to walk from Metrorail station for train riders," if that service would encourage you to take the train. If you already use the type of transportation noted, check the box "Use Now."

Commuting Service	Would the service encourage you to use carpool, vanpool, bus, train, or bicycle to get to work?			
	Yes	Maybe	No	Use Now
Assistance to form a <u>carpool or vanpool</u>				
Ride service to form a <u>carpool or vanpool</u>				
Route/schedule information for <u>bus or train</u>				
Secure racks at work for <u>bicycle</u>				
Personal showers and secure lockers at work for employees who <u>bicycle</u>				
More parking at home-area Metrorail station for <u>train</u> riders				
Safe route/path to walk from Metrorail station for <u>train</u> riders				
Guaranteed Ride Home for <u>carpool, vanpool, bus, or train</u>				
Convenience shopping near Metrorail station for <u>train</u> riders				
Shuttle bus to <u>bus</u> stop or <u>train</u> station				

Please also answer questions 10-14. This information will be confidential and used ONLY for classification purposes.

10. What is your zip code at home? _____

What is the closest intersection to your home? _____
(List street names, e.g. Kings Park Dr. and Braddock Rd.)

11. How many motor vehicles (cars, trucks, SUVs, motorcycles) are owned or leased by members of your household?

0 1 2 3-4 5 or more

12. Which of the following categories includes your age?

18 - 24 25 - 34 35 - 44 45 - 54 55 - 64 65 or older

13. Which of the following categories best describes your occupation?

Sales Technician Executive/managerial Administrative support, clerical
 Laborer Professional Machine operator, assembler Maintenance, facilities service
 Military Precision craft Retail, hospitality service Other _____

14. Which of the following best describes your employer?

Please provide the name of the contractor/Sponsor if applicable

MITRE
 Contractor _____
 Government Agency (Sponsor) _____

THANK YOU FOR COMPLETING THE SURVEY!

PLEASE RETURN YOUR COMPLETED SURVEY TO
Dorothy Phillips, MITRE Facilities
Mailstop # N-030

If you would like to be entered into the prize drawing for a \$400 gift card, provide your name and work phone number below.



Name _____

Work Phone _____

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APPENDIX E: 2006 MITRE Employee Transportation Survey Summary

1. Please select the building where you normally report to work?

Answer	Count	Percentage
No answer	1	0.09%
MITRE1	292	26.84%
MITRE2	346	31.80%
MITRE3	184	16.91%
Greensboro	89	8.18%
Rappahannock	176	16.18%

2. How many weekdays (Mon-Fri) do you typically work in this Building?

Answer	Count	Percentage
No answer	13	1.19%
0	25	2.30%
1	74	6.80%
2	48	4.41%
3	87	8.00%
4	108	9.93%
5	733	67.37%

3. On the days you do NOT work at this building, please indicate how many days you are

Total number of respondents who did not work all 5 weekdays in any of the Buildings = 342

Reason for not being at MITRE Offices	Number of respondents who did not work all 5 days at any building						
	0 days	1 day	2 days	3 days	4 days	5 days	NA
Working at home all day (telecommuted)	31	79	15	3	2	1	211
Working at a client site	6	61	60	41	66	22	86
Off because of a compressed work week day off	20	5	1	0	0	0	316
On a regular day off	19	8	2	0	0	0	313
On leave	19	1	0	0	0	0	322
Working part time (less than 35 hours per week)	17	17	4	5	1	0	298

Reason for not being at MITRE Offices	Percent of all respondents who did not work all 5 days at any building						
	0 days	1 day	2 days	3 days	4 days	5 days	NA
Working at home all day (telecommuted)	9.1%	23.1%	4.4%	0.9%	0.6%	0.3%	61.7%
Working at a client site	1.8%	17.8%	17.5%	12.0%	19.3%	6.4%	25.1%
Off because of a compressed work week day off	5.8%	1.5%	0.3%	0.0%	0.0%	0.0%	92.4%

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On a regular day off	5.6%	2.3%	0.6%	0.0%	0.0%	0.0%	91.5%
On leave	5.6%	0.3%	0.0%	0.0%	0.0%	0.0%	94.2%
Working part time (less than 35 hours per week)	5.0%	5.0%	1.2%	1.5%	0.3%	0.0%	87.1%

4. Please indicate the number of weekdays (Mon-Fri) you typically use each of the types of transportation shown to get to the Rappahannock building.
If you used more than one type on any day, e.g., walked to a bus stop then rode the bus, count ONLY the type you used for the longest distance part of the trip.

Total number of respondents who worked at least 1 day in any of the Buildings = 1050

	Number of all respondents who worked at least 1 days at any building						
	0 days	1 day	2 days	3 days	4 days	5 days	NA
Drove alone in a car, truck, SUV, or motorcycle	11	70	46	74	102	704	81
Rode in a taxi	141	3	0	0	0	0	944
Carpool (includes being dropped off)	135	13	15	8	17	23	877
Vanpool	143	3	0	0	0	2	940
Casual Carpool/Slug	141	3	2	0	1	1	940
Took Metrorail, MARC, Amtrak, or VRE train	134	13	8	6	3	5	919
Took Metrobus, Fairfax Connector, or other bus	142	4	3	0	1	7	931
Bicycled (entire trip from home to work)	141	4	3	0	0	1	939
Walked (entire trip from home to work)	141	3	2	0	1	7	934
Other	96	0	1	1	0	0	990

	Percent of all respondents who worked at least 1 days at any building						
	0 days	1 day	2 days	3 days	4 days	5 days	NA
Drove alone in a car, truck, SUV, or motorcycle	1.0%	6.7%	4.4%	7.0%	9.7%	67.0%	7.7%
Rode in a taxi	13.4%	0.3%	0.0%	0.0%	0.0%	0.0%	89.9%
Carpool (includes being dropped off)	12.9%	1.2%	1.4%	0.8%	1.6%	2.2%	83.5%
Vanpool	13.6%	0.3%	0.0%	0.0%	0.0%	0.2%	89.5%
Casual Carpool/Slug	13.4%	0.3%	0.2%	0.0%	0.1%	0.1%	89.5%
Took Metrorail, MARC, Amtrak, or VRE train	12.8%	1.2%	0.8%	0.6%	0.3%	0.5%	87.5%
Took Metrobus, Fairfax Connector, or other bus	13.5%	0.4%	0.3%	0.0%	0.1%	0.7%	88.7%
Bicycled (entire trip from home to work)	13.4%	0.4%	0.3%	0.0%	0.0%	0.1%	89.4%

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Walked (entire trip from home to work)	13.4%	0.3%	0.2%	0.0%	0.1%	0.7%	89.0%
Other	9.1%	0.0%	0.1%	0.1%	0.0%	0.0%	94.3%

5. a. At what time do you usually arrive at work at the Rappahannock Building?

Time	Number of Respondents
4:30 - 4:45 AM	21
5:00 - 5:15 AM	5
5:20 - 5:30 AM	7
5:35 - 5:45 AM	3
5:50 - 6:00 AM	33
6:05 - 6:15 AM	13
6:20 - 6:30 AM	54
6:35 - 6:45 AM	25
6:50 - 7:00 AM	104
7:05 - 7:15 AM	53
7:20 - 7:30 AM	123
7:35 - 7:45 AM	95
7:50 - 8:00 AM	171
8:10 - 8:15 AM	35
8:20 - 8:30 AM	106
8:40 - 8:45 AM	23
8:50 - 9:00 AM	105
9:05 - 9:15 AM	9
9:20 - 9:30 AM	29
9:45 AM	5
10:00 AM	21
10:15 AM	1
10:30 AM	6
11:00 AM	2
PM	8
No Answer	51

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

6. b. At what time do you usually leave work from the Rappahannock building?

Time	Number Of Respondents
12:00 PM	3
1:00 PM	4
1:15 PM	1
1:30 PM	1
2:00 PM	5
2:30 PM	9
2:45 PM	3
3:00 PM	28
3:15 PM	8
3:25 - 3:30 PM	52
3:35 - 3:45 PM	20
3:50 - 4:00 PM	118
4:05 - 4:15 PM	23
4:20 - 4:30 PM	178
4:35 - 4:45 PM	52
4:50 - 5:00 PM	191
5:05 - 5:15 PM	18
5:20 - 5:30 PM	131
5:35 - 5:45 PM	18
5:50 - 6:00 PM	88
6:15 PM	7
6:30 PM	43
6:45 PM	2
7:00 PM	14
7:15 PM	1
7:30 PM	6
8:00 PM	2
9:00 PM	3
9:30 PM	1
10:00 PM	1
11:00 PM	1
12:30 PM	2
AM	8
No Answer	46

7. Do you work a flexible schedule or flex-time, in which you choose the times you start and stop work, as long as you work a required number of hours in a day or week?

Answer	Count	Percentage
No answer	122	11.17%
Yes	619	56.68%

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

No	350	32.05%
----	-----	--------

7. a. About how many miles driving distance is it from your home to your work location?
Minimum = 0 miles; Maximum = 100 miles; Average = 18.3 miles;
7. c. How many minutes does it typically take you to travel from home to this location?
Minimum = 2 minutes; Maximum = 135 minutes; Average = 37.4 minutes;
7. d. How many minutes does it typically take you to travel from this location to home?
Minimum = 2 minutes; Maximum = 180 minutes; Average = 44.0 minutes;
8. In a typical week (Mon-Fri), do you make any trips during your work day for purposes OTHER THAN travel to work (e.g., shopping, personal appointment, pick-up a family member, etc.)?

Answer	Count	Percentage
No answer	72	6.59%
Yes	522	47.80%
No	497	45.51%

How many trips do you make in a typical week (Mon-Fri)?

Answer	Count	Percentage
Answer	508	46.52%
No answer	583	53.39%

Minimum = >1; Maximum = 25; Average = 2.7

Which of the following types of transportation do you typically use most to make these trips?

Answer	Count	Percentage
No answer	577	52.84%
Drive alone	460	42.12%
Bus or Metrorail	5	0.46%
Drive/ride with others	46	4.21%
Walk or bicycle	3	0.27%

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9. Listed below are services that could help you travel by carpool, vanpool, bus, train, or bicycle. For each service, please check if the service would encourage you to use the type of transportation underlined for your trip to work. For example, check "Yes," for "safe route/path to walk from Metrorail station for train riders," if that service would encourage you to take the train. If you already use the type of transportation noted, check the box "Use Now."

	No answer	Yes	Maybe	No	Use Now
Assistance to form a carpool or vanpool	24.5%	5.8%	19.7%	48.4%	1.7%
NuRide service to form a carpool or vanpool	29.7%	4.5%	15.8%	49.5%	0.5%
Route/schedule information for bus or train	28.1%	7.9%	14.9%	47.3%	1.7%
Secure racks at work for bicycle	31.3%	5.1%	6.0%	56.9%	0.6%
Personal showers and secure lockers at work for employees who bicycle	32.9%	7.0%	7.5%	51.3%	1.3%
More parking at home-area Metrorail station for train riders	34.5%	10.1%	10.0%	44.8%	0.6%
Safe route/path to walk from Metrorail station for train riders	33.6%	11.7%	7.8%	46.3%	0.6%
Guaranteed Ride Home for carpool, vanpool, bus, or train	26.9%	12.6%	21.3%	38.5%	0.7%
Convenience shopping near Metrorail station for train riders	34.6%	7.1%	8.2%	49.7%	0.4%
Shuttle bus to bus stop or train station	26.4%	18.4%	17.3%	35.4%	2.5%

10. What is your zip code at home? (See Excel table)

11. What is the closest intersection to your home? (See Excel table)

12. How many motor vehicles (cars, trucks, SUVs, motorcycles) are owned or leased by members of your household?

Answer	Count	Percentage
No answer	15	1.37%
0	8	0.73%
1	200	18.32%
2	525	48.08%
3-4	309	28.30%
5 or more	34	3.11%

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13. Which of the following categories includes your age?

Answer	Count	Percentage
No answer	10	0.92%
18 - 24	31	2.84%
25 - 34	183	16.76%
35 - 44	262	23.99%
45 - 54	320	29.30%
55 - 64	252	23.08%
65 or older	33	3.02%

14. Which of the following categories best describes your occupation?

Answer	Count	Percentage
No answer	12	1.10%
Sales	0	0.00%
Technician	32	2.93%
Executive/managerial	146	13.37%
Administrative support, clerical	122	11.17%
Laborer	1	0.09%
Professional	683	62.55%
Machine operator, assembler	0	0.00%
Maintenance, facilities service	3	0.27%
Military	2	0.18%
Precision craft	0	0.00%
Retail, hospitality service	0	0.00%
Other	90	8.24%

15. Which of the following best describes your employer?

Answer	Count	Percentage
No answer	0	0.00%
MITRE	1056	96.70%
Contractor	32	2.93%
Government Agency (Sponsor)	3	0.27%

If you would like to be entered into the prize drawing for a \$400 gift card, provide your name and work phone number below. (See Excel table)

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APPENDIX F: 2001 MITRE Employee Commuter Survey Results

THE MITRE CORPORATION EMPLOYEE COMMUTER SURVEY RESULTS

Survey Response Rate

1900 surveys were distributed to employees in Washington Metro Area

882 employees responded to survey

Response rate of 46 percent

Method of Travel to Work

814 employees responded to this question

92% - Drive Alone

6% - Carpool

2% - Public Transit

Average One-Way Commute Distance to Workplace

882 employees responded to this question

0-9 Miles - 30%

10-19 Miles - 40%

20-29 Miles - 14%

30+ Miles - 14%

Where Do Employees Commute From

826 employees responded to this question

By State:

83% of respondents live in Virginia

13% of respondents live in Maryland

2% of respondents live in Washington, D.C.

By Zip Codes (50 or more respondents):

22124-Vienna: 71 respondents

22031-Fairfax: 61 respondents

20171-Herndon: 53 respondents

20190-Reston: 51 respondents

Average Arrival Times to Work

816 employees responded to this question

6:30-7:15 a.m. - 26% of respondents

7:16-8:00 a.m. - 45% of respondents

8:01 a.m. or later - 29% of respondents

Average Departure Times from Work

816 employees responded to this question

4:00-5:00 p.m. - 63% of respondents

5:01 or later - 37% of respondents

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APPENDIX G: Existing TDM Programs

The following summary is intended to provide an overview of current transportation demand management (TDM) programs currently offered by state, regional, and county TDM providers. The services represent the foundation of TDM programs offered from which the MITRE TDM program recommendations will build upon.

Metropolitan Washington TDM Services

Commuter Connections was originally created in 1974 as the Commuter Club, providing one of the first computerized carpool matching systems in the nation. The Commuter Club network consisted of the Metropolitan Washington Council of Governments (COG), General Services Administration (GSA), and the Greater Washington Board of Trade. COG provided the direct ridematching services to the public. This service was and still is provided free to anyone who requests ridematching information. In the 1980's, the local government agencies of City of Alexandria, Fairfax County, Montgomery County, Prince William County and the Northern Virginia Transportation Commission joined the network. The Commuter Club network members used COG's ridematching software and shared one regional database for ridematching. It was in the mid-1980's that the network changed its name to the RideFinders Network. By 1994 the network had grown in membership to include all Washington D.C. area local governments, a few federal agencies, several Transportation Management Associations, and government agencies from the Baltimore area, southern Maryland, and northern Virginia. In 1996 and 1997, the services provided by the RideFinders Network had grown beyond just carpool/vanpool matching to include transit route and schedule information, a regional Guaranteed Ride Home program, bicycle to work information, park-and-ride lot and HOV lane information, telecommute/telework program assistance, InfoExpress commuter information kiosks, commuter information services through our Internet site, and employer services. It was in 1996 that the network changed its name to Commuter Connections. Funding for Commuter Connections is provided to the Metropolitan Washington Council of Governments by the U.S. Department of Transportation, District of Columbia Department of Transportation, Maryland Department of Transportation, and Virginia Department of Transportation. Many of the local Commuter Connections members receive grant funding directly from their respective state government.

Fairfax County TDM Services

Employer Outreach

Fairfax County has an Employer Services Program that helps businesses and employees find transportation solutions. The program exists not only to make their company more successful, but to improve the economic vitality and quality of life for the entire region. They have an Employer Services Specialist who works on-site with employers to help them realize bottom-line benefits of commute alternatives.

The Employer Services Program provides the following services to employers free of charge:

- Development of tax-free commute benefit programs (Metrochek, Metrochek Match)
- On-site transportation assessments
- Confidential employee commute surveys
- Mapping of employee residence patterns
- Computerized ridematching
- Corporate relocation assistance
- On-site rideshare promotions and displays
- Assistance in implementing alternative commute programs and incentives
- Coordination with nearby companies to establish commuter programs

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- Training an on-site Employee Transportation Coordinator (ETC)
- Development of incentive programs
- Program follow-up and evaluation
- Transit schedules, route maps and park-and-ride
- New employee commute options information
- Assessment of parking options
- Development of a telework program <http://www.commuterconnections.com/twkva.htm>

Offering these services at the County level, the Fairfax County TDM program mirrors the regional Commuter Connections' TDM programs. However, Commuter Connections does offer some regional services that are not offered at County level (as these are implemented more efficiently at the regional level):

- Guaranteed Ride Home (GRH)
- Ozone Action Days
- Bike to Work Day

Guaranteed Ride Home provides commuters who regularly carpool, vanpool, bike, walk or take transit to work with a reliable ride home when one of life's unexpected emergencies arises. Commuters are able to use GRH to get home for unexpected personal emergencies and unscheduled overtime up to FOUR times per year. The GRH ride home by taxi, rental car, bus or train is free! Commuter Connections will reimburse costs associated with the use of transit during an authorized GRH trip. They send a GRH Transit Reimbursement Voucher in the mail shortly after a GRH trip. The commuter completes and returns the Voucher to Commuter Connections within thirty days to receive their reimbursement.

The Fairfax County Employer Services Program provides employers with personal assistance with the following:

- Surveying employees to determine transit needs and preferences
- Helping with carpool and vanpool formations
- Providing up-to-date information on local bus schedules
- Helping implement Metrochek program

Fairfax County markets the typical employer benefits of promoting commute alternatives to their employees including:

- Improved employee productivity
- Improved morale
- Easier recruitment and retention
- Reduced parking and office space needs and costs
- Easier access and traffic flow at work site
- Reduced absenteeism and late arrivals
- Public recognition as a good corporate citizen

Commuter Outreach

The RideSources Program is operated by the Fairfax County Department of Transportation. The RideSources program provides commuters with free ridesharing information, including ridematching assistance to form or join carpools or vanpools. Commuters can call or mail in a RideSources

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application, and will be entered into a regional database which will match them with neighbors who share similar work schedules and travel patterns. This regional database is the Commuter Connections' system.

Fairfax County markets the typical employee benefits of promoting commute alternatives to their employees including:

- Reduced commuting time and expenses/Access to HOV lanes
- Reduced wear-and-tear on personal vehicles
- Less stress
- More productive time while riding to and from work
- Flexible work schedules

They also try to appeal to the people who want to be good citizens and promote the Community Benefits of commute alternatives including:

- Easier travel on streets and highways
- Increased economic vitality
- Economic development benefits
- Cleaner air
- Improved overall quality of life

Fairfax County also offers a reduced personal-property tax rate for 12-15 passenger vans.

Fairfax County HOV Lanes

HOV, or High Occupancy Vehicle lanes are available to ridesharers on Interstate 66 and on Interstates 95 and 395 in Fairfax County. Vehicles must have a minimum number of occupants to travel on these lanes during peak commuting hours.

Fairfax County Current Transit Services

MetroRail (Orange Line and Blue Line) and Metrobus

Fairfax Connector Bus – Intra County Transit Service

CUE – City of Fairfax Transit

VRE – Regional Rail Service (Alexandria, Burke, Lorton, and Springfield)

FASTRAN – Para-Transit Services

TAGS Bus Service - The TAGS bus is a shuttle service, operated by Metro that circulates in Springfield's business district.

Fairfax County Park and Rides

Fairfax County Vanpool Providers

Fairfax County Department of Transportation RideSources works in tandem with Commuter Connections to help commuters find riders with whom they can vanpool. In addition to many private individuals operating vanpools in Fairfax County and the Metropolitan Washington Region there are several third-party vanpool providers which include:

- VPSI Commuter Vanpools
- ABS Vans-Metro
- Access Transportation Services

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Fairfax County TDM Organizations

DATA

The Dulles Area Transportation Association (DATA) is a Transportation Management Association (TMA) that identifies transportation needs; advocates steps to meet those needs; and provides a forum for members and other concerned parties to be informed of opportunities and participate in timely actions that will bring about a more effective transportation system.

DATA's Area of Operations encompasses an approximately 150-square mile area bounded by the Potomac River on the north, Hunter Mill Rd. on the east, by the Route 15 corridor on the west, and the Rt. 66 corridor on the south.

LINK

LINK provides information on alternative transportation methods you may use to get to and from Reston and Herndon.

TAGS

The Transportation Association of Greater Springfield (TAGS) is a non-profit, public private transportation management association that plays a key role in the transportation improvement plan for the rapidly growing Greater Springfield area.

TYTRAN

The TYTRAN Commuter Program is a voluntary program that provides opportunities for member employees to participate in a variety of ridesharing activities designed to increase employee awareness of transit and transportation options into and around the Tysons Corner area.

Current Commuter program elements include carpool and vanpool match list generation; provision of transit schedules and itineraries; general alternative transportation information; air quality and trip reduction educational program information; a guaranteed ride home program; and a quarterly Commuter News publication for employees.

Virginia Commonwealth Wide TDM Services

There are a number of Virginia funded TDM programs operated through Commuter Connections including:

- TeleworkVA
- The Virginia Vanpool Assistance Program

Telework!VA

Telework!Va offers employers up to \$35,000.00 to start or expand a formal telework program. Telework!Va is a public / private partnership serving Northern Virginia businesses. Companies can receive as much as \$3,500 per employee (for up to ten employees) to establish a telecommuting link, lease home office equipment or pay for office space at a convenient telework center. It is a pilot program administered by the Commonwealth of Virginia Department of Rail and Public Transportation (DRPT) through the Metropolitan Washington Council of Governments (MWCOG). The Telework!Va Program is limited to reimbursement of lease costs and consultant/technical assistance expenses. It reimburses a variable percentage of the lease expense for equipment; telework center space; technical assistance for setting up programs and installing equipment; and provides training for teleworkers and supervisors. No purchases are eligible for reimbursement.

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Business applications to participate in the Telework!Va pilot program are now being accepted for review by DRPT and MWCOG. Applicants must demonstrate their willingness to start a long-term program, invest in the planning and staff resources required to sustain a program and commit to an implementation schedule with appropriate milestones of two (2) years or less. Priority is given to new program starts although existing program expansion requests may be considered on a case-by-case basis. Employers are required to sign a contract with the Metropolitan Washington Council of Governments (MWCOG) on behalf of the Virginia Department of Rail and Public Transportation.

The Virginia Vanpool Assistance Program

The Virginia Vanpool Assistance Program, sponsored by the Virginia Department of Rail and Public Transportation, provides temporary funding for vanpools having trouble filling all of their seats. There are two different programs: the VanStart Program, which funds empty seats during the critical start up phase of new vanpools; and the VanSave Program, which is for existing vanpools that are experiencing problems in their passenger levels due to the loss of riders.

Anyone operating a vanpool that serves residents of the Commonwealth of Virginia can apply for assistance. The vanpool must be a non-profit organization and have a seating capacity of no less than six and no more than fourteen (excluding the driver.) The vanpool operator must certify that the van has PV plates and is appropriately insured under a Commercial Auto Policy or Vanpool Policy and registered with the local jurisdiction's rideshare agency.

The VanStart Program and the VanSave Program have some differences in their eligibility requirements. Under the VanStart Program, the owner/operator must register the vanpool and apply for assistance within the first three months of operation with the local jurisdiction's rideshare agency. At least 50% of the passenger capacity must be full. Under the VanSave Program, the vanpool must have been in operation for a minimum of six months and may not have received any state assistance funds in the past 12 months. At least 25% of the paying passenger capacity must have been empty for more than 30 days at time of application. The amount of funding is based on the average cost per seat of the vanpool and the average cost per seat of similar vanpools traveling the same distance.

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APPENDIX H: Methodology for Trip Generation TDM Adjustments

Programmatic Adjustments	MITRE		Site (If Non-MITRE Tenant)	Trips - AM Peak	Trips - PM Peak	Trips - AM Peak	Trips - PM Peak	Justification	Sustainability
	Program adjustment Other Non-SOV	Trips - AM Peak							
Target Reductions Transit Bus/Rail Availability	7%	-285 -103	10%	-285 -146	-267 -95	-285 -146	-267 -135	Transit ridership at work sites drops significantly once distance from the nearest transit station exceeds one-half mile (Peng, Dueker and Stratham 1996). While the MITRE site operates a shuttle service between the nearest Metrorail station and the site, the van is small and not capable of carrying large numbers of employees. A recent WMATA study of transit ridership found that a similar site in the DC Metro area achieved an 11 percent transit share (WMATA 2005). However, the site was located closer to a Metrorail station than the MITRE site. In addition, the high telework rate is likely to negatively impact transit ridership at the MITRE site. Based on these factors we anticipate a 7 percent transit share at MITRE.	The HCT spine is scheduled to grow and increase access to the system. Until that time, shuttle/connector services should be continued.

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Telework / Alt Work	13%	-190	-176	3%	-44	-41	
<p>Data indicate that telework programs can reduce total vehicle trips by 4 to 18 percent. Varma et al. (1998) found that participation rates at telework centers were approximately 22 percent. These centers are designed as drop in facilities for individuals who telework on a regular basis. No individual using the center is ineligible to telework, which differs from traditional worksites where participation in telework programs is limited. Weiss (1994) estimated that only 5 to 40 percent of the workforce can work at home. Combining these values we might expect that telework programs could reduce travel between 1 and 9 percent; however, a recent survey of various employer-based commute reduction programs found that telework programs reduced trip rates by approximately 4 to 18 percent (Pollution Probe). The upper range likely occurs at companies employing large numbers of managers and professionals, who are more likely to telework (Bureau of Labor Statistics 2002). We can expect a company like MITRE, which employs large numbers of managers and professionals, to achieve telework trip reductions on the high end; therefore, we estimate total reductions at 13 percent.</p> <p style="text-align: right;">If the tenancy changes, the nature of future employees' work may not allow for a high level of teleworking. This could be resolved with a complete site Trip Cap agreement that would carry with each individual building based on GSF pro-rata share distributions.</p>							

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On-Site Amenities	2%	-29	-27	2%	-29	-27	-27	Availability of on-site amenities has been shown to reduce the need for post-arrival travel, and thereby reduce the need for SOV commuting as well as other non-commute trips. Amenities available at the site can generate a trip reduction of 2%-10%.	Facilities such as on-site café, fitness center, and credit union are part of the infrastructure of the campus. As long as these buildings continue to operate as a campus, the trip reduction benefits are likely to be sustained
Work Schedule	1%	-15	-14	1%	-15	-14	-14	Scheduling work outside of the peak commute times is a growing trend. This can also be seen in such alternative schedules as 4-10 hour days or 80 hours in 9 workdays	This is as much a business trend as anything else, but it should be supported and encouraged through a statement in the final document to the effect of: "The owner of the property shall encourage the implementation of work schedules that reduce trips in the peak hour."
Subsidies / Incentives for Transit (bus/rail/vanpool)	0%	0	0	16%	-234	-217	-217	Incentives are a valuable tool and should be reserved as a back-up plan if business practices change. Currently, the incremental value (which would be in the 5%-10% range for vanpool and 10%-35% range for transit) does not justify the potential cost of the program. Should they be necessary, subsidies should be set at 40%-75% of average transit costs. (Note: vehicle occupancy for carpool was adjusted to 5.5 as this element is focused on Vanpool subsidies)	Incentives should be in the toolbox of options, though they are not critical for meeting targets with today's conditions. This is currently countered by aggressive Telework/Alt Work programs.

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Parking Management	4%	-59	-54	5%	-73	-68	<p>Parking management is key when parking supply is at a premium. Reserving carpool and vanpool spaces around the elevator core of parking structures and closest to the building in lots increases the value of HOV as a choice. Were other business practices to lessen the alternative work locations of site employees, fee-based parking could be a consideration.</p>	<p>Parking management is very sustainable with minimal effort. Though if fee-based is implemented, then expect a shift in travel mode of 10%-25% depending upon actual rate.</p>
Emergency Ride Home	2%	-22	-20	2%	-22	-20	<p>The surety of having a ride in case of emergencies is critical to decision making for commuters. This program consistently provides at least a 2% reduction in SOV commuting.</p>	<p>Emergency Ride Home is sustainable due to its traditionally very low utilization rate. The ability to provide this service via a reimbursement or voucher program further reinforces this program's value.</p>
Dedicated Transportation Coordinator and Active Marketing	increase effectiveness of other measures by 10%	-42	-39	increase effectiveness of other measures by 10%	-56	-52	<p>Studies, such as those undertaken by Washington Department of Transportation for their TDM Effectiveness and Evaluation Model, have shown historically that when active and dedicated attention is given to a Travel Options program, the effectiveness of other programs is increase by 10%</p>	<p>The Special Exception granted for MITRE buildings 1-3 already calls for a public transportation coordinator. Continuation of this program to the new facility will assure supplemental benefits are yielded over time.</p>
Net Programmatic Adjustment		-459	-425		-620	-574		

Program estimation ranges developed utilizing the TDM Encyclopedia of Victoria Transport Policy Institute via <http://www.vtppi.org>

MITRE TDM Program Recommendations & Trip Reduction Analysis: APPENDIX

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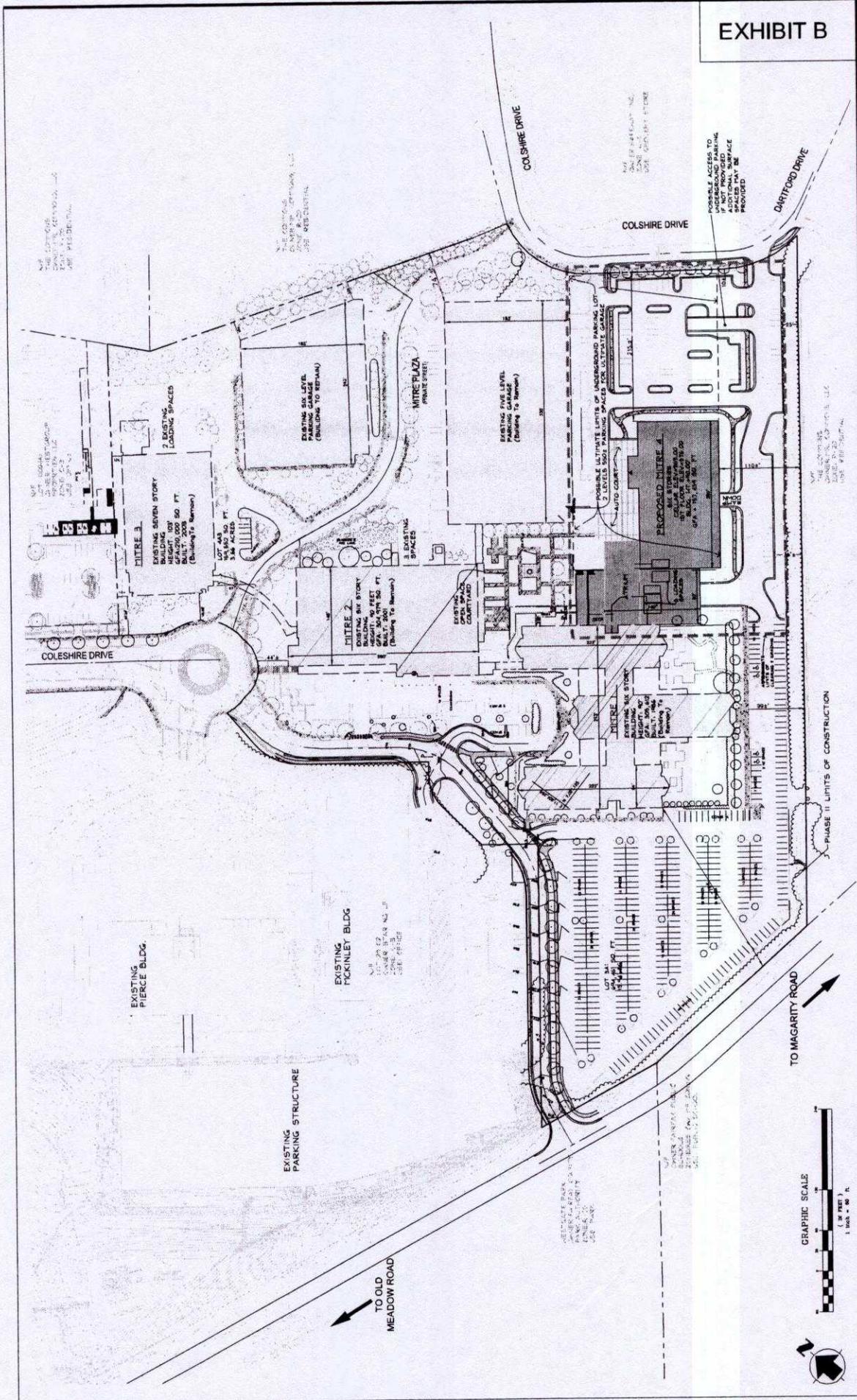
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EXHIBIT B

**FUTURE POSSIBLE ROAD CONNECTIONS PER PENDING
TYSONS LAND USE TASK FORCE**

Prepared by Patton Harris Rust and Associates, June 27, 2008

EXHIBIT B



DESIGN	PHR+A	SURVEY	10022-1-5
DRAWN	PMH	DATE	JUNE 27, 2008
CHECKED	DHS	SCALE	
SHEET	1 OF 1	FILE NO.	10022-1-5

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PHR+A

FUTURE POSSIBLE ROAD CONNECTIONS PER PENDING TYSONS LAND USE TASK FORCE

MITRE 4
 PRESIDENTIAL DISTRICT
 FULTON COUNTY, GEORGIA

NO.	DESCRIPTION	DATE	REVISED	APPROVED	DATE

REZONING AFFIDAVIT

DATE: 6/25/2008
 (enter date affidavit is notarized)

I, Ben I. Wales, do hereby state that I am an
 (enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below 92972c

in Application No.(s): PCA 92-P-001-05
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
The MITRE Corporation Agents: Mark W. Kontos Sol (nmi) Glasner Raymond F. Leavitt Alfred (nmi) Grasso	7515 Colshire Drive McLean, VA 22102	Applicant/Owner
Jones Lang LaSalle Americas, Inc. Agents: Robert B. Shue Kem Shackelford Courtenay Abby J. Goodman Marshall H. Durston	1801 K Street, N.W. Suite #1000 Washington, DC 20006	Agent
Gorove/Slade Associates, Inc. Agents: Christopher M. Tacinelli Sonya I. Viera Tushar A. Awar	3914 Centreville Road Suite #330 Chantilly, VA 20151	Transportation Consultant/Agent

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cooley Godward Kronish LLP Agents: Antonio J. Calabrese, Esq. Mark C. Looney, Esq. Colleen P. Gillis Snow, Esq. Jill D. Switkin, Esq. Brian J. Winterhalter, Esq. Shane M. Murphy, Esq. Jeffrey A. Nein, AICP Molly M. Novotny, Planner Ben I. Wales, Planner Sara L. Duvall, Planner Hillary Katherine Zahm, AICP (former)	Reston Town Center One Freedom Square 11951 Freedom Drive, Suite 1500 Reston, VA 20190	Attorneys/Agent
Urban Trans Consultants Agents: Kevin (nmi) Luten Justin B. Schor	1140 Connecticut Avenue Suite 700 Washington, DC 20036	TDM Consultant/Agent
Patton Harris Rust & Associates Agents: Robert A. Munse Patricia M. Haefeli (former) David H. Steigler Gayle A. Hooper Edward G. Venditti	14532 Lee Road Chantilly, VA 20151	Engineer/Agent

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the SHAREHOLDERS of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[] There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
[] There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)

Alfred (nmi) Grasso - President; Robert F. Behler, SVP & Dep. Gen Man.; Lisa R. Bender, VP & CHRO; Richard J. Byrne, VP; Gary J. Gagnon, VP; Sol (nmi) Glasner, VP, GC & Corp.Sec.; Raymond (nmi) Haller, SVP & Dir.; Stephen F. Huffman, VP & CTO; Mark W. Kontos, SVP, CFO & Treas.; David H. Lehman, SVP & GM; Louis S. Metzger, SVP & CCE; Robert A. Mikelskas, VP & CIO; Robert F. Nesbit, SVP & GM; Jason F. Providakes, Dir., SVP & GM; Agam N. Sinha, Dir., SVP & GM

(check if applicable) [x] There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation (CONTINUED)
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)
There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

TRUSTEES: Victor A. DeMarines William (nmi) Happer Martin C. Faga John J. Hamre
James R. Schlesinger Ronald R. Fogleman David E. Jeremiah Cleve L. Killingsworth George H. Heilmeier
Charles S. Robb Alfred (nmi) Grasso Ashton B. Carter Jane F. Garvey Elizabeth J. Keefer

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation (CONTINUED)
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

TRUSTEES CONTINUED:
Richard J. Kerr Montgomery C. Meigs Jack (nmi) Ruina
William B. Mitchell John P. Stenbit Robert T. Marsh
Edmund P. Giambastiani Robert R. Everett

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: 6/25/2008
(enter date affidavit is notarized)

92972 e

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Jones Lang LaSalle Americas, Inc.
1801 K Street N.W., Suite #1000
Washington, DC 20006

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)
Solely owned by Jones Lang LaSalle Incorporated, the publically traded parent

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Gorove/Slade Associates, Inc.
3914 Centreville Road, Suite # 330
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
Christopher M. Tacinelli
Chad A. Baird
Daniel B. VanPelt

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Urban Trans Consultants
1140 Connecticut Avenue
Suite 700
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Stuart M. Anderson	Julie M. Walker
Huy T. Chung	Jessica E. Hindman
Justin B. Schor	Micha (nmi) Stone
Joddie A. Gray	Brendon D. Harrington

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Patton Harris Rust & Associates
14532 Lee Road
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Thomas Davis Rust

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

Cooley Godward Kronish LLP
Reston Town Center, One Freedom Square
11951 Freedom Drive
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Gian-Michele a Marca
Jane K. Adams
Maureen P. Alger
Michael F. Armstrong
Gordon C. Atkinson
Michael A. Attanasio
Jonathan P. Bach
Celia Godwag Barenholtz
Frederick D. Baron
James A. Beldner

Keith J. Berets
Laura A. Berezin
Laura Grossfield Birger
Russell S. Berman
Barbara L. Borden
Jodie M. Bourdet
Wendy J. Brenner
Lance W. Bridges
Matthew J. Brigham
Robert J. Brigham
John P. Brockland
James P. Brogan

Nicole C. Brookshire
Matthew D. Brown
Alfred L. Brownie III
Robert T. Cahill
Antonio J. Calabrese
Linda F. Callison
Roel C. Campos
William Lesse Castleberry
Lynda K. Chandler
Ethan E. Christensen

(check if applicable) There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: 6/25/08
(enter date affidavit is notarized)

92972 c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley Godward Kronish LLP
Reston Town Center, One Freedom Square
11951 Freedom Drive
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Richard E. Climan
Samuel S. Coates
Alan S. Cohen
Thomas A. Coll
Joseph W. Conroy
Jennifer B. Coplan
Carolyn L. Craig
John W. Crittenden
Janet L. Cullum
Nathan K. Cummings
John A. Dado
Craig E. Dauchy
Darren K. DeStefano
Scott D. Devereaux
Jennifer Fonner DiNucci
James J. Donato
Michelle C. Doolin
John C. Dwyer
Robert L. Eisenbach, III
Lester J. Fagan
Brent D. Fassett
M. Wainwright Fishburn, Jr.
Keith A. Flaum
Grant P. Fondo
Daniel W. Frank
Richard H. Frank
William S. Freeman
Steven L. Friedlander
Thomas J. Friel, Jr.
Koji F. Fukumura
James F. Fulton, Jr.
Phillip J. Gall
William S. Galliani
Stephen D. Gardner
John M. Geschke
Kathleen A. Goodhart

Lawrence C. Gottlieb
Shane L. Goudey
William E. Grauer
Jonathan G. Graves
Paul E. Gross
Kenneth L. Guernsey
Patrick P. Gunn
Zvi (nmi) Hahn
John B. Hale
Andrew (nmi) Hartman
Amy (nmi) Hartman
Bernard L. Hatcher
Matthew B. Hemington
Cathy Rae Hershcopf
John (nmi) Hession
Gordon (nmi) Ho
Suzanne Sowachka Hooper
Mark M. Hrenya
Christopher R. Hutter
Jay R. Indyke
Craig D. Jacoby
Eric C. Jensen
Robert L. Jones
Barclay J. Kamb
Richard S. Kanowitz
Kimberly J. Kaplan-Gross
Jeffrey S. Karr
Scott L. Kaufman
Sally A. Kay
J. Michael Kelly
Jason L. Kent
James C. Kitch
Michael J. Klisch
Michael H. Knight

Jason M. Koral
Barbara A. Kosacz
Gary M. Kravetz
Kenneth J. Krisko
John G. Lavoie
Shira Nadich Levin
Alan (nmi) Levine
Michael S. Levinson
Elizabeth L. Lewis
Michael R. Lincoln
James C. T. Linfield
David A. Lipkin
Chet F. Lipton
Cliff Z. Liu
Samuel M. Livermore
Douglas P. Lobel
J. Patrick Loofbourrow
Mark C. Looney
Robert B. Lovett
Andrew P. Lustig
Michael X. Marinelli
John T. McKenna
Daniel P. Meehan
Beatriz (nmi) Mejia
Thomas C. Meyers
Erik B. Milch
Robert H. Miller
Chadwick L. Mills
Brian E. Mitchell
Patrick J. Mitchell
Ann M. Mooney
Gary H. Moore
Timothy J. Moore
Webb B. Morrow III
Kevin P. Mullen
Frederick T. Muto
Ross W. Nadel
Ryan E. Naftulin

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: 6/25/2008
(enter date affidavit is notarized)

92972 c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley Godward Kronish LLP
Reston Town Center, One Freedom Square
11951 Freedom Drive
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Stephen C. Neal
James E. Nesland
Alison (nmi) Newman
William H. O'Brien
Thomas D. O'Connor
Vincent P. Pangrazio
Timothy G. Patterson
Anne H. Peck
D. Bradley Peck
Susan Cooper Philpot
Benjamin D. Pierson
Frank V. Pietrantonio
Mark B. Pitchford
Michael L. Platt
Christian E. Plaza
Lori R. E. Ploeger
Thomas F. Poche
Anna B. Pope
Marya A. Postner
Steve M. Przesmicki
Seth A. Rafkin
Frank F. Rahmani
Marc (nmi) Recht
Thomas Z. Reicher
Eric M. Reifschneider
Michael G. Rhodes
Michelle S. Rhyu
Paul M. Ritter
Julie M. Robinson
Ricardo (nmi) Rodriguez
Adam C. Rogoff
Jane (nmi) Ross
Richard S. Rothberg
Adam J. Ruttenberg
Adam L. Salassi
Thomas R. Salley III

Richard S. Sanders
Glen Y. Sato
Martin S. Schenker
Joseph A. Scherer
Paul H. Schwartz
William J. Schwartz
Brent B. Siler
Gregory A. Smith
Whitty (nmi) Somvichian
Mark D. Spoto
Wayne O. Stacy
Neal J. Stephens
Donald K. Stern
Michael D. Stern
Anthony M. Steigler
Steven M. Strauss
Myron G. Sugarman
Christopher J. Sundermeier
Ronald R. Sussman
C. Scott Talbot
Mark P. Tanoury
Philip C. Tencer
Gregory C. Tenhoff
Michael E. Tenta
Timothy S. Teter
John H. Toole
Robert J. Tosti
Michael S. Tuscan
Edward Van Gieson
Miguel J. Vega
Erich E. Veitenheimer III
Aaron J. Velli
Robert R. Veith
Lois K. Voelz
Craig A. Waldman
Kent M. Walker

David A. Walsh
David M. Warren
Steven K. Weinberg
Thomas S. Welk
Christopher A. Westover
Francis R. Wheeler
Brett D. White
Peter J. Willsey
Nancy H. Wojtas
Nan (nmi) Wu
John F. Young
Kevin J. Zimmer

Additions:

John M. Benassi
Jessica R. Wolff

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: 6/25/2008
(enter date affidavit is notarized)

92972c

for Application No. (s): PCA 92-P-001-05
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

None

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

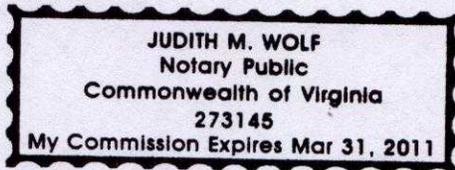
Ben Wales
 Applicant Applicant's Authorized Agent

Ben I. Wales
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 25th day of June, 2008, in the State/Comm. of Virginia, County/City of Fairfax.

Judith M. Wolf
Notary Public

My commission expires: 6/31/2011





COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX
APPLICATION FOR ZONING MAP AMENDMENT

PLEASE TYPE
OR PRINT IN BLACK INK

RECEIVED
Department of Planning & Zoning

JUN 27 2008

Zoning Evaluation Division

APPLICATION NO. RZ2008-PR-011
(Assigned by Staff)

PETITION

100629

TO: THE BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA
I (We), The Mitre Corporation, the applicant(s),
petition you to adopt an ordinance amending the Zoning Map of Fairfax County, Virginia, by
reclassifying from the C-3 District to the C-3 w/proffers
District the property described below and outlined in red on the Zoning Section Sheet(s)
accompanying and made a part of this application.

PROPERTY DESCRIPTION

1. LEGAL DESCRIPTION:

14774 1546

Lot(s) Block(s) Subdivision Deed Book Page No.

2. TAX MAP DESCRIPTION:

30-3 28 3A1 4A3 19.6 acres

Map No. Double Circle No. Single Circle No. Parcel(s)/Lot(s) No. Total Area(Ac. or Sq. Ft.)

3. POSTAL ADDRESS OF PROPERTY: (If any)

7515 and 7525 Colshire Drive, McLean, Virginia 22102

4. ADVERTISING DESCRIPTION: (Ex. South of Rt. 236, 1000 feet west of Rt. 274)

At southern end of Colshire Drive, south of Route 123 and southwest of Dulles
Airport Access Road (no overlay districts)

5. PRESENT USE: Office Campus

6. PROPOSED USE: Office Campus

7. SUPERVISOR DISTRICT: Providence District

The name(s) and address(es) of owner(s) of record shall be provided on the affidavit form attached and made part of this application.

The undersigned has the power to authorize and does hereby authorize Fairfax County staff representatives on official business to enter on the subject property as necessary to process the application.

Antonio J. Calabrese

Type or Print Name of Applicant or Agent

AJ CALABRESE

Signature of Applicant or Agent

Cooley Godward Kronish LLP, One Freedom Square, 11951 Freedom Drive, Reston, VA 20190

Address

703-456-8650

Telephone No.

Home

Work

Please provide name and telephone number of contact person if different from above.

DO NOT WRITE IN THIS SPACE

Date application received: _____

Application Fee Paid: \$ _____

Date application accepted: _____

Form RZ (10/89)

REZONING AFFIDAVIT

DATE: 6/27/2008
(enter date affidavit is notarized)

I, Antonio J. Calabrese, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below

100629

in Application No.(s): RZ 2008- PR - 011
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
The MITRE Corporation Agents: Mark W. Kontos Sol (nmi) Glasner Raymond F. Leavitt Alfred (nmi) Grasso	7515 Colshire Drive McLean, VA 22102	Applicant/Owner
Jones Lang LaSalle Americas, Inc. Agents: Robert B. Shue Kem Shackelford Courtenay Abby J. Goodman Marshall H. Durston	1801 K Street, N.W. Suite #1000 Washington, DC 20006	Agent
Grove/Slade Associates, Inc. Agents: Christopher M. Tacinelli Sonya I. Viera Tushar A. Awar	3914 Centreville Road Suite #330 Chantilly, VA 20151	Transportation Consultant/Agent

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

DATE: 6/27/2008
(enter date affidavit is notarized)

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for Application No. (s): RZ 2008- PR - 011
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cooley Godward Kronish LLP Agents: Antonio J. Calabrese, Esq. Mark C. Looney, Esq. Colleen P. Gillis Snow, Esq. Jill D. Switkin, Esq. Brian J. Winterhalter, Esq. Shane M. Murphy, Esq. Jeffrey A. Nein, AICP Molly M. Novotny, Planner Ben I. Wales, Planner Sara L. Duvall, Planner	Reston Town Center One Freedom Square 11951 Freedom Drive, Suite 1500 Reston, VA 20190	Attorneys/Agent
Urban Trans Consultants Agents: Kevin (nmi) Lutten Justin B. Schor	1140 Connecticut Avenue Suite 700 Washington, DC 20036	TDM Consultant/Agent
Patton Harris Rust & Associates Agents: Robert A. Munse David H. Steigler Gayle A. Hooper Edward G. Venditti	14532 Lee Road Chantilly, VA 20151	Engineer/Agent

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: 6/27/2008
(enter date affidavit is notarized)

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for Application No. (s): RZ 2008- PR-011
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1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, **and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:**

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President, Vice President, Secretary, Treasurer,** etc.)

Alfred (nmi) Grasso - President; Robert F. Behler, SVP & Dep. Gen. Man.; Lisa R. Bender, VP & CHRO; Richard J. Byrne, VP; Gary J. Gagnon, VP; Sol (nmi) Glasner, VP, GC & Corp. Sec.; Raymond (nmi) Haller, SVP & Dir.; Stephen D. Huffman, VP & CTO; Mark W. Kontos, SVP, CFO & Treas.; David H. Lehman, SVP & GM; Louis S. Metzger, SVP & CCE; Robert A. Mikelskas, VP & CIO; Robert F. Nesbit, SVP & GM; Jason F. Providakes, Dir., SVP & GM; Agam N. Sinha, Dir., SVP & GM

(check if applicable) There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. ***In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.*** Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008-PR-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation (CONTINUED)
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

TRUSTEES:	Victor A. DeMarines	William (nmi) Happer	Martin C. Faga	John J. Hamre
James R. Schlesinger	Ronald R. Fogleman	David E. Jeremiah	Cleve L. Killingsworth	George H. Heilmeier
Charles S. Robb	Alfred (nmi) Grasso	Ashton B. Carter	Jane F. Garvey	Elizabeth J. Keefer

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The MITRE Corporation (CONTINUED)
7515 Colshire Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

There are no shareholders. The MITRE Corporation is a non-profit Delaware corporation and is tax-exempt under 501(c)(3) of the Internal Revenue Code.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

TRUSTEES CONTINUED:	Richard J. Kerr	Montgomery C. Meigs	Jack (nmi) Ruina
William B. Mitchell	John P. Stenbit	Robert T. Marsh	
Edmund P. Giambastiani	Robert R. Everett		

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008- PR-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Jones Lang LaSalle Americas, Inc.
1717 Pennsylvania Avenue N.W., Suite #1000
Washington, DC 20006

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)
Solely owned by Jones Lang LaSalle Incorporated, the publicly traded partner

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Gorove/Slade Associates, Inc.
3914 Centreville Road, Suite #330
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
Christopher M. Tacinelli
Chad A. Baird
Daniel B. VanPelt

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008-PR-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Urban Trans Consultants
1140 Connecticut Avenue
Suite 700
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Stuart M. Anderson	Julie M. Walker
Huy T. Chung	Jessica E. Hindman
Justin B. Schor	Micha (nmi) Stone
Joddie A. Gray	Brendon D. Harrington

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Patton Harris Rust & Associates
14532 Lee Road
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Thomas Davis Rust

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: 6/27/2008
(enter date affidavit is notarized)

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for Application No. (s): RZ 2008-PR-011
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

Cooley Godward Kronish LLP
Reston Town Center
One Freedom Square
11951 Freedom Drive, Suite 1500
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Gian-Michele a Marca
Jane K. Adams
Maureen P. Alger
Michael F. Armstrong
Gordon C. Atkinson
Michael A. Attanasio
Jonathan P. Bach
Celia Godwag Barenholtz
Frederick D. Baron
James A. Beldner
John M. Benassi

Keith J. Berets
Laura A. Berezin
Laura Grossfield Birger
Russell S. Berman
Barbara L. Borden
Jodie M. Bourdet
Wendy J. Brenner
Lance W. Bridges
Matthew J. Brigham
Robert J. Brigham
John P. Brockland
James P. Brogan

Nicole C. Brookshire
Matthew D. Brown
Alfred L. Browne III
Robert T. Cahill
Antonio J. Calabrese
Linda F. Callison
Roel C. Campos
William Lesse Castleberry
Lynda K. Chandler
Ethan E. Christensen

(check if applicable) There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008- PR-011
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley Godward Kronish LLP
Reston Town Center, One Freedom Square
11951 Freedom Drive
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Richard E. Climan
Samuel S. Coates
Alan S. Cohen
Thomas A. Coll
Joseph W. Conroy
Jennifer B. Coplan
Carolyn L. Craig
John W. Crittenden
Janet L. Cullum
Nathan K. Cummings
John A. Dado
Craig E. Dauchy
Darren K. DeStefano
Scott D. Devereaux
Jennifer Fonner DiNucci
James J. Donato
Michelle C. Doolin
John C. Dwyer
Robert L. Eisenbach, III
Lester J. Fagan
Brent D. Fassett
M. Wainwright Fishburn, Jr.
Keith A. Flaum
Grant P. Fondo
Daniel W. Frank
Richard H. Frank
William S. Freeman
Steven L. Friedlander
Thomas J. Friel, Jr.
Koji F. Fukumura
James F. Fulton, Jr.
Phillip J. Gall
William S. Galliani
Stephen D. Gardner
John M. Geschke
Kathleen A. Goodhart

Lawrence C. Gottlieb
Shane L. Goudey
William E. Grauer
Jonathan G. Graves
Paul E. Gross
Kenneth L. Guernsey
Patrick P. Gunn
Zvi (nmi) Hahn
John B. Hale
Andrew (nmi) Hartman
Amy (nmi) Hartman
Bernard L. Hatcher
Matthew B. Hemington
Cathy Rae Hershcopf
John (nmi) Hession
Gordon (nmi) Ho
Suzanne Sowachka Hooper
Mark M. Hrenya
Christopher R. Hutter
Jay R. Indyke
Craig D. Jacoby
Eric C. Jensen
Robert L. Jones
Barclay J. Kamb
Richard S. Kanowitz
Kimberly J. Kaplan-Gross
Jeffrey S. Karr
Scott L. Kaufman
Sally A. Kay
J. Michael Kelly
Jason L. Kent
James C. Kitch
Michael J. Klisch
Michael H. Knight

Jason M. Koral
Barbara A. Kosacz
Gary M. Kravetz
Kenneth J. Krisko
John G. Lavoie
Shira Nadich Levin
Alan (nmi) Levine
Michael S. Levinson
Elizabeth L. Lewis
Michael R. Lincoln
James C. T. Linfield
David A. Lipkin
Chet F. Lipton
Cliff Z. Liu
Samuel M. Livermore
Douglas P. Lobel
J. Patrick Loofbourrow
Mark C. Looney
Robert B. Lovett
Andrew P. Lustig
Michael X. Marinelli
John T. McKenna
Daniel P. Meehan
Beatriz (nmi) Mejia
Thomas C. Meyers
Erik B. Milch
Robert H. Miller
Chadwick L. Mills
Brian E. Mitchell
Patrick J. Mitchell
Ann M. Mooney
Gary H. Moore
Timothy J. Moore
Webb B. Morrow III
Kevin P. Mullen
Frederick T. Muto
Ross W. Nadel
Ryan E. Naftulin

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: 6/27/2008
(enter date affidavit is notarized)

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for Application No. (s): RZ 2008-PR-011
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley Godward Kronish LLP
Reston Town Center, One Freedom Square
11951 Freedom Drive
Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Stephen C. Neal
James E. Nesland
Alison (nmi) Newman
William H. O'Brien
Thomas D. O'Connor
Vincent P. Pangrazio
Timothy G. Patterson
Anne H. Peck
D. Bradley Peck
Susan Cooper Philpot
Benjamin D. Pierson
Frank V. Pietrantonio
Mark B. Pitchford
Michael L. Platt
Christian E. Plaza
Lori R. E. Ploeger
Thomas F. Poche
Anna B. Pope
Marya A. Postner
Steve M. Przesmicki
Seth A. Raffkin
Frank F. Rahmani
Marc (nmi) Recht
Thomas Z. Reicher
Eric M. Reifschneider
Michael G. Rhodes
Michelle S. Rhyu
Paul M. Ritter
Julie M. Robinson
Ricardo (nmi) Rodriguez
Adam C. Rogoff
Jane (nmi) Ross
Richard S. Rothberg
Adam J. Ruttenberg
Adam L. Salassi
Thomas R. Salley III

Richard S. Sanders
Glen Y. Sato
Martin S. Schenker
Joseph A. Scherer
Paul H. Schwartz
William J. Schwartz
Brent B. Siler
Gregory A. Smith
Whitty (nmi) Somvichian
Mark D. Spoto
Wayne O. Stacy
Neal J. Stephens
Donald K. Stern
Michael D. Stern
Anthony M. Steigler
Steven M. Strauss
Myron G. Sugarman
Christopher J. Sundermeier
Ronald R. Sussman
C. Scott Talbot
Mark P. Tanoury
Philip C. Tencer
Gregory C. Tenhoff
Michael E. Tenta
Timothy S. Teter
John H. Toole
Robert J. Tosti
Michael S. Tuscan
Edward Van Gieson
Miguel J. Vega
Erich E. Veitenheimer III
Aaron J. Velli
Robert R. Veith
Lois K. Voelz
Craig A. Waldman
Kent M. Walker

David A. Walsh
David M. Warren
Steven K. Weinberg
Thomas S. Welk
Christopher A. Westover
Francis R. Wheeler
Brett D. White
Peter J. Willsey
Nancy H. Wojtas
Jessica R. Wolff
Nan (nmi) Wu
John F. Young
Kevin J. Zimmer

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008- PR - 011
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: 6/27/2008
(enter date affidavit is notarized)

100629

for Application No. (s): RZ 2008-PR-011
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

None.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

AJ CALABRESE

(check one)

Applicant

Applicant's Authorized Agent

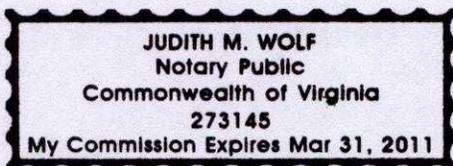
Antonio J. Calabrese

(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 27th day of June 2008, in the State/Comm. of Virginia, County/City of Fairfax.

Judith M. Wolf
Notary Public

My commission expires: 3/31/2011



MITRE CORPORATION
STATEMENT OF JUSTIFICATION
PROFFER CONDITION AMENDMENT AND REZONING

June 26, 2008

RECEIVED
Department of Planning & Zoning
JUN 27 2008
Zoning Evaluation Division

I. INTRODUCTION

The MITRE Corporation is the current owner and tenant of a 19.63 acre property located at 7515 Colshire Drive, McLean. The MITRE Corporation ("MITRE" or the "Applicant") seeks approval of a partial Proffer Condition Amendment ("PCA") and Rezoning to permit MITRE to develop a fourth office building at its Colshire Drive headquarters Campus.

The MITRE campus is located approximately 1,000 feet south of the intersection of Route 123 and Colshire Drive and is more particularly described as Fairfax County Tax Map 30-3 ((28)) 3A & 4A2 (the "Property" or "Campus"). The MITRE Campus is part of the West*Gate development and is subject to various proffers associated with rezoning approvals for West*Gate. These proffers restrict the overall density of West*Gate to .65 FAR, a limit which would be exceeded by the development of the proposed MITRE office building if MITRE remained part of West*Gate. The Applicant requests approval of a partial PCA and Rezoning (which will continue the existing C-3 zoning designation and add new proffers) in order to remove the MITRE Property from the West*Gate case. MITRE is not proposing to utilize any remaining entitled but un-built density associated with West*Gate.

II. APPLICATION OVERVIEW

MITRE currently operates in Tysons Corner from three locations and wishes to consolidate its operations at its Colshire Drive Campus. The development of a fourth office building at the Campus would allow this consolidation and allow MITRE to remain in Tysons Corner.

The proposed office building will provide 157,439 gross square feet of office and ancillary service floor space to accommodate over 500 additional employees. However, the development of this additional office building will not increase the number of vehicle trips generated by MITRE during either the critical AM or PM traffic peaks. A Transportation Demand Management ("TDM") study, submitted as part of this application, proposes a number of TDM programs which have been designed to reduce significantly the use of single occupancy vehicles by MITRE employees during these important peak hours.

The proposed office building will allow MITRE to consolidate its numerous departments in Tysons Corner at its existing Campus; will allow MITRE to remain in Tysons Corner; and will not add additional vehicles to the already congested surrounding road network.

III. MITRE BACKGROUND

MITRE operates Federally Funded Research and Development Centers for the Department of Defense (“DOD”), Federal Aviation Administration (“FAA”) and the Internal Revenue Service (“IRS”). Through contracts with these agencies, MITRE (a) addresses issues of national security, (b) assists national and military intelligence agencies in developing new approaches to producing, distributing and safeguarding intelligence information, (c) develops aviation simulations and (d) works to modernize the nation’s tax administration system.

MITRE is currently operating in three Tysons Corner locations, including the Campus and two smaller satellite locations (see **Exhibit A**). Ideally, MITRE would like to be campus centric, which would allow essential collaboration and knowledge sharing between its various departments. The existing situation with MITRE leasing office space in Tysons Corner is counter to its goal and generates regular vehicle trips between offices. To allow greater synergy between its departments and reduced travel between offices, MITRE seeks consolidation of their operations onto one site at the McLean Campus.

The MITRE Campus is a compact development providing approximately 697,862 square feet of floor space. The three existing office buildings within the Campus are internally linked, allowing staff easy transition between departments and the various on-site amenities, including a cafeteria, fitness center, bank, convenience store and café. The locations of the three office buildings (MITRE 1, 2 and 3) are shown on the Conceptual Development Plan.

The level of staff employed by MITRE at the Campus has grown significantly over recent years. This increase in staff, the success of the organization and a need to consolidate MITRE operations in Tysons Corner into one Campus has resulted in a requirement for additional office space at the McLean Campus.

IV. WEST*GATE BACKGROUND / HISTORY

West*Gate Park (“West*Gate”) lies southwest of Dolley Madison Boulevard (Route 123) and southeast of the Dulles Access Road and Route 123 interchange. The West*Gate proffers have been amended on several occasions; a brief summary of the changes is included below.

In June 1992, the Board of Supervisors approved RZ 92-P-001 to rezone the 128.63 acre West*Gate property from I-3, I-4, C-2, C-7, R-1 and Highway Corridor (HC) Districts to the C-3 and HC Districts. The rezoned land consisted of most, but not all, of the parcels within the Comprehensive Plan’s Sub-unit R-2 of the Tysons Corner Urban Center. The proffers relating to the rezoning restricted the maximum FAR within West*Gate to 0.6232. The proffers also created three land bays, known as the Old Springhouse Road, Colshire Drive, and Old Meadow Road Land Bays (Land Bays A, B and C). The Old Springhouse Road and Colshire Drive Land Bays were proffered not to exceed a maximum FAR of 1.0, and the Old Meadow Road Land Bay was proffered not to exceed

a maximum of .70 FAR. Within the three land bays, individual parcels were permitted to exceed 1.0 FAR, on condition that the overall cap of 0.6232 was not exceed.

In March, 1999 the Board of Supervisors approved PCA 92-P-001. This application sought to amend the proffers for West*Gate by, among other changes, decreasing the overall allowable density for West*Gate from 0.6232 to 0.6 FAR.

In October, 2000, further changes were made to the proffers with the approval of PCA 92-P-001-2 and PCA 1998-PR-052. Under these concurrent applications, the approved proffers were amended to increase the overall maximum allowable density for West*Gate from 0.6 to 0.65 FAR (an increase of 300,521 square feet). Under the approved proffers, the additional square footage was not assigned to a particular land bay, but was made available for use anywhere within the subject site.

In May 2001, a PCA allowed 167,111 square feet of gross floor area to be transferred from West*Gate's unassigned density bank to the Colshire Drive Land Bay (Land Bay B). Specifically, proffer condition amendment PCA 92-P-001-3 transferred all of this floor area to the MITRE Campus (Land Bay B1). The approved proffer amendment refers to a Generalized Development Plan, which indicated the locations of buildings.

The most recent PCA concerning West*Gate was PCA 92-P-001-4. The approved application sought provide a revised Floor Area Ratio Computation Table to show the latest total square footage of gross floor area in each land bay and to set out the remaining unbuilt or unallocated square feet. This PCA approval only sought to amend the Cover Sheet and Sheet 8 of the General Development Plan approved with PCA 92-P-001-3.

The approved PCA 92-P-001-3 and PCA 92-P-001-4 only sought to amend proffers concerning the General Development Plan. As such, those proffers associated PCA-P-001-2, which do not relate to the General Development Plan, remain valid. Proffers associated with PCA 92-P-001-4 and PCA-P-001-2 therefore govern the West*Gate property.

In January, 2004, Tom Fleury of West*Group submitted an interpretation request to Fairfax County requesting verification of the levels of FAR on parcels associated with the West*Gate proffers. The interpretation request included a table setting out a breakdown of FAR for each Land Bay at West*Gate and is included at **Exhibit B**.

V. MITRE 4 PROPOSAL

The 19.63 Acre MITRE Property is currently developed with three office buildings with a total of 697,862 square feet. MITRE proposes the development of a fourth office building of 157,439 square feet (MITRE 4). This additional building will increase the development on the Property to 855,301 square feet with a FAR of 1.0.

Table 1: Existing and Proposed MITRE Development

	MITRE 1, 2 and 3	Proposed MITRE 4	MITRE 1, 2, 3 and 4
Building GFA	697,862 SF	157,439 SF	855,301 SF
FAR	.82 FAR	N/A	1.0 FAR

The additional office space provided by the proposal is essential to MITRE’s operations and will meet MITRE’s need to consolidate their three office locations in Tysons Corner into one Campus. The 157,439 square feet of floor space sought with this partial PCA application will constitute Phase One of the MITRE 4 building. The Applicant will pursue Phase Two of MITRE 4 if anticipated FAR increases for the Property are included in revisions to the Comprehensive Plan. Floor space provided by MITRE 4 Phase One is necessary for MITRE to consolidate its offices and to accommodate recent increases in staff. MITRE 4 Phase Two, which proposes an increase in FAR to 1.2, will accommodate projected increases in staff over the next 10 to 15 years.

A. Proposed Development

1. Design and Layout.

MITRE proposes a 6-story office building to complement the Campus’ three existing office buildings. This building will integrate with the existing structures through pathways and internal connections and the building design and materials will complement those of the existing buildings in the MITRE campus. The proposed building will not result in the loss of open space or impact the central courtyard area between the MITRE 1 and MITRE 2 buildings and the MITRE 2 parking garage.

Furthermore, the building will replace an area of surface parking at the rear of the MITRE 2 parking garage. The replacement of this area of parking will create additional open space, provide a southern edge to the Campus’ internal courtyard, reduce the level of impermeable surface at the Campus and would result in a more substantial landscape buffer to adjoining uses to the south see Exhibit C).

The proposal includes two levels of underground parking and a surface parking lot which will meet the parking needs of the new building. The future Phase Two of MITRE 4 will replace the surface parking lot with an expansion of the MITRE 4 building. An illustration of both phases of the office building is included at Exhibit D.

2. Building Size.

The proposed development will provide an additional 179,439 of gross floor space at the MITRE Campus, within a building of 90 feet in height. Approximately 22,000 square feet of floor space will be cellar space. A maximum of 50% of the cellar space will be used as office floor space. The remainder of the cellar space will be incidental to the office use and will include uses such as maintenance areas, storage space, restrooms, conference rooms, classrooms and libraries. The use of the cellar space, as described, will be

consistent with the existing three office buildings at the MITRE Campus and with properties subject to the West*Gate proffers. The portion of the cellar space to be used for office has been considered in the traffic study as discussed below.

3. Storm Water Management.

The fourth office building at the MITRE Campus will be developed in place of an existing area of surface car parking. The reduction in surface parking and increase in open space will result in a reduction in impervious surface within the MITRE Campus and will reduce run-off to the existing underground storm water management facility.

However, following discussions with County Staff, the Applicant proposes to increase over detention of storm water at the MITRE Property. The increase in over detention will be achieved by increasing the capacity of the underground storm water management facility. Improvements to the facility will allow the reduction in flow into Scotts Run and help minimize damage to this important environmental resource.

4. Low Impact Design

In addition to proposing the over detention of storm water at the Property, the Applicant is also proposing Low Impact Design (“LID”) measures to improve water quality and slow run-off. As set out on Sheet 7 of the GDP, the Applicant is proposing a bio swale, a rain garden and a cistern. Each of these facilities will collect rainwater from existing parking garages at the Property, thereby reducing the volume of storm water flow from the Property to Scotts Run.

B. Transportation Demand Management

The Fairfax County Comprehensive Plan recommends that Tysons Corner achieve a high occupancy mode split of 20%. The Applicant has commissioned Urban Trans Consultants to prepare a Transportation Demand Management study (“TDM”) to advise MITRE on TDM measures that would help achieve this goal (please see the enclosed TDM study).

Using information provided by the Institute of Transportation Engineers (“ITE”), Urban Trans has determined that the existing square footage of the MITRE Campus would typically generate approximately 8,161 daily trips, with 1,180 AM peak trips and 1,087 PM peak trips.

To reduce the number of trips generated by the MITRE Campus and proposed office square footage, the TDM study has identified the following existing and proposed programs, which are discussed in detail in the TDM study.

- Transit Bus/Availability – Pedestrian and corporate sponsored shuttle access to existing and future planned Metro stations.

- Telework/Alternative Work Arrangements – Where possible, MITRE will ensure that any employees working at the Campus will be covered by telework/alternative work arrangement policies.
- Bike/Walk Programs – Covered bicycle racks and shower and locker facilities to support bicycle and pedestrian commuters.
- Alternative Work Schedules – Encourage the implementation of work schedules that minimize vehicle trips during the peak hour.
- Managed Parking – Implement a parking management and registration system for all employees linked to providing limited access to specific parking areas. Car pools and van pools will receive reserved parking spaces.
- Emergency Ride Home – All employees regularly participating in a registered alternative commuting program shall be eligible for an emergency ride home.
- Active Marketing – MITRE will designate a full-time equivalent transportation coordinator to implement commuter transportation initiatives.
- Interactive Intranet and Internet Resources – MITRE will sponsor a intranet/internet site to provide commuter information.

The implementation of these measures, combined with the trip reduction caused by the consolidation of MITRE offices in Tysons Corner and on-site amenities available at the Campus, will allow MITRE to achieve significant reductions in vehicle trips associated with its Campus. Even with the addition of a fourth office building, Urban Trans has determined that overall AM and PM Peak hour trip numbers could be reduced by 459 and 424 respectively, providing a 31% reduction during both AM and PM peak periods.

C. Proposal to Remove MITRE Campus from West*Gate PCA

The increase in density required by the development of the MITRE 4 office building would result in West*Gate exceeding the maximum .65 FAR permitted by the West*Gate proffers, as indicated in Exhibit E. Accordingly, the Applicant respectfully requests approval of a partial PCA and rezoning to remove the MITRE Campus from the West*Gate proffers.

As part of the proposed Proffer Condition Amendment and Rezoning (from the existing C-3 District to the C-3 District with new proffers), it is important to understand whether the removal of the MITRE Campus (Land Bay B1) from the West*Gate proffers would detrimentally affect the remaining properties in West*Gate and within Land Bay B. The removal of the MITRE Campus from the West*Gate proffers would not only reduce the total gross floor area of the office buildings but would also reduce the site area of the West*Gate Campus. As noted above, MITRE is not proposing to utilize any remaining entitled but un-built density associated with West*Gate.

To confirm the potential FAR at West*Gate after the removal of MITRE, the Applicant has reviewed information submitted and approved as part of PCA 92-P-001-4 (the most recent PCA). This information clearly shows that the removal of Land Bay B1/MITRE from the West*Gate proffers would not cause the remaining properties in West*Gate to exceed the maximum density permitted by the proffers (see attached Parcel Density Table at **Exhibit F**). This application, therefore, seeks approval of a partial PCA to modify the proffers approved with PCA 92-P-001-4, remove MITRE from West*Gate and to rezone the site from the C-3 to the C-3 District with additional proffers.

VI. COMPREHENSIVE PLAN COMPLIANCE

A. Floor Area Ratio

The Fairfax County Comprehensive Plan indicates that the MITRE Campus and the West*Gate properties are located within Sub Unit R-2 of the Tysons Corner Urban Center. Sub Unit R-2 is planned for research and development use, light industrial use, and office use with support retail and services. The maximum average density permitted by the Comprehensive Plan over the R-2 Sub Unit is .65 Floor Area Ratio (“FAR”), with a maximum intensity of 1.0 FAR for individual groupings of parcels. Approval of this proposed partial PCA application and Rezoning will increase the density of the MITRE Campus to 1.0 and will increase the density across Sub-Unit R-2 to .64 FAR (as indicated on **Exhibit G**).

1. Park & Open Space Areas of R-2.

In accordance with the Comprehensive Plan, the calculations in Exhibit G include all parcels located within Sub-Unit R-2. The Sub-Unit includes Scotts Run Park, which has, therefore, been included in the calculations. In discussing Staff’s comments to this application, Staff have suggested that the park area should not be included in FAR calculations because such areas have previously been excluded from calculations submitted for Sub-Unit R-2 by West*Group. The Applicant does not agree that the park area should be excluded from FAR calculations, but has, nonetheless, revised its calculations accordingly (see **Exhibit H**).

2. MITRE – Alternative Uses.

In revising the FAR calculations, the Applicant has also taken account of Alternative Uses (or “Special Spaces”) that have been developed at the MITRE Campus and which the Applicant believes should not count towards the total FAR of the Property when evaluating the consistency of this proposal with the Comprehensive Plan recommendations. These Special Spaces significantly limit the amount of office space achievable on the MITRE campus and, therefore, merit separate consideration and treatment.

MITRE is aware of a similar PCA application, PCA-92-P-001, which was approved by the Board of Supervisors in 1999, concerned the 108 acre West*Park property and requested a PCA to increase the overall density of West*Park to allow the construction of an additional 102,349 square foot of office floor space. The proposed additional square footage was to result in the FAR increasing to 0.6096; exceeding the 0.599 maximum FAR required by the Comprehensive Plan and required by proffers covering the property. In considering the proposed increase in density, Staff identified that alternative uses may be considered within the Sub-Units covering the application property.

The Comprehensive Plan (Area II, page 33) confirms that when alternative land use can be demonstrated to be compatible with surrounding development and when the Plan's transportation needs, pedestrian orientation and other aspects are adequately addressed, such uses can be considered in addition to those specifically identified in recommendations for individual land units (such as Sub-Unit R-2). In the case of PCA 92-P-001, West*Park was already found to have existing "alternative uses" which fell within the definition of alternative uses included in the Plan (including a conference center, exercise facilities, a cafeteria and other ancillary uses) and which were found to "effectively reduce the total office square footage". The Staff report found (and the Board of Supervisors agreed) that, the combination of proposed office square footage and existing alternative uses at West*Park "will not adversely impact the transportation system and will be compatible with the surrounding development." The applicant was, therefore, allowed to discount existing alternative use square footage from density calculations and the proposed increase in intensity was found to be in conformance with the Comprehensive Plan.

The important, Special Spaces at the Property include conference centers, food service areas, fitness centers, mail/copy areas, credit union facilities, auditoriums, training centers and computer labs. These facilities have all been carefully integrated within the MITRE Campus and, as shown at Exhibit I, total approximately 86,717 square feet in the three existing office buildings.

The Special Spaces at the Property are typically large areas, which are not constantly or intensively in use, unlike traditional office spaces. The provision of these spaces has reduced, in very meaningful ways, the amount of day-time trips generated by the Campus, allowing employees to undertake personal banking, purchase refreshments and meals and attend conferences and classes without ever leaving the MITRE site. While reducing trip generation and benefiting the surrounding street network, the provision of Special Spaces has also restricted the amount of office space which can be developed at the Campus. MITRE, therefore, believes that these areas should be excluded from the FAR calculations for the Property in evaluating the Comprehensive Plan recommendations. These areas have been and will be used for calculating the "formal" amount of FAR for Zoning Ordinance definition and limitation purposes.

The layout and design of the proposed MITRE 4 office building has not been finalized, but the Applicant has conservatively assumed that up to 8,000 square feet of the building's floor space will accommodate Special Spaces. This has been reflected in the calculations at Exhibit H.

The Applicant believes that the consideration of the proposed increase in density at the Property should be consistent with the determination of PCA 92-P-001, by Staff, the Planning Commission and the Board of Supervisors. Like PCA-92-P-001, the proposed application would not adversely impact the transportation system and would be compatible with surrounding development. In terms of the transportation system, MITRE has proposed an aggressive TDM Plan (as discussed) and is committed to improving pedestrian activity through the Property. As also discussed above the proposed office building has been carefully designed to accord with the existing buildings and high standards of architecture at the Property.

B. Location of Higher Density Development

In considering the location of developments with densities up to 1.0 FAR, guidance in the Comprehensive Plan indicates that higher densities should be concentrated north of Route 123. The Plan seeks to encourage the creation of a development node in the portion of the Sub-Unit that is furthest from single-family detached residential neighborhoods (located on Magarity Road) and has substantial visibility from the Capital Beltway. The Applicant appreciates that this application is proposing an FAR of 1.0 on a property to the south of Route 123; however, MITRE believes that there are a number of factors that should be taken into account when considering the proposed density:

1. The Comprehensive Plan recommends that higher densities "should be concentrated" north of Route 123. MITRE would argue that the phrase "should be concentrated" does not mean shall be exclusively located. This language allows some flexibility in the development of Sub-Unit R-2 and does not prohibit a density of 1.0 on the MITRE Property. MITRE believes, therefore, that the proposed development is in conformance with the Comprehensive Plan and with the best development practices intended by the Plan.
2. The adjacent McKinley property (occupied by Northrop Grumman) lies south of Route 123 and has been developed at a density of 1.1 FAR. This property accommodates an attractive and integrated office development in an appropriate location and at an appropriate density. MITRE seeks to develop its attractive, integrated and proximate Campus to a similar density.
3. The recommendation that higher densities in Sub-Unit R-2 is only one part of the Comprehensive Plan's vision for this portion of Tysons. In setting out the future development of Land Unit R (which includes Sub-Units R-1 and R-2), the Plan sets out that the vision for the R Sub-Units is to continue their development as office parks. Within such continued development, vacant parcels in land Unit R will infill with additional office use and the low-rise buildings will redevelop to mid-rise and some high-rise office buildings with support retail and service uses.

This proposed vision does not seek to restrict higher densities south of Route 123 and anticipates the type of development proposed by this PCA application.

4. The MITRE Campus is a compact, well-planned complex that has been carefully developed as the company has expanded. MITRE now needs to increase office floor space to accommodate additional staff and to consolidate its Tysons Corner offices into one campus. The additional office floor space would be built on previously developed land and would not extend MITRE's existing building line towards single family dwelling units on Magarity Road referenced in the Comprehensive Plan. The consolidation of office space would assist in traffic reduction in Tysons by preventing the need for vehicle trips between MITRE offices and through its proposed TDM Plan would not add additional trips beyond those that would, according to ITE, be generated from the three existing buildings, as discussed below.
5. MITRE has explored opportunities for acquiring land adjacent to its Campus, closer to Route 123 but has been unable to do so. MITRE now seeks approval of this partial PCA application to prevent the need to relocate to an alternative location outside of Fairfax County.
6. The development includes the implementation of a TDM system which will ensure a significant reduction in vehicle trips. This will allow MITRE to increase office space in a location identified by the Comprehensive Plan as an "office park", while not generating additional traffic on the surrounding road network. As discussed above, the TDM will also assist Tysons Corner to achieve the goal of a high occupancy vehicle mode split of 20%. Furthermore, the consolidation of MITRE offices on to one Campus will reduce existing vehicles trips between MITRE offices in Tysons.
7. The MITRE Campus is close to Route 123 and is easily accessible from the future Tysons East Metro Station. The TDM system will aim to maximize the use of the planned Metro Station by MITRE staff. The Applicant, therefore, believes that the proposal will not significantly affect the County's desire to create a development node to the north of Route 123. Furthermore, this portion of Tysons will provide an excellent example of mixed-use development with a combination of commercial, retail and residential uses all served by public transportation.
8. The Plan text indicates that the recommended increase in density to 1.0 FAR is intended to encourage innovative design solutions for this area to offer opportunities to provide urban design amenities and better integrate development. The proposed development will provide a layout that reduces impervious surfaces, creates subterranean parking and will allow the consolidation of MITRE offices into one Campus, allowing easier interdepartmental movements and access to a future Metro Station. As discussed above, further integration with the Metro Station will be ensured by a comprehensive TDM Program. MITRE, therefore, believes that, in conformance with the Comprehensive Plan, the proposal includes

innovative design solutions that help justify the proposed increase in density to 1.0 FAR.

9. The development of the proposed office building will replace an existing surface parking lot. The removal of this unattractive parking lot would allow the creation of more open space at the southern edge of the Campus and allow the planting of more vegetation to reinforce the boundary line between the Campus and adjoining uses. Furthermore, the use of a proposed 4 foot high solid fence positioned on an existing berm will further enhance screening of the Property. As recommended by the Comprehensive Plan, the "edge" of the Tysons Corner Urban Center will be preserved and enhanced.
10. As indicated above, the proposal and the resultant increase in density is unlikely to detrimentally affect the single family dwellings to the south of the Campus. The proposed building will be developed to the same height as surrounding buildings and as shown in **Exhibit J**, only minimal views of the building would be available from the single-family dwelling units. The proposed building height will maintain the existing 'stepping down' of building heights on the MITRE Property towards residential properties to the south. Furthermore, the proposed office floor space will not extend the Campus' building line towards these residential properties.
11. The application proposes to increase the retention of run-off at the Property. This will reduce flows into Scotts Run, assist the reduction of erosion currently affecting the watercourse and assist in the Comprehensive Plan goal of protecting remaining environmentally sensitive areas in Tysons Corner.

The Applicant therefore believes that the proposal is in conformity with the guidance of the Comprehensive Plan and satisfies the objectives and guidance of Sub-Unit R-2.

VII. TRAFFIC GENERATION

A Traffic Impact Study has been undertaken by Gorove/Slade Associates, Inc., a copy of which is included with this submission. The study was designed to assess the affect the MITRE Campus will have on the surrounding road network. The traffic study considered the proposed fourth building in addition to the three existing buildings at the campus. The study assumed a 50% use of all cellar space at the proposed office building.

Included in the study is an assessment of (a) the existing road network serving the MITRE Campus and planned improvements to the network, (b) the transportation needs generated by the MITRE Campus, (c) the future traffic levels on the surrounding network without the proposed fourth office building and (d) the future traffic levels with the fourth office building.

The Study concludes that the MITRE Campus, with the fourth office building as proposed, would not result in the need for any changes to the road network beyond those that would be required without the proposed development.

VIII. ZONING ORDINANCE

The MITRE Campus is located in the C-3 Zoning District. This application proposes a Rezoning to remain in the C-3 District with extensive, new proffers. The C-3 District permits office and accessory uses to 1.0 FAR. MITRE proposes to amend the governing development plan to permit four buildings up to 1.0 FAR. As required by the Zoning Ordinance, 15% open space will be provided on the Property, and the proposed building will adhere to the maximum permitted building height of 90'. The proposed building will comply with the C-3 District minimum yard requirements.

The northwestern edge of the MITRE Campus lies within the Highway Corridor Overlay District. The requirements of this Overlay District would not restrict the development of a fourth office building at the MITRE Campus.

IX. WAIVERS

The Applicant seeks the following waivers with the approval of this PCA:

1. *"Section 11-203 Minimum Required Spaces. Standard C: One (1) space for the first 10,000 square feet of gross floor area, plus one (1) space for each additional 20,000 square feet or major fraction thereof."*

Proposed Waiver

The Applicant requests a modification of the loading space requirement.

Justification

The GDP tabulations set out that five loading spaces will be available to the existing MITRE 1 building and the proposed MITRE 4 building as opposed to the five spaces required by the Ordinance for each building. Due to the design of the buildings and the integrated nature of all buildings within the MITRE Campus, the Applicant believes that five spaces are not necessary for each individual building.

2. *"Section 13-302 Transitional Screening Requirements. (3) There shall be different screening requirements identified on the matrix, which shall be provided as follows:*

(A) Transitional Screening 1 shall consist of an unbroken strip of open space a minimum of 25 feet wide and planted with..."

Proposed Waiver

The Applicant proposes a waiver of the screening requirements of a new vegetative transitional landscape buffer adjacent to multi-family residential units.

Justification

Per section 13-1-4, par. 4 of the zoning ordinance, a transitional screening yard modification is hereby requested to allow the existing vegetation and proposed landscaping as shown in lieu of the Type One transitional screening. The barrier requirement will be met by a proposed four foot high solid fence located in the middle of the yard on top of the existing berm for additional screening. Final location of proposed landscaping and fence shall be field adjusted for existing vegetation and utilities, and to maximize screening.

X. SUMMARY

The proposed Proffer Condition Amendment and accompanying Rezoning (which will continue the existing C-3 zoning designation and add extensive, new proffers) will allow the development of an additional office building to be carefully integrated within the existing and attractive MITRE campus. The amendment of the proffers to remove the MITRE Property from the West*Gate proffers will allow MITRE to develop the additional floor space required, while ensuring no detrimental impact to the remaining parcels of West*Gate.

The Applicant respectfully requests favorable consideration of these cases by the Staff, Planning Commission and Board of Supervisors.

AJ CALABRESE

Antonio J. Calabrese, Cooley Godward Kronish LLP
June 26, 2008, 2008

EXHIBIT A
West*Gate Parcel Densities (Including MITRE 4)

Sub-Unit R-2 Parcel Densities

West*Gate Properties

*Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 interpretation request from Tom Fleury

	<u>Site Area</u> <u>Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellars)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
OSHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68
Land Bay B-Colshire Drive Area				
Land Bay B-1 (Hayes/MITRE/JohnsonIII & MITRE 4 as proposed)	19.64	855,492.26	855,213	1.00
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58	300,000	0.00
Land Bay B-6 (Taylor)	5.57	242,546.44	300,000	1.24
Taylor Density Credit	0.08	3,467.38	0	0.00
Total:	57.51	2,505,261.92	2,021,794	0.81
Land Bay C-Old Meadow Road Area				
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total:	31.06	1,353,043.30	548,088	0.41
Land Bays A, B & C Combined				
Subtotal for A, B & C	130.32	5,676,943.93	3,799,108	0.67
FAR Bank			48,256	
<u>West*Gate Total</u>	130.32	5,676,943.93	3,847,364	0.68

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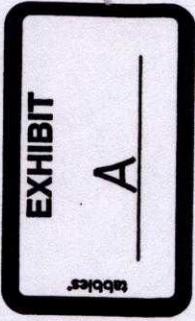


EXHIBIT B
West*Gate Parcel Densities (MITRE removed from West*Gate)

West*Gate Properties*

*Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 interpretation request from Tom Fleury

	<u>Site Area</u> <u>Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellar)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
OSHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68
Land Bay B-Colshire Drive Area				
Land Bay B-1 (Hayes/MITRE/JohnsonIII)-Removed from West*Gate per Proposal				
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58	300,000	0.00
Land Bay B-6 (Taylor)	5.57	242,546.44		1.24
Taylor Density Credit	0.08	3,467.38		0.00
Total:	37.87	1,649,769.66	1,166,581	0.71
Land Bay C-Old Meadow Road Area				
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total:	31.06	1,353,043.30	548,088	0.41
Land Bays A, B & C Combined				
Subtotal for A, B & C	110.69	4,821,451.67	2,943,895	0.61
FAR Bank			48,256	
West*Gate Total	110.69	4,821,451.67	2,992,151	0.62

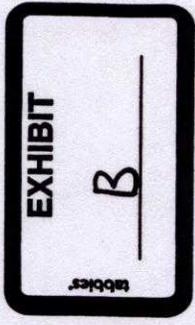
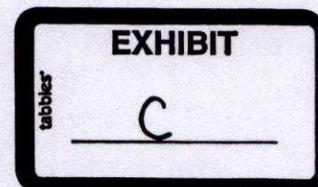


Exhibit C
Alternative Uses/Special Spaces at the MITRE Campus

MITRE CAMPUS - SPECIAL AREAS (Excluding Cellar Areas)	
MITRE 1 BLDG	USABLE SF SPECIAL AREA
First Floor	
Info Center	2,514
Cafeteria	11,407
Auditorium	4,728
Breakout Atrium	1,277
Conference Center (west of lobby)	2,678
Second Floor	
Computer Lab	7,021
Demonstration Room	2,233
Third Floor	
Computer Lab	7,091
Demonstration Room	1,770
Fourth Floor	
Classified Lab	4,283
Smaller Lab	1,130
Fifth & Sixth Floor - N/A	
SUBTOTAL - MITRE 1 BLDG - USF	46,132

MITRE 2 BLDG	USABLE SF SPECIAL AREA
First Floor	
Credit Union	724
Conference Center	2,562
Training Rooms	4,895
Computer Lab 1	890
Computer Lab 2	852
Second Floor	
Conference Center	1,153
Coffee Kiosk	1,390
Computer Lab 1	1,067
Computer Lab 2	481
Third Floor	
Computer Lab 1	296
Computer Lab 2	1,510
Computer Lab 3	1,172
Computer Lab 4	1,363



MITRE 2 BLDG (continued)	USABLE SF SPECIAL AREA
Fourth Floor	
CAASD Lab	6,375
Fifth Floor - N/A	
Sixth Floor	
Exec Conf Center (2 rooms + reception)	4,120
Computer Lab	1,989
SUBTOTAL - MITRE 2 BLDG - USF	30,839

MITRE 3 BLDG	USABLE SF SPECIAL AREA
First Floor	
Conference Center	1,667
Second Floor	
Café	2,473
Third Floor	
Computer Lab	2,584
Fourth Floor - N/A	
Fifth Floor	
Computer Lab 1	3,022
Sixth Floor - N/A	
SUBTOTAL - MITRE 3 BLDG - USF	9,746

TOTAL - MITRE CAMPUS - USF	86,717
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EXHIBIT D

Sub-Unit R-2 Parcel Densities (MITRE removed from West* Gate)

West* Gate Total 110.69 4,821,656.40 2,992,151 0.62

Remainder of Sub-Unit R-2**

**With the exception of Tax Map 29-4 ((6)) 94B, which is subject to PCA 82-P-084 with FAR cap of .24, all gross square

	<u>Site Area</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellar)</u>	<u>FAR</u>
Tax Map 29-4 ((6)) 94B (PCA 82-P-084)	0.65	28,305	6,940	0.25
Tax Map 29-4 ((6)) 100A-zoned (I-4)	4.00	174,240	87120	
Tax Map 29-4 ((6)) 101B (zoned C-7)	1.27	55,433	44346.4	
Tax Map 29-4 ((6)) 103 (zoned I-4)	4.00	174,240	87120	
Tax Map 29-4 ((6)) 104 (zoned I-4)	4.18	181907	90953.5	

Land Bay B-1 (Hayes/MITRE/Johnson III & MITRE 4 as proposed)-Removed from West* Gate per Phase 1 Proposal ***

19.64 855,518.40 758,496 0.89

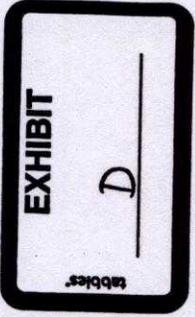
Total 14.10 1,469,643 1,074,976 1.13

West* Gate Total 110.6900 4,821,656.40 2,992,151 0.62

Remainder of Sub-Unit R-2 Total 14.10 1,469,643 1,074,976 1.13

Sub-Unit R-2 Total 124.7884 6,291,299.8 4,067,127 0.646

***MITRE Campus GFA without conference centers, food service areas, fitness centers, mail/copy areas, credit union facilities, auditoriums, training center labs and class rooms.



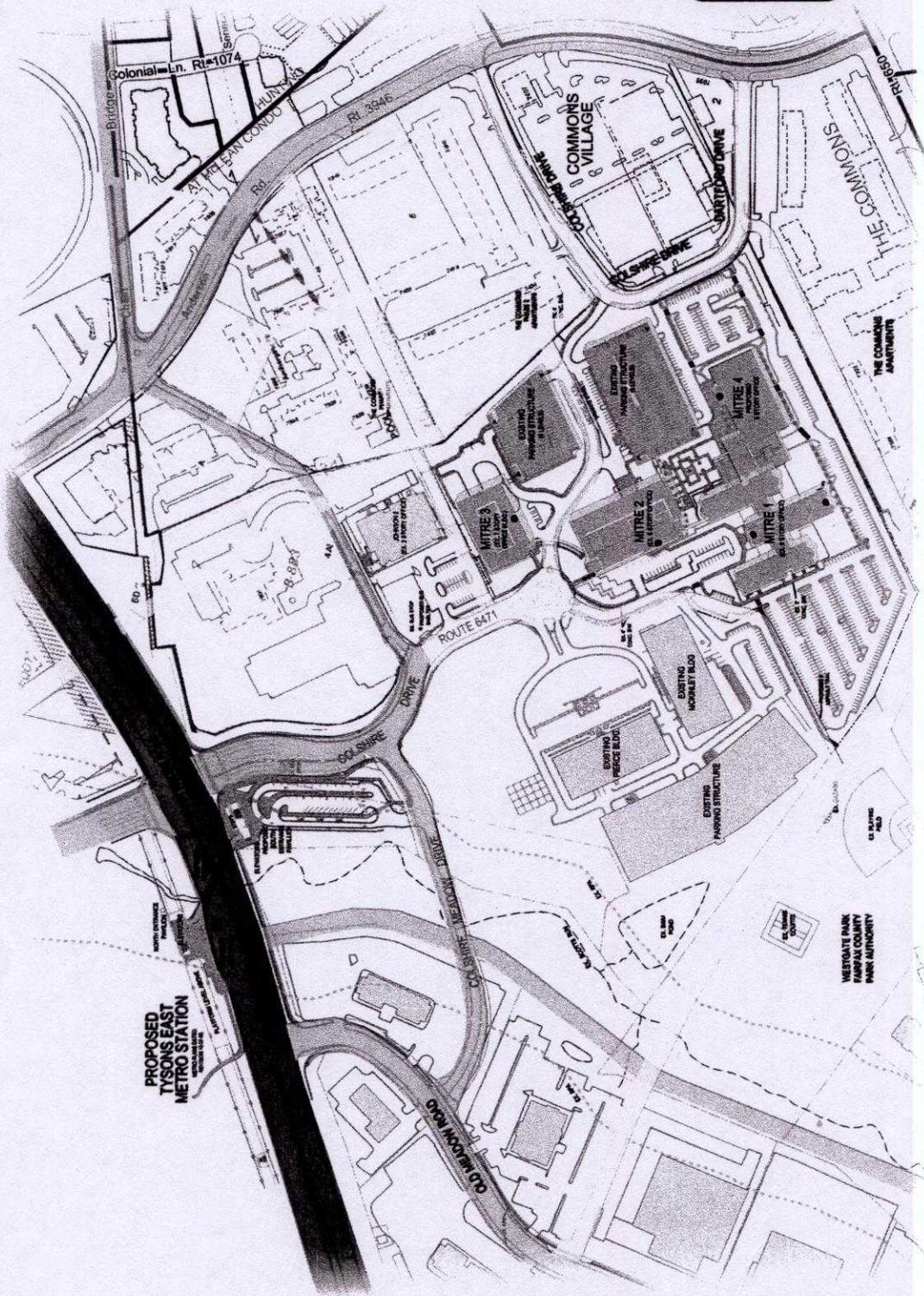


EXHIBIT
F

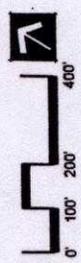
MARCH 12, 2008

STREETS AND TRANSIT NETWORK

- MAJOR ARTERIAL
- MINOR ARTERIAL
- LOCAL STREET

NOTE:
ROADS SHOWN ARE BASED ON CURRENT
TRANSPORTATION EXHIBIT PREPARED FOR TYSON TASK FORCE AND
SHALL BE USED FOR CONCEPTUAL PLANNING PURPOSES ONLY.

PROJECT NO. 10032-1-5
SHEET 13 OF 206
SHEET 1 OF 1
SCALE: 1" = 200'



MITRE 4
TRANSPORTATION EXHIBIT
PROVIDENCE DISTRICT, FAIRFAX COUNTY, VIRGINIA

Patton Harris Rust & Associates, PC
Engineers, Surveyors, Planners, Landscape Architects

14532 Lee Road
Chantilly, VA 20151
T 703.449.8700
F 703.449.8713





EXHIBIT
A

MITRE ZONING STUDIES

JULY 31, 2006



JONES LANG
LASALLE



PERKINS
WILL

OVERALL REGIONAL CONTEXT PLAN

FLOOR AREA RATIO COMPUTATION TABLUATION

**LAND BAY A – OLD SPRINGHOUSE ROAD AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY A-1 (CapOne) (Includes land to be vacated by VDOT)	26.6898	1,100,000	0.95
LAND BAY A-2 (Cleveland)(5) (Includes land reserved for VDOT and WMATA – density credit pursuant to Section 2-308 ZO at time of dedication)	11.3966	129,226	
Density credit for dedication of Scotts Crossing Rd. ROW (1)	2.2205		
OSHR vacated pursuant to RZ 1998-PR-052 (2)	1.4433		
TOTAL (3)	41.7502	1,229,226	0.68

**LAND BAY B – COLSHIRE DRIVE AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY B-1 (Hayes/MITRE/Johnson III)	19.6394	697,862	
LAND BAY B-2 (McKinley/Pierce) (Includes 0.0778 acres to be dedicated for Colshire Drive cul-de-sac)	11.8709	579,653	
LAND BAY B-3 (Johnson)*(4)(5)	11.3392	150,000	
LAND BAY B-4 (Westgate/VB/Gar)(5)	6.6661	136,928	
LAND BAY B-5 (Transit Station)**(5)	2.3496		
LAND BAY B-6 (Taylor) Density credit for land dedicated for public street purposes pursuant to Proffer III.C.7	5.5681 0.0796	300,000	
*Includes 0.5086 acres Dartford Drive (Private).			
**Includes 0.3238 acres density credit for land dedicated for public street purposes.			
TOTAL	57.5129	1,864,443	0.74

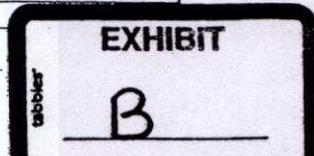
**LAND BAY C – OLD MEADOW ROAD AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	LOOR AREA RATIO (FAR)
LAND BAY C-1 (Grant, Harrison, Taft, Lincoln, Arthur)(5)	12.3046	160,598	
LAND BAY C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.072	283,215	
LAND BAY C-3 (Harrison)	2.685	104,275	
TOTAL	31.0616	548,088	0.41

LAND BAYS A, B,C COMBINED

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
SUBTOTAL FOR A.B.C	130.3247	3,641,757	
FAR BANK		48,256	
GRAND TOTAL	130.3247	3,690,013	0.65

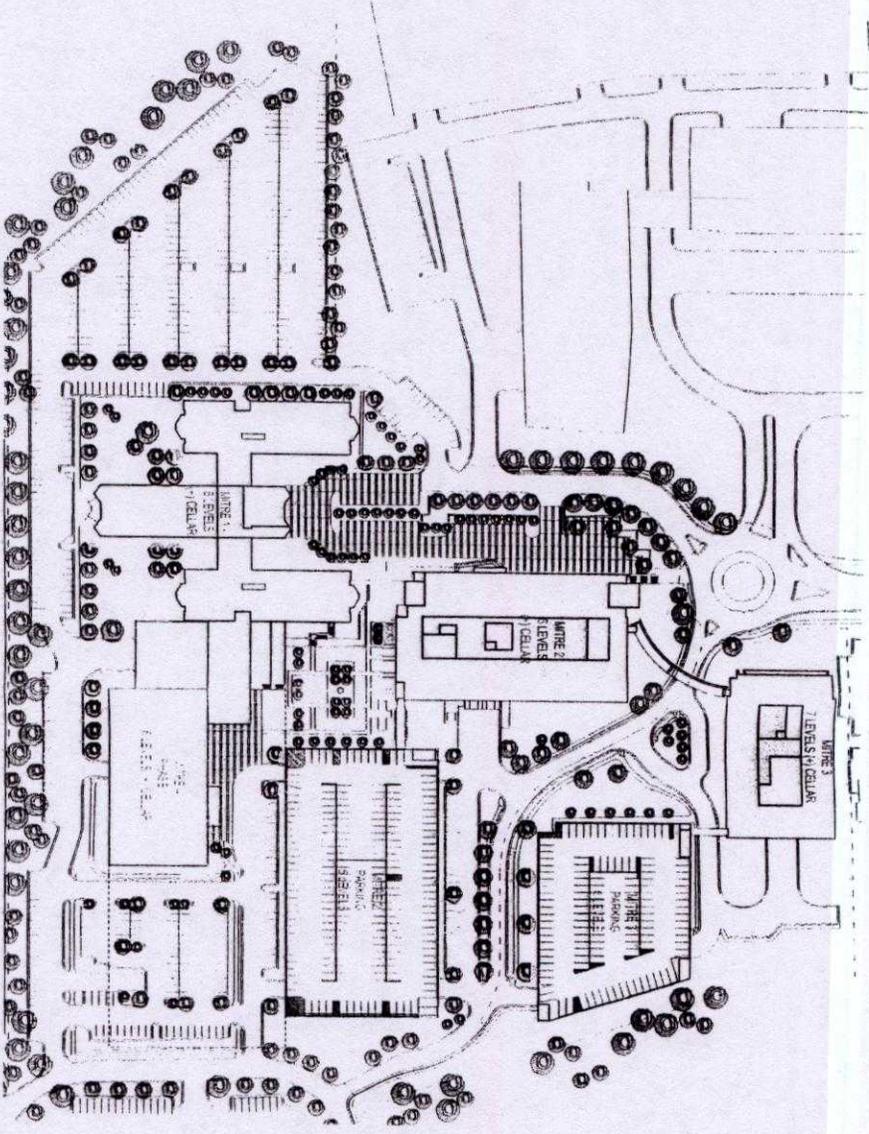
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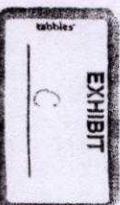
FAR Calculations

	Phase 1	Phase 2	Phase 4	Phase 4	Phase 3	Total
Lot Area			665,735		159,552	825,287
Excluded Area	285,750	282,110	197,439	0	180,000	845,301
Acres FAR			0.87		1.13	1.00

MITRE ZONING STUDIES



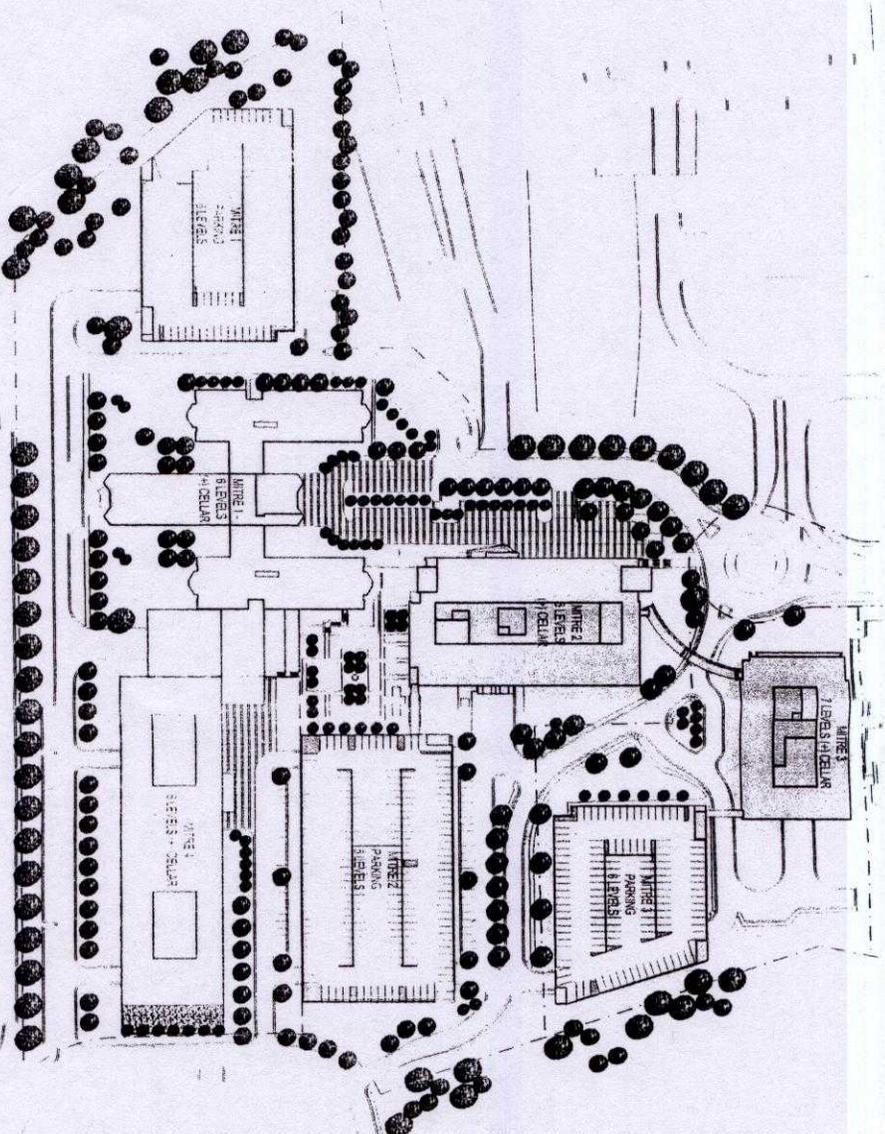
MITRE ZONING STUDIES



FAR Calculations

	Mitre 1	Mitre 2	Mitre 4 Phase I	Mitre 4 Phase II	Mitre 3	Total
Lot Area		355,748			159,552	515,300
Building Gros	255,752	282,116	157,439	144,005	180,000	899,301
Actual FAR		1.18			1.13	1.17

All cellular areas a simplification FAR



JONES LANG
LASALLE



MITRE ZONING STUDIES

EXHIBIT E
West*Gate Parcel Densities (including MITRE 4)

West*Gate Properties

*Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 interpretation request from Tom Fleury

	<u>Site Area</u> <u>Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellars)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
USHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68

Land Bay B-Colshire Drive Area

	<u>Site Area</u> <u>Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellars)</u>	<u>FAR</u>
Land Bay B-Old Meadows/MITRE 4				
(Proposed)	19.63	855,301	855,301	1.00
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58	300,000	0.00
Land Bay B-6 (Taylor)	5.57	242,546.44	300,000	1.24
Taylor Density Credit	0.08	3,467.38		0.00
Total:	57.50	2,505,070.66	2,021,882	0.81

Land Bay C-Old Meadow Road Area

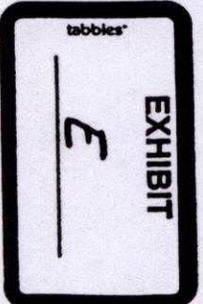
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total	31.06	1,353,043.30	548,088	0.41

Land Bays A, B & C Combined

Subtotal for A, B & C	130.32	5,676,752.67	3,799,196	0.67
FAR Bank			48,256	

West*Gate Total

	130.32	5,676,534.47	3,847,452	0.68
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**EXHIBIT F
West*Gate Parcel Densities (without MITRE)**

West*Gate Properties*

*Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 interpretation request from Tom Fleury

	<u>Site Area Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area (Excluding Cellar)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
OSHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68
Land Bay B-Colshire Drive Area				
Land Bay B-4 (Hayes/MITRE/Johnson) Removed				
Land Bay B-5 (Polk/Harrison)				
Land Bay B-6 (Harrison)				
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58	0.00	0.00
Land Bay B-6 (Taylor)	5.57	242,546.44	300,000	1.24
Taylor Density Credit	0.08	3,467.38	0.00	0.00
Total:	37.87	1,649,769.66	1,166,581	0.71
Land Bay C-Old Meadow Road Area				
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total	31.06	1,353,043.30	548,088	0.41
Land Bays A, B & C Combined				
Subtotal for A, B & C	110.69	4,821,451.67	2,943,895	0.61
FAR Bank			48,256	
West*Gate Total	110.69	4,821,451.67	2,992,151	0.62

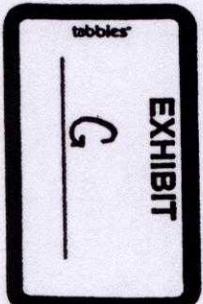


EXHIBIT G
Sub-Unit R-2 Parcel Densities (MITRE removed from West*Gate)

West*Gate Properties*

Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 interpretation request from Tom Fleury

	<u>Site Area</u> <u>Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area</u> <u>(Excluding Cellar)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
OSHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68
Land Bay B-Colshire Drive Area				
Land Bay B-1 (Hayes/MITRE/Johnson/ID) - Removed from West*Gate parcel Proposal				
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58	0.00	0.00
Land Bay B-6 (Taylor)	5.57	242,546.44	300,000	1.24
Taylor Density Credit	0.08	3,467.38	0.00	0.00
Total:	37.87	1,649,769.66	1,166,581	0.71
Land Bay C-Old Meadow Road Area				
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total	31.06	1,353,043.30	548,088	0.41
Land Bays A, B & C Combined				
Subtotal for A, B & C	110.69	4,821,451.67	2,943,895	0.61
FAR Bank			48,256	
West*Gate Total	110.69	4,821,451.67	2,992,151	0.62



**EXHIBIT G
Sub-Unit R-2 Parcel Densities (MITRE removed from West*Gate)**

Remainder of Sub-Unit R-2**

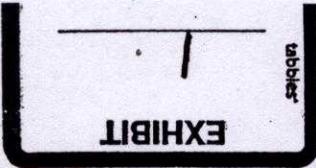
**With the exception of Tax Map 29-4 ((6)) 94B, which is subject to PCA 82-P-084 with FAR cap of .24, all gross square footage indicated is determined based on the maximum FAR permitted in the governing zoning district (I-4 FAR=.5, C-7 FAR=.8)

	<u>Site Area Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area (Excluding Cellar)</u>	<u>FAR</u>
Tax Map 29-4 ((6)) 94B (PCA 82-P-084)	0.65	28,305	6,940	
Tax Map 29-4 ((6)) 100A-zoned (I-4)	4.00	174,240	87120	
Tax Map 29-4 ((6)) 101B (zoned C-7)	1.27	55,433	44346.4	
Tax Map 29-4 ((6)) 103 (zoned I-4)	4.00	174,240	87120	
Tax Map 29-4 ((6)) 104 (zoned I-4)	4.18	181907	90953.5	
Tax Map 29-4 ((1)) 34A (City of Falls Church)	0.05	2,228	0	
Tax Map 29-4 ((1)) 31 (FCPA)	4.75	206,705.27	0	

Land/Bay B* (Hayes/MITRE/Johnson III & MITRE 4
as proposed) Remainder from West*Gate parcel Proposal
19.68 855,301 855,301 1,100

Total	35.53	1,678,359	1,171,781	0.25
West*Gate Total	110.6853	4,821,451.67	2,992,151	0.62
Remainder of Sub-Unit R-2 Total	35.53	1,678,359	1,171,781	0.25
<u>Sub-Unit R-2 Total</u>	146.2153	6,499,810.9	4,163,932	0.64





**Exhibit I
Special (Non-Office) Spaces at the MITRE Campus**

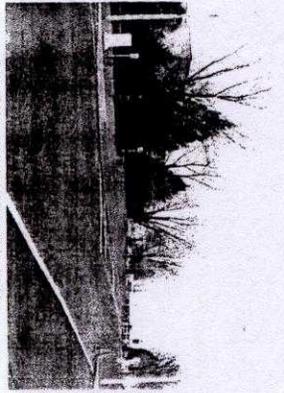
MITRE CAMPUS - SPECIAL AREAS (Excluding Cellar Areas)	
MITRE 1 BLDG	USABLE SF
MITRE 1 BLDG	SPECIAL AREA
First Floor	
Info Center	2,514
Cafeteria	11,407
Auditorium	4,728
Breakout Atrium	1,277
Conference Center (west of lobby)	2,678
Second Floor	
Computer Lab	7,021
Demonstration Room	2,233
Third Floor	
Computer Lab	7,091
Demonstration Room	1,770
Fourth Floor	
Classified Lab	4,283
Smaller Lab	1,130
Fifth & Sixth Floor - N/A	
SUBTOTAL - MITRE 1 BLDG - USF	
	46,132

MITRE 2 BLDG	USABLE SF
MITRE 2 BLDG	SPECIAL AREA
First Floor	
Credit Union	724
Conference Center	2,562
Training Rooms	4,895
Computer Lab 1	890
Computer Lab 2	852
Second Floor	
Conference Center	1,153
Coffee Kiosk	1,390
Computer Lab 1	1,067
Computer Lab 2	481
Third Floor	
Computer Lab 1	296
Computer Lab 2	1,510
Computer Lab 3	1,172
Computer Lab 4	1,363

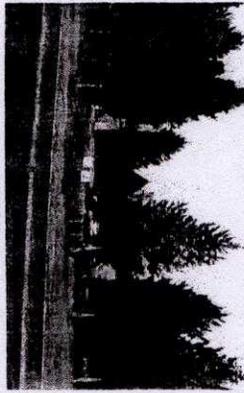
TOTAL - MITRE CAMPUS - USF 86,717

MITRE 3 BLDG	
USABLE SF	SPECIAL AREA
First Floor	
Conference Center	1,667
Second Floor	
Café	2,473
Third Floor	
Computer Lab	2,584
Fourth Floor - N/A	
Fifth Floor	
Computer Lab 1	3,022
Sixth Floor - N/A	
SUBTOTAL - MITRE 3 BLDG - USF	
	9,746

MITRE 2 BLDG (continued)	
USABLE SF	SPECIAL AREA
Fourth Floor	
CAASD Lab	6,375
Fifth Floor - N/A	
Sixth Floor	
Exec Conf Center (2 rooms + reception)	4,120
Computer Lab	1,989
SUBTOTAL - MITRE 2 BLDG - USF	
	30,839



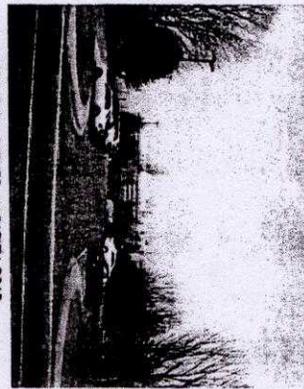
3 VIEW FROM CORNER MAGARITY ROAD AND ANDERSON ROAD



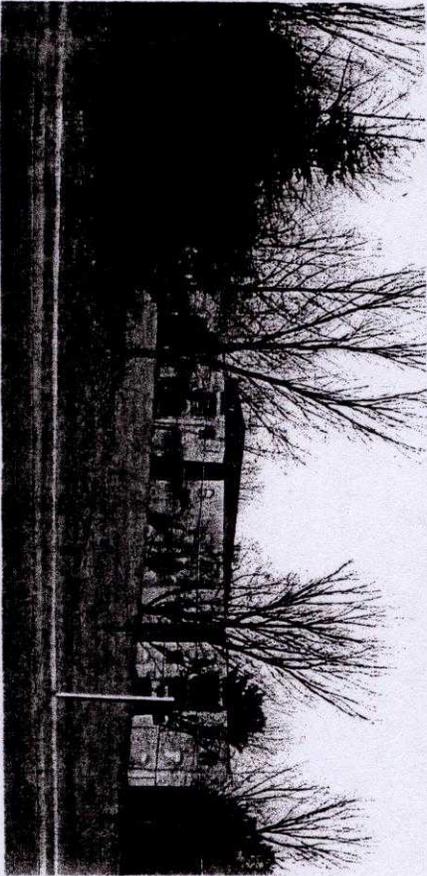
3 VIEW FROM MAGARITY ROAD



4 VIEW FROM CORNER MAGARITY ROAD AND TILTMAN ROAD



3 VIEW FROM CORNER MAGARITY ROAD AND PLEASANT ROAD

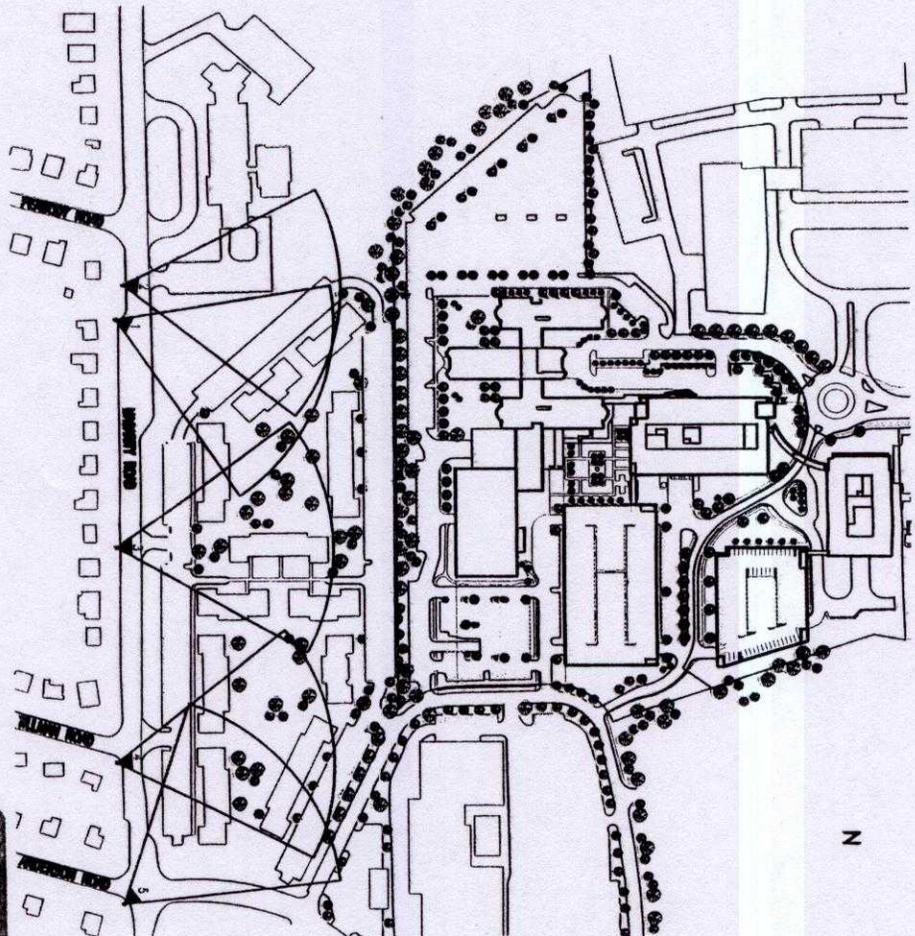


1 VIEW FROM MAGARITY ROAD WITH NEW BUILDING IN BACKGROUND



JONES LANG LASALLE

CONTEXT PHOTOS



MITRE ZONING STUDIE

December 8, 20

June 27, 2008

Mr. Peter Braham
Fairfax County Zoning Evaluation Division
12055 Government Center Parkway
Suite 801
Fairfax, VA 22035

RE: PCA 92-P-001-05 – MITRE 4

Dear Peter:

On behalf of The MITRE Corporation ("MITRE"), the applicant for the above referenced Proffered Condition Amendment ("PCA") application, this letter provides additional information on MITRE's proposal.

As you are aware, MITRE is proposing the amendment of the proffers associated with PCA 92-P-001-04 to remove its Colshire Drive Campus from the area subject to the "West*Gate" approval. The existing proffers restrict the average density across West*Gate to a maximum of 0.65 FAR. Exhibit A shows West*Gate parcel densities without the MITRE Campus.

Exhibit A indicates that 300,000 square feet of gross floor area may be developed in West*Gate's Land Bay B-6 and 48,256 square feet of gross floor area remains in a FAR "Bank" (for a total of 348,256 square feet). This 348,256 square feet of floor area has, therefore, been entitled but has not yet been developed. MITRE has not requested nor is the County allowing any of this referenced 348,256 square feet to be allocated to the MITRE Campus as part of this application. As set out in Exhibit A, this square footage will continue to be available for development under the provisions of PCA 92-P-001-04.

The information used to create Exhibit A was taken from correspondence between West*Group and Fairfax County. In January, 2004, Tom Fleury of West*Group submitted an interpretation request to Fairfax County requesting verification of the levels of FAR on parcels associated with the West*Gate proffers. The interpretation request included a chart providing a breakdown of FAR for each Land Bay at West*Gate. The interpretation request and response from Fairfax County are included as Exhibit B.

Peter Braham
June 27, 2008
Page Two

Thank you for your continued assistance with this application. Please feel free to contact me with any questions.

Sincerely,

AS LAURENCE

Antonio J. Calabrese

cc Sol Glasner, Esquire, The MITRE Corporation
Keith Turner, West*Group
Ben Wales, Cooley Godward Kronish LLP

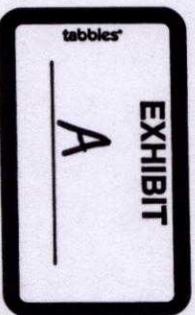
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**EXHIBIT A
West*Gate Parcel Densities (without MITRE)**

West*Gate Properties*

*Information provided is based on the Floor Area Ratio Computation Tabulation chart provided to Fairfax County with the January 6, 2004 Interpretation request from Tom Fleury

	<u>Site Area Acreage</u>	<u>Site Area (SF)</u>	<u>Gross Floor Area (Excluding Cellar)</u>	<u>FAR</u>
Land Bay A-Old Springhouse Road Area				
Land Bay A-1 (Cap One)	26.69	1,162,607.69	1,100,000	0.95
Land Bay A-2 (Cleveland)	11.40	496,435.90	129,226	0.26
Density Credit-Scotts Crossing	2.22	96,724.98	0	0.00
OSHR vacated (RZ 1998-PR-052)	1.44	62,870.15	0	0.00
Total:	41.75	1,818,638.71	1,229,226	0.68
Land Bay B-Colshire Drive Area				
Land Bay B-1 (Hayes/MITRE/JohnsonIII)-Removed from West*Gate per Proposal				
Land Bay B-2 (McKinley/Pierce)	11.87	517,096.40	579,653	1.12
Land Bay B-3 (Johnson)	11.34	493,935.55	150,000	0.30
Land Bay B-4 (Westate/VB/Garfield)	6.67	290,375.32	136,928	0.47
Land Bay B-5 (Transit Station)	2.35	102,348.58		0.00
Land Bay B-6 (Taylor)	5.57	242,546.44	300,000	1.24
Taylor Density Credit	0.08	3,467.38		0.00
Total:	37.87	1,649,769.66	1,166,581	0.71
Land Bay C-Old Meadow Road Area				
Land Bay C-1 (Grant, Harrison, Taft, Lincoln, Arthur)	12.30	535,988.38	160,598	0.30
Land Bay C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.07	700,096.32	283,215	0.40
Land Bay C-3 (Harrison)	2.69	116,958.60	104,275	0.89
Total	31.06	1,353,043.30	548,088	0.41
Land Bays A, B & C Combined				
Subtotal for A, B & C	110.69	4,821,451.67	2,943,895	0.61
FAR Bank			48,256	
West*Gate Total	110.69	4,821,451.67	2,992,151	0.62



FLOOR AREA RATIO COMPUTATION TABULATION			
LAND BAY A - OLD SPRINGHOUSE ROAD AREA			
FLOOR AREA RATIO COMPUTATION			
LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY A-1 (Capone) (includes land to be vacated by VDOT)	26.6898	1,100,000	0.95
LAND BAY A-2 (Cleveland)(5) (includes land reserved for VDOT and WMA TA - density credit pursuant to Section 2-308 ZO at time of dedication)	11.3966	129,226	
Density credit for dedication of Scotts Crossing Rd. ROW (1) OSHR vacated pursuant to RZ 1998-PR- 052 (2)	2.2205		
TOTAL (3)	41.7502	1,229,226	0.68
LAND BAY B - COLSHIRE DRIVE AREA			
FLOOR AREA RATIO COMPUTATION			
LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY B-1 (Hayes/MITRE/Johnson III)	19.6394	697,862	
LAND BAY B-2 (McKinley/Pierce) (includes 0.078 acres to be dedicated for Colshire Drive cul-de-sac)	11.8709	579,653	
LAND BAY B-3 (Johnson)*(4)(5)	11.3392	150,000	
LAND BAY B-4 (Westgate/VB/Gar)(5)	6.6661	136,928	
LAND BAY B-5 (Transit Station)**(5)	2.3496		
LAND BAY B-6 (Taylor) Density credit for land dedicated for public street purposes pursuant to Proffer III.C.7	5.5681	300,000	
Includes 0.5086 acres Dartford Drive (Private). **Includes 0.3238 acres density credit for land dedicated for public street purposes.	57.5129	1,864,443	0.74
LAND BAY C - OLD MEADOW ROAD AREA			
FLOOR AREA RATIO COMPUTATION			
LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY C-1 (Grant, Harrison, Taft, Lincoln, Arthur)(5)	12.3046	160,598	
LAND BAY C-2 (Polk, Buchanan, Tyler, Roosevelt)	16.072	283,215	
LAND BAY C-3 (Harrison)	2.685	104,275	
TOTAL	31.0616	548,088	0.41
LAND BAYS A, B, C COMBINED			
LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY	130.3247	3,641,757	
FAR BANK		48,256	
SUBTOTAL FOR A,B,C	130.3247	3,690,013	0.65
GRAND TOTAL	130.3247	3,690,013	0.65

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Department of Planning & Zoning
JUN 04 2008
Zoning Evaluation Division

June 3, 2008

Ben I. Wales

T: (703) 456-8609
bwales@cooley.com

Mr. Peter Braham
Fairfax County Zoning Evaluation Division
12055 Government Center Parkway
Suite 801
Fairfax, VA 22035

Re: MITRE 4 - PCA 92-P-001-05

Dear Peter:

Further to our recent meeting, this letter provides responses to the issues discussed. Please also find the enclosed revised draft Proffers, which address latest Staff comments and a revised Statement of Justification.

A. Ability to Increase Density at the Property

The MITRE property (the "Property") is currently developed with a total of 697,862 square feet or an FAR of 0.82. MITRE is seeking a proffered condition amendment ("PCA") which would allow the construction of a fourth office building of 157,439 square feet ("MITRE 4").

The Property is currently subject to proffers which cover approximately 130 acres of Tysons (the "West*Gate proffers") and permit a maximum average FAR of 0.65 across this area. If MITRE 4 was to be constructed as a by-right development, the FAR of the properties subject to the West*Gate proffers would increase slightly above the 0.65 cap (to a 0.68 FAR) (as set out in Exhibit A. MITRE has, therefore, submitted a PCA application to remove MITRE from being subject to the West*Gate proffers. As set out in the Statement of Justification, the removal of MITRE from the West*Gate proffers would not impact the ability of the remaining properties to comply with the West*Gate proffers; the average FAR of this area would be 0.62 FAR (as set out in Exhibit B).

The Property is also subject to a maximum average density across the Comprehensive Plan's Sub-Unit R-2, which also has a maximum average FAR of 0.65 across the properties in the Sub Unit. As discussed in the Statement of Justification, MITRE has calculated that the development of MITRE 4 (and increase of the FAR across the MITRE Property) would cause the FAR across Sub-Unit R-2 to increase to 0.66. Further, in considering the proposed increase in density at the Property, MITRE believes that existing non-office space should be taken into account. MITRE is aware of a similar PCA application, PCA-92-P-001, which was approved by the Board of Supervisors in 1999, concerned the 108 acre West*Park property and requested a PCA to increase the overall density of West*Park to allow the construction of an additional 102,349 square foot of office floor space. The proposed additional square footage was to result in the FAR increasing to 0.6096; exceeding the 0.599 maximum FAR required by the Comprehensive Plan and required by proffers covering the property. In considering the

proposed increase in density, Staff identified that alternative uses may be considered within the Sub-Units covering the application property.

The Comprehensive Plan (Area II, page 33) confirms that when alternative land use can be demonstrated to be compatible with surrounding development and when the Plan's transportation needs, pedestrian orientation and other aspects are adequately addressed, such uses can be considered in addition to those specifically identified in recommendations for individual land units (such as Sub-Unit R-2). In the case of PCA 92-P-001, West*Park was already found to have existing "alternative uses" which fell within the definition of alternative uses included in the Plan (including a conference center, exercise facilities, a cafeteria and other ancillary uses) and which were found to "effectively reduce the total office square footage". The Staff report found (and the Board of Supervisors agreed) that, the combination of proposed office square footage and existing alternative uses at West*Park "will not adversely impact the transportation system and will be compatible with the surrounding development." The applicant was, therefore, allowed to discount existing alternative use square footage from density calculations and the proposed increase in intensity was found to be in conformance with the Comprehensive Plan.

MITRE believes that PCA 92-P-001 was very similar to the MITRE PCA proposal, which also seeks an increase in office floor space that would exceed the planned maximum average density and requests consideration of alternative uses already existing on the Property. As discussed in the Statement of justification and listed at Exhibit C, the Property currently includes approximately 86,717 square feet of alternative uses. When these alternative uses are taken into account, the FAR of Sub-Unit R-2, with the construction of MITRE 4, would be 0.646 (see Exhibit D) – below the maximum average. The Applicant believes that Staff and the Board of Supervisors must consistently consider such alternative uses in consideration of proposed increases in FAR.

B. The Use of Existing and Proposed use of Cellar Space at the Property

The Property is currently subject to the following proffer, which limits the use of cellar space for office use to 50% of the cellar space. This proffer has also been included in the revised draft Proffers (as Proffer 19):

"Treatment of Cellar Space. The Applicant agrees to limit the use of cellar space to:

A. The core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms);

B. Specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenant or janitorial supplies, libraries, etc.);

- C. Simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);
- D. Office use which shall not exceed 50% of the cellar space.

Although the Applicant may elect to provide parking for cellar uses A, B and C above, parking shall not be required for uses A, B and C above. Cellar use D above shall be parked at "office rate", based on the total of the Gross Floor Area of the building plus the amount of the cellar area used as office uses; however, cellar space, regardless of use, shall not be computed as Gross Floor Area for FAR purposes.

Each of the three existing buildings on the Property (MITRE 1, 2 and 3) have cellar space. The following chart sets out the existing use of this cellar space and clearly sets out that significantly less than 50% of the cellar space is being used for office use.

A - Core Areas	B - Specialty Areas	C - Simultaneous or Accessory uses	D - Office Space
MITRE 1	61%	5%	10%
MITRE 2	30%	10%	25%
MITRE 3	37%	4%	25%

The use of cellar space at the Property currently complies with the above proffer and shall continue to comply with the Proffer.

C. Pedestrian Connection through the Property

As shown on Exhibit E, the MITRE Property includes extensive pedestrian connections. In particular, these connections provide pedestrian access through the Property from Magarity Road to the south to Route 123 and the planned Tysons East Metro Station to the north. As indicated on Exhibit E, the Applicant is proposing an additional pedestrian connection between the Property and West*Gate Park to the west.

To encourage the use of pedestrian activity through the Property, the Applicant has drafted Proffer 13, which provides a commitment to the provision of directional signage on the Property to provide direction to pedestrians. Upon the opening of the Tysons East Metro Station, these signs shall specifically direct pedestrians through the Property towards the planned facility.

D. Tysons Task Force Proposed Road Network

The Tysons Task Force is currently working to plan for the future of Tysons Corner and has proposed the layout of additional streets to increase connectivity through Tysons. Exhibit F, shows how the Task Force's suggested grid street network may be developed through and surrounding the MITRE Property. As demonstrated, the proposed MITRE 4 office building

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would not impact the ability to provide any of the anticipated road connections. The Applicant, therefore, believes that the proposed office building would not affect the creation of a grid street network in Tysons.

Further, as set out in draft Proffer 14, the Applicant is willing to commit to working with the County and surrounding landowners to develop a public (or private) road connection from the Colshire Drive cul-de-sac through the western boundary of the Property. There is currently no requirement for this connection, but MITRE acknowledges its potential importance and is willing to help facilitate its creation.

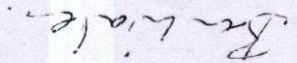
E. Commitment to Involvement in Future Sustainability Programs and Activities in Tysons

MITRE has a long history in Tysons and its leadership was instrumental in the creation of a tax district to help finance the planned Metrorail service through Tysons. As set out in draft Proffer 7, MITRE is committed to continuing this involvement and leadership in Tysons through involvement in programs designed to address the future and sustainability of Tysons. As set out in draft Proffer 7, MITRE will designate an individual to act as the Sustainability Program Manager for the Property, whose responsibilities will be to monitor, participate in, host and contribute resources to any County approved Tysons area-wide program which focuses on and is designed to enhance issues related to parks and recreation, open space, cultural venues and activities, Tysons improvement initiatives, energy and environmental enhancements, live-near-you-work programs and work force housing and affordable housing initiatives.

We trust that this letter suitably responds to each of Staff's comments. Should you require any further information, please do not hesitate to contact me.

Sincerely,

Ben I. Wales



CC

Linda Q. Smyth, Providence District Supervisor

Kenneth A. Lawrence, Providence District Planning Commissioner

Mike Wing, Administrative Aide, Office Of The Honorable Linda Smyth

Sol Glasner, The MITRE Corporation

Ray Leavitt, The MITRE Corporation

Abby Goodman, Jones, Lang, LaSalle

Kem Courtenay, Jones, Lang, LaSalle

Antonio Calabrese, Esquire, Cooley Godward LLC

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Attachment not included
see Appendix 1 and
Appendix 3a

The traffic study dated July 28, 2006 utilized a 23% TDM reduction for the entire Mire Campus (Including proposed Building 4), however the applicant has proffered a 31% TDM reduction. A separate analysis was conducted with the 31% TDM reduction that did not consider any cycle length/timing adjustments for any analysis period to provide an apples to apples comparison. The existing signal timings and cycle lengths were retained

At the meeting held with the County staff on Wednesday, March 5th 2008, it was brought to our attention that VDOT is not inclined to change the cycle lengths/timings for the intersections along Route 123 as proposed in the traffic study. It was also suggested that a more aggressive TDM reduction should be pursued in order to mitigate the degradation of the levels of service.

development on the various intersections.
At the meeting held with the County staff on Wednesday, March 5th 2008, it was brought to our attention that VDOT is not inclined to change the cycle lengths/timings for the intersections along Route 123 as proposed in the traffic study. It was also suggested that a more aggressive TDM reduction should be pursued in order to mitigate the degradation of the levels of service.

1) Your approach to mitigating expected traffic impact is to provide significant signal timing adjustments to intersections proximate to the site. At this time it is unclear whether VDOT will support such changes; we're still awaiting their comments. Further, the existing timings may be a part of a VDOT optimization effort. Additional discussion of this matter with VDOT and FCDOT will be necessary. Given this, you and the applicant need to consider alternatives to timing changes either through physical improvements or financial contributions to transportation improvements to offset the impact of the proposed

COMMENTS:
This document addresses the comments received from Fairfax County, Department of Transportation via e-mail dated January 19, 2007 regarding Mire Traffic Impact Analysis, Fairfax County, Virginia, dated July 28, 2006. Each comment is presented in *italics* with the response in bold immediately following.

TO: Michael Davis
Fairfax County
FROM: Tushar Awar
Angela Rodeheaver
Fairfax County
DATE: March 13, 2008
SUBJECT: Response to Comments

MEMORANDUM

*Note: Virginia Department of Transportation (VDOT) is in the process of re-optimizing the Tysons Corner Network (TCN) and it is scheduled to occur in April this year. The signals identified in this study are part of this network. It is anticipated that the re-optimization will further help the traffic flow along Route 123 and help alleviate the delay along Route 123.

- The analysis shows that the intersections along Route 123 operate under acceptable levels of service standards set by Fairfax County (LOS E by lane group or non-degradation) for the future conditions with the proposed development and the 31% proffered TDM reduction.
- Under the future with development conditions, the cycle length/phasing was not altered for all of the study intersections. The only mitigation involved was the adjustment of the green time for the side street (Old Meadow Road) for the PM peak period. This adjustment is in concurrence with the actual behavior of the signal controller as explained above.
- The study intersections along Route 123 are actuated co-ordinated signals. The green time for the side streets varies based on the pre-programmed min and max times in the controller cabinets. Hence, depending on the traffic flow on the side streets, the green time for the side streets is adjusted and fluctuates throughout the peak time periods.

Following are the findings based on this analysis:

For all the scenarios (existing, future without development, and future with development), In conjunction with the County/VDOT's LOS non-degradation policy, the actual impacts of the proposed development were evaluated. Table 1 on the next page shows the LOS comparison at the critical intersections along Route 123 for the three scenarios.

Table 1: Intersection Capacity Analysis - Comparison

Capacity Analysis Results - Comparison	Intersection (Movement)					
	AM Peak Hour			PM Peak Hour		
	Ex	FB	TF	Ex	FB	TF
Route 123 and Anderson Road/Route 267 Eastbound Off-Ramp	Overall (Signalized)	D	D	D	D	D
	Eastbound Thru	B	B	B	B	B
	Eastbound Right	A	A	A	A	A
	Westbound Left	F	F	F	F	F
	Westbound Thru	C	D	D	D	C
	Northbound Left	F	F	F	F	F
	Northbound Right	E	E	E	E	E
	Southbound Thru	F	F	F	F	F
	Southbound Right	A	A	A	A	A
	Overall (Signalized)	B	D	D	D	D
Route 123 and Colshire Drive	Overall (Signalized)	E	D	D	D	D
	Eastbound Left	F	F	F	F	F
	Eastbound Thru	A	A	A	A	A
	Eastbound Right	A	A	A	A	A
	Westbound Left	F	F	F	F	F
	Westbound Thru	B	D	D	D	B
	Westbound Right	A	A	A	A	A
	Northbound Left	F	F	F	F	F
	Northbound Right	E	E	E	E	E
	Southbound Thru/Left	E	E	E	E	E
Route 123 and Old Meadow Road	Overall (Signalized)	E	F	F	F	F
	Eastbound Left	E	E	E	E	E
	Eastbound Thru	C	C	C	C	C
	Eastbound Right	B	B	B	B	B
	Westbound Left	F	F	F	F	F
	Westbound Thru	F	F	F	F	F
	Westbound Right	A	A	A	A	A
	Northbound Left	E	E	E	E	E
	Northbound Right	E	E	E	E	E
	Southbound Right	E	E	E	E	E



March 14, 2008

Ben I. Wales

T: (703) 456-8609
bwales@cooley.com

Mr. Peter Braham
Fairfax County Zoning Evaluation Division
12055 Government Center Parkway
Suite 801
Fairfax, VA 22035

Re: MITRE 4 - PCA 92-P-001-05

Dear Peter:

Further to our recent meeting to discuss Staff comments concerning the above referenced application, please find the enclosed revised GDP and revised draft Proffers. Both of these documents have been updated to address the Staff questions and comments that we discussed. Those Staff review comments are addressed below. Each comment is summarized (noted in italics) and followed by our response.

Planning and Zoning

Comment 1. The Applicant should consider whether the proposed office building would affect the creation of a grid street network in Tysons as proposed by the Tysons Task Force.

Response: Please see the enclosed Transportation Exhibit, which has been prepared by PHR&A. The Exhibit shows how the Task Force's suggested grid street network may be developed through and surrounding the MITRE Property in the future. As demonstrated, the proposed MITRE 4 office building would not impact the ability to provide any of the anticipated road connections. The Applicant, therefore, believes that the proposed office building would not affect the creation of a grid street network in Tysons.

Comment 2. The proposed development should provide more robust attention to water quality treatment on the MITRE property as a whole.

The Applicant is continuing to evaluate measures to address the rate, volume and quality of storm water at the Property and intends to provide additional information to Staff in the next 10 days.

Comment 3. The proposed development should provide better transition/screening at the southern edge of the Property.

Response: As discussed at our recent meeting, the Applicant has already proposed the level of transition and screening required by the Zoning Ordinance. However, the Applicant acknowledges Staff's desire for an increased setback and screening and has revised the GDP to reflect this.

The Applicant would like to note, however, that this revision has resulted in the loss of 15 surface parking spaces, which will now need to be provided in the subterranean parking garage associated with this application. The provision of these 15 parking spaces will cost the Applicant approximately \$750,000.

Comment 4. The Applicant should consider designing the proposed building to obtain LEED accreditation.

Response: Comment acknowledged. Please see Proffer 18 of the revised draft Proffers, which confirms that the proposed building shall obtain LEED accreditation.

Fairfax County Department of Transportation

The following comments were provided to the draft Proffers and dated February 14, 2007.

Comment 5. The County is looking to address deficiencies in the Tysons Transportation Fund with greater funding commitment to the Fund or the offsetting of improvements. A greater contribution to a circulator system would be one example of such a proposal.

Response: As discussed in the draft Proffers, the Applicant has committed to a contribution towards the Tysons Transportation Fund and a contribution towards a Tysons wide shuttle bus service of \$15,000 per year for 10 years. The Applicant does not believe that any additional contributions are appropriate.

Comment 6. Possible provision of bus shelters should be considered on Route 123.

Response: As discussed with Staff, there are already four bus shelters on Route 123 close to the intersection of Route 123 and Colshire Drive. As such, no further bus shelter is required in this location.

Comment 7. Will outdoor cycle racks be provided in addition to those located in garage buildings?

Response: The Applicant does not intend to provide outdoor cycle racks. MITRE believes that proposed location of the cycle racks, within a parking garage, will provide important shelter and security. The applicant is committed to increasing the number of bike rack and bike shelters as usage warrants.

Comment 8. The Applicant has previously suggested that changes to signal timings at Route 123 and Colshire Drive will prevent the intersection from operating at a failing level of service. VDOT is unlikely to change signal timing at the intersection of Route 123 and Colshire Drive.

The Applicant should consider increasing proposed trip reduction goals to account for the impacts to the intersection level of service.

Response: Please see the enclosed memo prepared by Gorove/Slade and dated March, 13 2008. The memo shows the results of a revised traffic assessment to determine the impact of the proposed office building on intersections surrounding the MITRE property. Unlike the last study of impacts to these intersections, this study has used the 31% trip reduction proposed in the draft Proffers and TDM plan. Using this trip reduction target, the memo confirms that the intersections surrounding the MITRE property would continue to operate at a Level of Service E and will not be affected by the proposed development.

Further to the above, the Applicant is aware that VDOT is in the process of re-optimizing the Tysons Corner Network and this is scheduled to take place in April this year. The signals identified in the enclosed study are part of this network. It is anticipated that this re-optimization will further help the traffic flow along Route 123 and help alleviate the delay along Route 123.

Comment 9. Better interface with future Metrorail service should be defined in the proffers.

Response: Comment acknowledged. Please see the revised draft Proffers, which confirm at Proffer 6.C.x that when once a Metrorail service has been established through Tysons Corner, the TDM study will be updated to include measures to encourage ridership.

Comment 10. What is the ITE Land Use Code being used to calculate anticipated vehicle trips at MITRE?

Response: The ITE code used was 710 – General Office.

Comment 11. Is there an existing Transportation Coordinator at MITRE?

Response: There is currently a part-time Transportation Coordinator at MITRE. As confirmed in the draft Proffers, a full time equivalent Transportation Coordinator will be appointed for the property.

Comment 12. There is a need for a trigger for the appointing of a Transportation Coordinator.

Response: Comment acknowledged. As confirmed by the revised draft Proffers, within 90 days of the issuance of a Non-RUP for the proposed building, the Applicant will appointment a Transportation Coordinator.

Comment 13. Peak hour traffic surveys should not be undertaken in spring.

Response: Comment acknowledged. The draft proffers have been revised to require that traffic surveys are undertaken between September 1st and November 1st.

Comment 14. Applicant should exchange information on TDM program effectiveness and assist in the development of area-wide TDM measures and goals.

Response: Comment acknowledged. As confirmed by the revised draft Proffers, the Transportation Coordinator shall attend meetings with community groups and organizations that have a mutual interest in furthering the success of TDM programming and the effectiveness of mass transit and other non-SOV commuting. Such meetings may include TYTRAN, the Dulles Corridor Rail Association and any Tysons area-wide sustainability program or related activities (such as those referenced in the Fairfax County Comprehensive Plan Amendment Item No. S07-CW-3CP adopted by the Fairfax County Board of Supervisors on December 3, 2007, as may be amended in the future).

Comment 15. The TDM annual report needs to provide a list of all meetings, community groups and other events to show an outreach to mutual organizations.

Response: Comment acknowledged. Proffer 6.F.ii.i has been revised to include a commitment to the provision of such a list.

Comment 16. There needs to be a trigger for the reporting of the address of a website created for the dissemination of TDM related information.

Response: Comment acknowledged. As confirmed by the draft Proffers, within 180 days of the issuance of a Non-RUP for the proposed office building, the Applicant shall confirm in writing that such a website has been created.

Comment 17. An electronic kiosk may assist in the dissemination of transportation related information.

Response: All employees at the Campus will have access to the website created by the Transportation Coordinator and as required by the Proffers, TDM related information will also be disseminated at prominent locations throughout the MITRE property. The Applicant does not intend to provide an electronic kiosk to disseminate transportation information.

Comment 18. Ride matching should be undertaken in coordination with FCDOT's rideshare and marketing program.

Response: Comment acknowledged. Please see the revised draft Proffers.

Comment 19. Will preferred parking opportunities be provided for car pools, van pools and non-sov drivers?

Response: As confirmed by the revised draft Proffers, the Applicant shall provide preferred parking opportunities for car pools, van pools and non-sov drivers.

Comment 20. The Proffers should provide a detailed plan on how the 31% trip reduction will be achieved.

Response: Please see the TDM Plan, which provides a detailed plan of how this trip reduction will be achieved.

Comment 21. Excess funds in TDM account should be used to provide Metro fare cards to employees.

Response: Comment acknowledged. Proffer 6.E.i confirms that, subject to federal sponsor approval, excess funds shall be used to provide employees with Metro fare cards.

Comment 22. The proffer concerning annual surveys should provide hard dates of when surveys should be completed. There should also be a hard date for the submission of an annual report.

Response: Comment acknowledged. The draft Proffers have been revised to require that surveys are completed between September 1st and November 1st. Proffer 6.F.ii requires that the Annual Report is submitted to the County no later than January 15th.

Comment 23. The annual report should include the level of the TDM budget that has not been spent (excess funds) and should set out how it will be spent.

Response: Comment acknowledged. Please see the draft Proffers, which have been revised to confirm that the annual report will include details of any excess funds and how those funds shall be used.

Comment 24. The Applicant should consider the use of remedy fund payments and penalty payments.

Response: Comment acknowledged. The draft Proffers now set out that if surveys find that vehicle trip reduction targets are not being met, the Applicant shall submit to the County for approval, revisions to the TDM Plan and TDM Budget. If after two consecutive annual surveys, the reduction targets continue to be exceeded, the Applicant shall pay into a remedy fund \$500 per vehicle trip over the reduction target. Any such monies shall be used to fund TDM programs to assist the achievement of the trip reduction targets.

Mr. Peter Braham

March 14, 2008

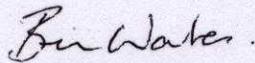
Page Six

If, after four annual survey cycles, the Applicant shall pay penalties to the County for use for transportation improvements in the vicinity of the Property. Such funds shall be calculated as follows:

- i. 0% - 5% above Maximum Trips After Reduction = \$500 per vehicle trip.
- ii. 5% - 10% above Maximum Trips After Reduction = \$750 per vehicle trip.
- iii. 10% + above Maximum Trips After Reduction = \$1,000 per vehicle trip.

We trust that this letter suitably responds to each of Staff's comments. Should you require any further information, please do not hesitate to contact me.

Sincerely,



Ben I. Wales

CC Linda Q. Smyth, Providence District Supervisor
Kenneth A. Lawrence, Providence District Planning Commissioner
Mike Wing, Administrative Aide, Office Of The Honorable Linda Smyth
Sol Glasner, The MITRE Corporation
Ray Leavitt, The MITRE Corporation
Abby Goodman, Jones, Lang, LaSalle
Kem Courtenay, Jones, Lang, LaSalle
Antonio Calabrese, Esquire, Cooley Godward LLP

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Department of Planning & Zoning

FEB 09 2007

Zoning Evaluation Division

February 7, 2007

Ben I. Wales

T: (703) 456-8609
bwales@cooley.com

Ms. Cathy Lewis
Fairfax County Zoning Evaluation Division
12055 Government Center Parkway
Suite 801
Fairfax, VA 22035

Re: MITRE 4 - PCA 92-P-001-05

Dear Cathy:

This letter constitutes The MITRE Corporation's ("MITRE" or the "Applicant") response to the Staff and Agency comments that we have received to date regarding the above-referenced Proffered Condition Amendment ("PCA") application. The Staff/Agency review comments are addressed below. Each comment is summarized (noted in italics) and followed by our response.

Site Review East, Environmental and Site Review Division, Department of Public Works and Environmental Services (comments dated 10/25/06)

Chesapeake Bay Preservation Ordinance (CBPO)

Comment: There are no Resource Protection Areas designated on this site.

Response: Comment acknowledged.

Comment: The Applicant is required to incorporate best management practices (BMPs) into the development plan which would achieve a minimum 40% phosphorus removal efficiency. The Applicant indicates that BMP requirements will be met by the existing stormwater management pond located to the west of the Site, on the West Park property, before the runoff enters into Scott's Run with the remainder of the Site being uncontrolled. However, the off-site pond has not been designed to provide water quality control for this Site as compensating credit for the remainder of the West Park site was taken with the construction of the wet pond. Therefore, the applicant must demonstrate that water quality control will be met for this Site by other methods.

Response: The proposed improvements are considered "redevelopment" per the CBPO. Therefore, no less than 10% phosphorous removal will be provided for the area of disturbance with this application. This phosphorous reduction will be met through the use of on-site BMP facilities, such as filtera's. The narrative indicates that the existing Westgate pond provides BMP for it's drainage shed, which does not include the portion of the MITRE Campus that will be disturbed with this application.

Ms. Cathy Lewis
February 7, 2007
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Floodplain

Comment: There are no regulated floodplains designated on this Site.

Response: Comment acknowledged.

Stormwater Detention

Comment: The applicant has indicated that peak stormwater flows will be controlled by the existing off-site wet pond and by existing underground pipes. The Study Narrative on Sheet 6 indicates that the underground pipes may not be sufficient to provide full detention for the Site. Therefore, additional detention measures may be necessary. References to this underground pipe storage system being an underground pond should be revised so as to more accurately describe the system of being underground detention.

Response: The narrative on Sheet 6 has been clarified accordingly by removing references to a "pond" for this underground facility.

Site Outfall

Comment: The Site runoff outfalls into several directions, and ultimately into Scott's Run. The Outfall Narrative must be revised to describe the condition of each of the channels in terms of capacity and stability along the paths throughout the extent of review. The extent of review for zoning applications is to a point where the drainage area is at least 100 times the site size or 1 square mile, ZO 16-502. In the event that the outfall is determined to be inadequate, the applicant has several options that could be utilized to achieve an 'adequate outfall' including off-site improvements and over detention. Staff recommends that the Outfall Narrative be revised to conform to ZO 16-502 as well as identify appropriate stream improvements to achieve an adequate outfall.

Response: The Applicant has coordinated with Ms. Valerie Tucker of DPWES to confirm that the limits of the drainage shed review was acceptable to meet the 1:100 criteria. The runoff from the portion of the MITRE campus that will be disturbed by this application is controlled by an on-site underground storm water management facility, and conveyed to Scotts Run in an underground storm sewer system directly to the "study point". This application proposes a reduction in the released rate of flow from the aforementioned underground facility from the 10 year storm to the 2 year storm, which will require a modification to this facility for additional storage. Hydraulic computation are provided in the Generalized Development Plan ("GDP") for the outfall at the study point as well as a station upstream.

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**Department of Public Works and Environmental Services, Land Development Services,
Urban Forest Management Division (comments dated 10/4/06)**

Comment: An existing vegetation map (EVM) is required with this application, but was not included in the PCA.

Recommendation: provide an EVM that meets the requirements of Zoning Ordinance Chapter 112, Article 20. The EVM submitted with the PCA must accurately depict the existing vegetative cover types, and include all other required elements of the Zoning Ordinance.

Response: An EVM has been provided on Sheet 3 of the GDP.

~~*Comment: Preliminary tree cover calculations have not been provided and it is unclear how the required tree cover will be met on this site.*~~

~~*Recommendation: Applicant should provide preliminary tree cover calculations, including interior parking lot landscaping and peripheral parking lot landscaping to demonstrate how the required tree cover will be met on this site.*~~

Response: The calculations have been provided and are shown on the Landscape Plan, Sheet 5, of the GDP.

~~*Comment: There is an existing evergreen and deciduous buffer labeled to be preserved along the eastern property line, however, the northern portion of this buffer is located inside the proposed area to be disturbed. It is unclear what portion of this existing buffer is to be preserved.*~~

~~*Recommendation: If the existing buffer is proposed to be preserved, the proposed limits of clearing and grading should be relocated 25 feet to the west to protect the existing evergreen and deciduous buffer.*~~

Response: The existing buffer will be preserved and the limits of clearing and grading have been amended on the GDP to reflect this preservation.

~~*Comment: A waiver of the transitional screening and barrier requirements along the eastern property line adjacent to The Commons property is requested with this application.*~~

~~*Recommendation: A modification request with a detailed justification in conformance with Section 13-304 of the Zoning Ordinance should be provided as part of the PCA.*~~

Response: Comment acknowledged. Please see the revised Statement of Justification. The GDP has also been revised to include additional justification for this modification. Please note that the modification request has also been amended. The Applicant no longer requests a modification of barrier requirements; the barrier requirements will be met with a proposed fence.

Ms. Cathy Lewis
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Page Four

Comment: Given the nature of the tree cover on this site, and depending upon the ultimate development configuration provided, several proffers will be instrumental in assuring adequate tree preservation and protection throughout the development process.

Recommendation: Recommend the following proffer language to ensure effective tree preservation:

Limits of Clearing and Grading: "The Applicant shall conform strictly to the limits of clearing and grading as shown on the PCA, subject to allowances specified in these proffered conditions and for the installation of utilities and/or trails as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities and/or trails in areas protected by the limits of clearing and grading as shown on the PCA, they shall be located in the least disruptive manner necessary as determined by UFM, DPWES. A replanting plan shall be developed and implemented, subject to approval by UFM, DPWES, for any areas protected by the limits of clearing and grading that must be disturbed for such trails or utilities."

Tree Preservation Fencing: "All trees shown to be preserved on the PCA shall be protected by tree protection fence. Tree protection fencing in the form 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 or, super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified by the 'Root Pruning' proffer below.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, the UFM, DPWES, shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by UFM, DPWES."

Root Pruning. "The Applicant shall root prune, as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the subdivision plan submission. The details for these treatments shall be reviewed and approved by UFM, DPWES, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:

- Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.

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- *Root pruning shall take place prior to any cleaning and grading, or demolition of structures.*
- *Root pruning shall be conducted with the supervision of a certified arborist.*
- *An UFM, DPWES representative shall be informed when all root pruning and tree protection fence installation is complete."*

Site Monitoring. *"During any clearing or tree/vegetation/structure removal on the Applicant Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by UFM. The Applicant shall retain the services of a certified arborist or landscape architect to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffers, and UFM approvals. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by UFM, DPWES."*

Response: Comment acknowledged. Please see the draft proffers.

Fairfax County Park Authority (comments dated 11/22/06)

Park Services and New Development (The Policy Plan, Parks and Recreation Objective 6, p. 8)

Comment: "Objective 6: Ensure the mitigation of adverse impacts to park and recreation facilities and service levels caused by growth and land development through the provision of proffers, conditions, contributions, commitments, and land dedication.

Policy c: Non-residential development should offset significant impacts of work force growth on the parks and recreation system."

Response: The Applicant is retaining 23% of the MITRE campus as open space and does not anticipate any impacts to existing parklands from the proposal. As described by the draft proffers, MITRE is proposing significant financial contributions as part of this application. MITRE has sought to prioritize these financial contributions and does not believe that a contribution towards the provision of additional parks and recreation systems is appropriate.

Resource Protection (The Policy Plan, Parks and Recreation Objective 5, p. 7)

Comment: "Objective 5: Ensure the long term protection, preservation and sustainability of park resources.

Policy a: Protect parklands from adverse impacts of off-site development and uses. Specifically, identify impacts from development proposals that may negatively affect parklands and private

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properties under protective easements and require mitigation and/or restoration measures, as appropriate.”

Response: Applicant does not anticipate any impacts to existing parklands from the proposal.

Open Space/Parks (Comprehensive Plan, Area II, Tyson’s Corner Urban Center, p. 73)

Comment: “Shower and locker facilities should be encouraged to be incorporated into office development for those who bicycle to work or exercise during the lunch hour.”

Response: Comment acknowledged. Shower and locker facilities are provided in the MITRE 1 building and are available to all employees.

Open Space/Parks (Comprehensive Plan, Area II, Tyson’s Corner Urban Center, p. 22)

Comment: “Each development proposal should provide or contribute to the provision of appropriate active and/or passive recreation facilities and specified components of the open space system in accord with the Area-wide Recommendations and Land Unit recommendations in the Tyson’s Corner Plan.”

Response: As set out on Sheet 2 of the GDP, the MITRE campus will provide 23% of open space, significantly more than required by the Fairfax Zoning Ordinance. This open space comprises both passive and active recreation areas. Therefore, the Applicant does not believe that additional provisions or contributions are necessary.

ANALYSIS AND RECOMMENDATIONS

Natural Recourse Impact:

Comment: This site is served by existing SWM facilities which outfall into Scott’s Run on park land. The current outfalls appear stable, but are in need of maintenance. The applicant should prepare a maintenance plan for the existing SWM facilities in consultation with DPWES and work with the Park Authority to minimize impacts to the stream valley park while implementing the maintenance plan. This plan should include recommendations found in the County’s draft of the Middle Potomac Watershed Management Plan.

Although the applicant appears to have sufficient capacity in their existing SWM facilities to address stormwater flows caused by the proposed new building, the Park Authority recommends that they incorporate Low Impact Development techniques into the design for Mitre 4 to capture additional stormwater, reduce their impact and improve water quality. Such techniques could include a green roof, tree boxes or planter boxes that capture run-off, cisterns, rain gardens, pervious pavers. These methods would not only improve water quality off-site but provide a better environment for staff and visitors to the campus.

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Response: The runoff from the portion of the MITRE campus that will be disturbed by the proposed development is controlled by an underground detention facility, which will be modified to reduce rate of flow for the 10 year storm to equal that of the 2 year storm rate of flow. This will be accomplished by additional detention storage. The flow from this facility is conveyed in an underground storm sewer system to Scotts Run, and does not flow into the existing pond. Consequently, the proposed application will have no affect on the existing conditions of the outfall from the existing pond. Water quality measure requirements (BMP's) will be met through the use of on-site facilities, such as filtera's.

Recreational Impact:

Comment: The Park Authority would like employees to have access to shower and locker facilities for those who bicycle to work or exercise during their lunch hour. The applicant packet indicates that a fitness center is already available on the Mitre Campus. If shower and locker facilities are provided at the fitness center currently on-site, and are available to all employees then the Park Authority considers this request fulfilled. If such facilities are not provided, the Park Authority requests that the applicant provide them as part of the proposed development.

Response: Shower and locker facilities are currently provided on site in the MITRE 1 building and are available to all employees.

Monetary Contribution from Commercial Development:

Comment: Similar developments in the Tyson's Corner Urban Center have proffered the equivalent of ninety-nine cents per square foot of new office space for construction of recreational facilities in the service area of the development. Applying this rate to the proposed 157,439 square feet of new office space at Mitre 4, the suggested contribution is \$155,864.

Response: The Applicant does not anticipate any impacts to existing parklands from the proposal. As described by the draft proffers, MITRE is proposing significant financial contributions as part of this application. MITRE has sought to prioritize these financial contributions and does not believe that a contribution towards the provision of additional parks and recreation systems is appropriate.

Fairfax County, Department of Transportation (comments dated 1/19/07)

Comment: Your approach to mitigating expected traffic impact is to provide significant signal timing adjustments to intersections proximate to the site. At this time it is unclear whether VDOT will support such changes; we're still awaiting their comments. Further, the existing timings may be a part of a VDOT optimization effort. Additional discussion of this matter with VDOT and FCDOT will be necessary. Given this, you and the applicant need to consider alternatives to timing changes either through physical improvements or financial contributions to transportation improvements to offset the impact of the proposed development on the various intersections.

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Response: The Applicant is proposing to work in tandem with VDOT and FCDOT to implement the signal-timing adjustments to intersections proximate to the site. However, in response to Staff's comment, a separate analysis was conducted that did not consider any timing adjustments for any analysis period to provide a like for like comparison. The existing signal timings and cycle lengths were retained for all the scenarios (existing, future without development, and future with development). In conjunction with the County/VDOT's Level of Service ("LOS") non-degradation policy, the actual impacts of the proposed development were evaluated. Table 1 shows the LOS comparison at the critical intersections for the three scenarios.

Table 1: Intersection Capacity Analysis – Comparison

Intersection (Movement)	Capacity Analysis Results - Comparison					
	AM Peak Hour			PM Peak Hour		
	Ex	FB	TF	Ex	FB	TF
Anderson Road and Magarity Road						
Overall (Signalized)	B	B	B	C	D	D
Eastbound Left/Thru/Right	A	A	B	B	B	B
Westbound Left/Thru	A	A	A	A	A	A
Westbound Right	A	A	A	A	A	A
Northbound Left/Thru/Right	C	C	C	C	C	C
Southbound Left/Thru	C	C	C	F	F	F
Southbound Right	B	C	C	C	C	C

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Table 1: Intersection Capacity Analysis – Comparison (Contd.)

Intersection (Movement)	Capacity Analysis Results - Comparison					
	AM Peak Hour			PM Peak Hour		
	Ex	FB	TF	Ex	FB	TF
Route 123 and Anderson Road/Route 267 Eastbound Off-Ramp						
Overall (Signalized)	D	D	D	D	E	D
Eastbound Thru	B	B	B	B	B	B
Eastbound Right	A	A	A	A	A	A
Westbound Left	F	F	F	F	F	F
Westbound Thru	C	D	D	C	B	B
Northbound Left	F	F	F	F	F	F
Northbound Right	E	E	E	E	F	F
Southbound Thru	F	F	F	F	F	F
Southbound Right	A	A	A	A	A	A
Route 123 and Colshire Drive						
Overall (Signalized)	B	D	D	D	D	F
Eastbound Left	F	F	F	F	F	F
Eastbound Thru	A	A	A	D	E	F
Eastbound Right	A	A	A	B	B	C
Westbound Left	F	F	E	F	F	F
Westbound Thru	B	D	E	B	C	D
Westbound Right	A	A	A	A	A	A
Northbound Left	F	F	E	F	F	F
Northbound Thru	E	E	E	E	E	E
Northbound Right	E	E	E	E	E	E
Southbound Left	E	E	E	F	F	F
Southbound Thru/Left	E	E	E	F	F	F
Southbound Right	E	E	E	F	F	F
Route 123 and Old Meadow Road						
Overall (Signalized)	E	F	F	D	E	E
Eastbound Left	E	E	E	F	F	F
Eastbound Thru	C	C	C	C	D	D
Eastbound Right	B	B	B	B	B	B
Westbound Left	F	F	F	E	E	E
Westbound Thru	F	F	F	D	E	F
Westbound Right	A	A	A	D	D	C
Northbound Left	E	E	E	F	F	F
Northbound Thru/Left	F	F	F	F	F	F
Northbound Right	E	E	E	E	E	E
Southbound Left	E	E	E	F	F	F
Southbound Thru/Left	E	E	E	F	F	F

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The results displayed in the table above show that the LOS at the critical intersections does not worsen under the future with development (TF) scenario. All LOS results for the study intersections comply with the County and VDOT's non-degradation policy, with the exception of the following lane groups:

- Eastbound through lane LOS at the intersection of Route 123 with Colshire Drive during the PM peak hour: There is no site-generated traffic present in the eastbound through lane at this intersection, hence the impacts on this movement due to the site traffic are none.
- Westbound through lane LOS at the intersection of Route 123 with Old Meadow Road during the PM peak hour: The impacts due to the site traffic are negligible, the overall level of service at this intersection does not change from the background scenario.

It is important to note that the 'future conditions with development' section in the traffic impact study shows that with the implementation of a Transportation Demand Management ("TDM") plan, no new site trips will be generated even with the addition of a fourth office building at the MITRE campus. The trip generation calculations are based on Institute of Transportation Engineers ("ITE") and the TDM report prepared by UrbanTrans Consultants (submitted with this letter). Thus, there will be no difference in trips between the future without development and future with development traffic volumes, which further suggests that there will be no change in the capacity analysis results for these two scenarios. The Applicant has analyzed the worst-case scenario by compensating for the difference in trips between the existing counts and the trips generated for the existing campus using the ITE manual.

Comment: Although it is stated in the study that you propose signal timing changes at Route 123 and the Dulles Toll Road ramps and at Anderson/Magarity, the future LOS tables in the report do not reflect an analysis of the effect of these changes at the cited intersections.

Response: The signal timing changes have been proposed for the existing conditions at the intersections of Route 123 with the Dulles Toll Road ramps and Anderson Road with Magarity Road. These mitigations are incorporated in the future background analysis and are part of the non-mitigated files. The results for the non-mitigated files are shown in the report and reflect an analysis of the effect of these changes/mitigations at the cited intersections.

Comment: When are the proposed signal timing changes to take place? Are they intended to address current and future circumstances separately or will you be proposing them only for a future phase of development?

Response: At the appropriate time, the Applicant would provide the signal timing changes to VDOT and Fairfax County to serve the future traffic volumes.

Ms. Cathy Lewis
February 7, 2007
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Comment: It is a concern that with construction of rail within walking distance of this site and the capability of buses to serve the site almost directly from the future rail station that only a 2% gain in TDM effectiveness will be gained.

Response: Please see the TDM study which has been submitted with this letter. The study does not suggest that the future rail station would result in a specific increase in TDM effectiveness. The study identifies that MITRE has a high percentage of employees who often work off-site and a high percentage of employees who live to the west of Tysons Corner. It is unlikely that these employees will be able to take advantage of the future rail service in the short to medium term. However, as set out in Table 6 (page 15) the availability of bus/train services is anticipated to significantly reduce vehicle generation during AM and PM peak periods.

Comment: Conversely, we are curious that if rail only provides a minimal gain in TDM effectiveness, how will a 23% reduction be able to be achieved? How does the proposed 23% relate to current levels of TDM achievement outlined in the semi-annual Mitre TDM report dated December 15, 2005, which is the most recent copy we have.

Response: Please see the TDM study, which does not discuss a difference in trip reduction pre and post the provision of rail to Tysons Corner. A direct comparison can not be made with the proposed TDM study and the December, 2005 TDM report. The study submitted with this application uses ITE figures to determine trip generation levels for the MITRE campus with an additional office building. The December, 2005 report was prepared to assess the number of employees using specific modes of transport.

As discussed in the study, 7% of trip reductions will result from transit availability. Unfortunately, the required need for many of MITRE's employees to work off-site during a working day and the fact that the majority of employees live west of the campus means that in the short to medium term, it will be difficult for employees to use rail to travel to work.

Comment: The anticipated trip reductions for future development scenarios of only 4% and 7% are cause for concern, particularly with this site's relative proximity and ease of access to future rail development.

Response: Please see the TDM study, which sets out the anticipated trip reduction at the MITRE campus. As set out above, with the implementation of the study's programs, no additional vehicle trips will be generated by a fourth office building at the campus.

Comment: The TIS discusses a TDM study prepared by UrbanTrans for this development. We have not yet had the opportunity to review this study to determine the soundness of its conclusions and its applicability toward enhancing the existing TDM program on the Mitre site.

Response: Comment acknowledged. A TDM study prepared by UrbanTrans Consultants is included with this submission.

Ms. Cathy Lewis
February 7, 2007
Page Twelve

Comment: Whatever the final TDM reduction percentages are, we will expect that the applicant will proffer to achieve these percentages including incentives to achieve and penalties for non-achievement.

Response: Comment acknowledged. Please see the draft proffers, which confirm a commitment to achieving levels of traffic reduction set out in the TDM study.

Comment: Bus stop/shelter improvements are required on Colshire Drive near site.

Response: Please see the revised GDP and draft proffers which confirm a commitment to providing a bus shelter on Colshire Drive.

Comment: The pedestrian circulation plan needs to show pedestrian connections to adjoining park and The Commons.

Response: Please see the revised Pedestrian Circulation Plan, which has been revised to show a pedestrian connection to Westgate Park. A pedestrian connection from the MITRE campus to The Commons apartments is provided by sidewalks along Colshire Drive. The Applicant does not wish to provide an additional connection through the eastern boundary of the property, as this may impact any future plans to make the campus fully secure.

Comment: Applicant should contribute towards the Tysons Transportation Fund and provide a commitment to escalate payments in conformance with the new rate structure.

Response: Comment acknowledged. A contribution towards the fund is discussed in the draft proffers.

Comment: Applicant should provide a TDM program outline and proposals.

Response: Comment acknowledged. A TDM study prepared by UrbanTrans Consultants is included with this submission.

Comment: Applicant should create of a more formal 'street' with Mitre Plaza.

Response: Comment acknowledged. Upon field review of the current conditions, we believe the image of Mitre Plaza will be improved by screening the ground plain of the adjacent parking with a low, evergreen hedge. The application has been amended to propose additional landscaping.

Comment: Are any improvements in capacity to Colshire Drive at Route 123 proposed?

Response: No physical lane improvements have been proposed, however signal timing changes have been proposed at this intersection.

Ms. Cathy Lewis
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Comment: Examination of traffic impact on Colshire and Dartford at Anderson and impact on Anderson and Magarity intersection. Are any improvements proposed?

Response: The intersections of Colshire Drive and Dartford Drive with Anderson Road operate at acceptable levels of service conditions set by Fairfax County under existing, future without development, and future with development scenarios. Minor signal timing adjustments are required at the intersection of Anderson Road with Magarity Road under the existing conditions. However, as the alternative analysis presented above shows, there will be no change in the levels of service for all lane groups at this intersection. Therefore, the site-generated trips will have a minimal impact on this intersection.

Comment: Amenities for bicycle commuters (sheltered lockers for bike storage, lockers and shower facilities for the riders).

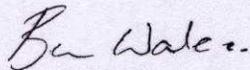
Response: The application has been amended to add storage facilities for bikes within the proposed parking facility beneath the MITRE 4 office building. As stated in note 19 on the Cover Sheet of the GDP, a bike rack for approximately 8 bikes, and 6 bike lockers are proposed. Existing showers and lockers are currently available to all employees within the adjacent MITRE 1 building.

Comment: Financial participation in future Tysons circulator system.

Response: Please see the draft proffers, which include a commitment to participation in a future circulator system for Tysons Corner.

We trust that this letter suitably responds to each of Staff's comments. Should you require any further information, please do not hesitate to contact me.

Sincerely,



Ben I. Wales

CC Linda Q. Smyth, Providence District Supervisor
Kenneth A. Lawrence, Providence District Planning Commissioner
Mike Wing, Administrative Aide, Office Of The Honorable Linda Smyth
Sol Glasner, The MITRE Corporation
Mark W. Kontos, The MITRE Corporation
Ray Leavitt, The MITRE Corporation



Ms. Cathy Lewis
February 7, 2007
Page Fourteen

Abby Goodman, Jones, Lang, LaSalle
Kem Courtenay, Jones, Lang, LaSalle
Antonio Calabrese, Esquire, Cooley Godward LLP

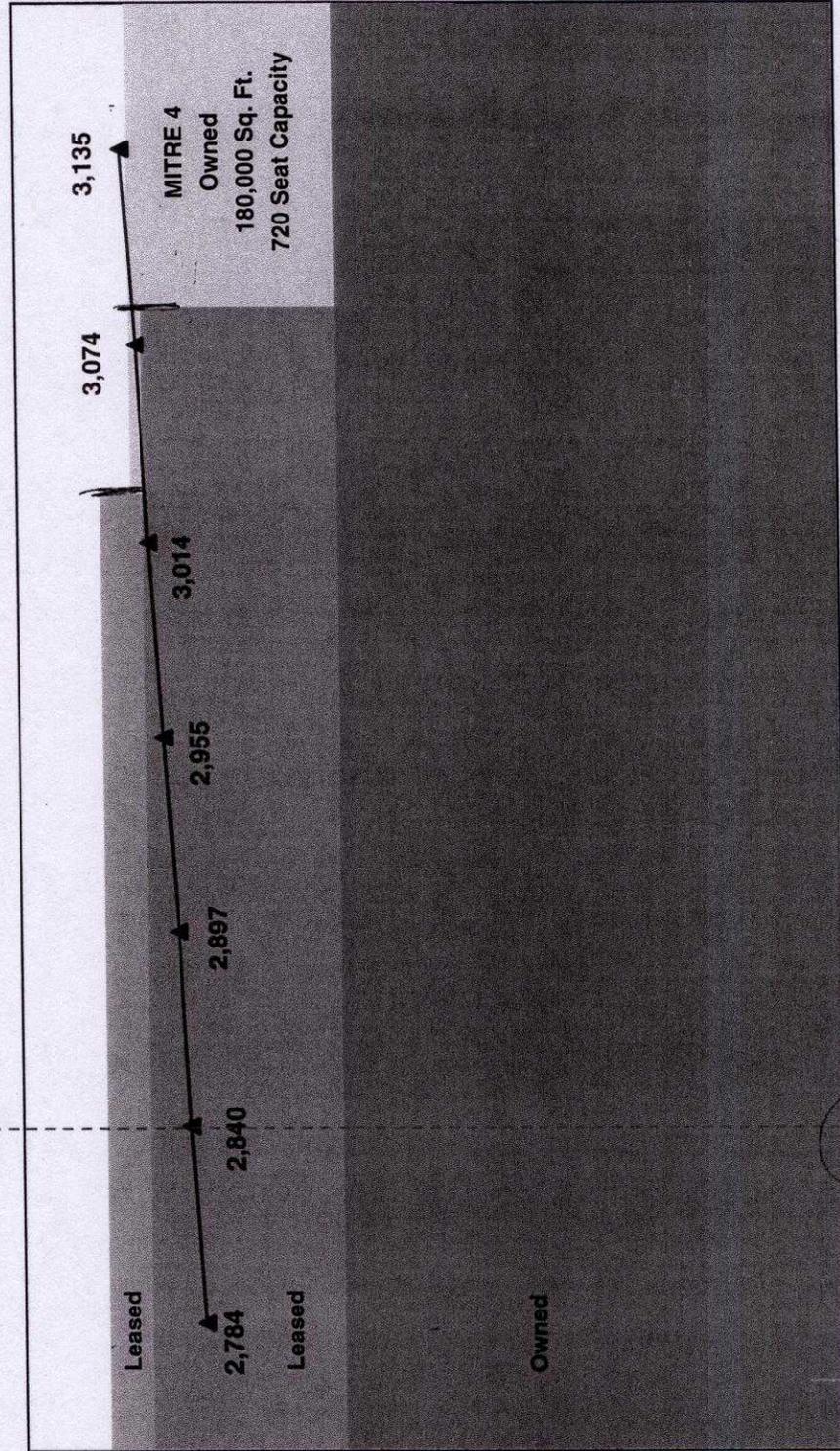
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McLean Campus Staff Office Supply and Demand



▲ Projected Growth

MITRE 4
Decision
Date



SEPT 2008

MITRE

PROFFERS

PCA 92-P-001-2 andPCA 1998-PR-052October 6, 2000

Pursuant to Section 15 2 -2203A of the Code of Virginia, 1950 as amended, and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended) ("ZO"), subject to the Board of Supervisors' approval of the requested Proffered Condition Amendments ("PCA"), the applicant and owner for themselves and their successors and assigns (hereinafter "Applicant") hereby proffers to the following conditions If these applications are approved, the proffered conditions described below supersede all previously approved proffered conditions applicable to the property Any future modification(s) to these proffers or Generalized Development Plan ("GDP") which affects only a specific Building Site or Land Bay may be approved by the Board of Supervisors upon application for a proffered condition amendment by the individual owner of the specific Building Site or Land Bay without amending this entire proffer statement or the entire GDP

I. GENERALIZED DEVELOPMENT PLAN ("GDP"). The locations of the buildings shown on the GDP dated February 10, 1992, revised May 6, 1992, February 23, 1999 and September 12, 2000 shall be considered for illustrative purposes only Specific tabulations for floor area ratios, green space, parking, and final location and footprint of the proposed buildings and parking structures for each individual building site shall be determined at the time of site plan review and approval At the time of each site plan submission, a copy of the site plan shall be submitted to the Providence District Planning Commissioner for review and comment. The GDP is not proffered in its entirety, but certain elements of the GDP as specifically described below are proffered

A Floor Area Ratios ("FAR"). The total FAR on the approximately 131 acre Gross Tract Area (as defined below) for office uses, accessory uses and all other uses permitted in the C-3 Zoning District shall not exceed a 0.65 FAR. However:

1 Individual Building Sites (as defined below) within the Old Springhouse Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Old Springhouse Road Area Land Bay shall not exceed a 1.0 FAR.

2 Individual Building Sites (as defined below) within the Colshire Drive Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Colshire Drive Area Land Bay shall not exceed a 1.0 FAR.

3 Individual Building Sites (as defined below) within the Old Meadow Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR for the Old Meadow Road Land Bay shall not exceed a 0.7 FAR.

Definitions:

Gross Tract Area shall be defined as the sum of the areas of the three Land Bays and consisting of 130.3247 acres

Building Site shall be defined as the land associated with the building, parking and/or parking structures, open space and accessory structures or the "site plan"

The Land Bays shall be defined as follows:

- Old Springhouse Road Area (consisting of approximately 42 acres)
- Colshire Drive Area (consisting of approximately 58 acres)
- Old Meadow Road Area (consisting of approximately 31 acres)

B Building Height.

1 Buildings within the Old Springhouse Road Land Bay shall not exceed 90 feet in height except as qualified by paragraph B.4 below.

2. Buildings within the Colshire Drive Land Bay shall not exceed 90 feet in height except as qualified by paragraph B.4 below.

3. Buildings within the Old Meadow Road Land Bay shall not exceed 75 feet in height except as qualified by paragraph B.4 below.

4 An increase in height for any building(s) may be permitted by the Board of Supervisors in accordance with the applicable Special Exception provisions of the Zoning Ordinance without a Proffer Condition Amendment.

C Landscaping Future Building Sites shall be landscaped using a mix of shade and/or ornamental trees (3" in caliper at planting) and evergreen trees (6' to 8' in height at planting) of a quantity and species consistent with existing WEST*GATE landscaping and as generally, but not specifically, illustrated on Sheet 9 of 9 of the GDP as it relates to quality and quantity of tree and plant stock. All landscaping plans submitted at the time of site plan submission shall be reviewed and approved by the Department of Public Works and Environmental Services ("DPWES") as part of the site plan approval process

D Transitional Screening and Barrier Transitional screening and barrier requirements shall be modified or waived as follows:

1 Building 10 (Hayes) is existing and the transitional screening and barrier modifications for the south, west and east property lines were granted by DPWES for Site Plan 1702-SP-01 and shall remain in place.

2 The limits of the Flood Plain, left undisturbed, shall serve as the transitional screening and barrier for buildings located in Old Meadow Road Land Bay C.

3 Transitional screening and barrier requirements for existing Buildings 14 (Van Buren) and 15 (Garfield) shall be modified to allow the landscaping existing at the time of the rezoning as shown on the GDP to serve as the transitional screening and barrier

4 Transitional screening and barrier requirements for existing buildings located along the east property line in Colshire Drive Land Bay B-3 and along the south property line in Old Meadow Road Land Bay C shall be modified to allow the existing wooded area generally shown on the GDP to serve as the transitional screening and barrier.

5. Transitional screening and barrier for buildings within the Old Springhouse Road Land Bay and the R-30 project, known as Gates of McLean, located east of Scotts Run Crossing is hereby modified in favor of barrier and landscaping installed on R-30 property.

E Pedestrian Access System Continuous four-foot wide concrete sidewalks along public streets fronting individual Building Sites shall be shown on each site plan submitted and shall be installed prior to site plan bond release. The sidewalk system shall be in lieu of any trails shown on the County-wide Trails Plan for the Gross Tract Area with the exception of trails within Park Authority land which are addressed in Proffer IV Park Authority

F Storm Water Management and Best Management Practices.

1 Storm Water Management ("SWM") and Best Management Practices ("BMP") shall be provided for the entire Gross Tract Area in accordance with applicable County ordinances as approved, modified or waived by DPWES. SWM/BMP may be provided on a site by site basis, land bay by land bay basis, or a combination thereof

G. Environmental Quality Corridor ("EQC") and 100 Year Flood Plain ("Flood Plain") Unless waived or modified by the Director of DPWES, the Applicant shall preserve in an undisturbed state the EQC and Flood Plain as generally depicted on the GDP. However, the EQC and Flood Plain may be crossed by utilities, roadways, and trails to the minimum extent necessary. The Applicant shall provide Compensatory Landscaping as defined in Proffer I.I(EYE) herein for EQC encroachments for the storm water detention facility and for the parking structure and access driveway to any building located in the Colshire Drive Land Bay, along the common property line with the Scott Run Stream Valley Park as may be permitted by Exhibit E. Compensatory Landscaping shall be shown on individual site plans submitted to DPWES. The area preserved as the EQC and Flood Plain or the area of Compensatory Landscaping shall be deemed to satisfy transitional screening and barrier requirements in the areas where the EQC and Flood Plain and transitional screening yards coincide and consistent with Proffer I.D herein

H Limits of Clearing and Grading. The Applicant shall use best efforts to adhere to the preliminary limits of clearing and grading as shown on the GDP. However, actual limits of clearing and grading shall be determined at the time of site plan approval. DPWES may approve minor deviations from the limits of clearing and grading shown on the GDP provided that Compensatory Landscaping is provided per Proffer I I(EYE) herein.

1(EYE). Compensatory Landscaping The Applicant may deviate to a limited extent into or cross the EQC per Proffer I G herein or the Applicant may deviate from preliminary limits of clearing and grading shown on the GDP per Proffer I H herein provided that the Applicant provides Compensatory Landscaping. Compensatory Landscaping shall be defined as the Applicant's choice of the following:

1 Planting an area equal to 125% of the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP with trees 3" at planting in caliper or evergreens 6' - 8' in height at planting in quantities and species approved by DPWES in accordance with Section 12-04037A of the Fairfax Public Facilities Manual or other methods acceptable to DPWES; or

2 Providing an uncleared or undisturbed area equal to the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP, or

3 A combination of Proffer 1(EYE) 1 and 2 herein.

The Compensatory Landscaping shall be provided either on the Building Site or within the Land Bay and adjacent to or as contiguous to the area of the EQC or Flood Plain disturbance or deviation from the preliminary limits of clearing and grading shown on the GDP as possible

II. TREATMENT OF CELLAR SPACE. The Applicant agrees to limit the use of cellar space to

A The core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms),

B Specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenants or janitorial supplies, libraries, etc),

C Simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);

D Office use which shall not exceed 50% of the cellar space

Although the Applicant may elect to provide parking for cellar uses A, B, and C above, parking shall not be required for uses A, B, and C above. Cellar use D above shall be parked at "office rate", based on the total of the Gross Floor Area of the building plus the amount of the cellar area used as office use, however, cellar space, regardless of use, shall not be computed as Gross Floor Area for FAR purposes

III. TRANSPORTATION PROFFERS

A Tysons Corner Area Wide Transportation Contribution.

1 The Applicant shall contribute to Fairfax County Two Dollars and Eighty-five Cents (\$2 85) per FAR square foot (not including cellar space) with the following exceptions

- All buildings existing at the time of the original rezoning application as approved by the Board of Supervisors 6/22/92 and shown on Exhibit H attached hereto shall be exempt from the \$2 85 payment to the extent that there is no increase in FAR square feet above the FAR square feet shown for existing buildings depicted in "Floor Area Ratio Computation" appearing on Sheet 8 of 9 in the GDP
- Building Site 8 (McKinley) (254,210 FAR square feet) and Building Site 24 (Harrison) (95,304 FAR square feet) or 349,514 equivalent FAR square feet on other sites within the Gross Tract Area shall be exempt from the \$2 85 per FAR square feet to the extent there is no increase in FAR square feet above 349,514 FAR square feet. To the extent there is an increase in FAR square feet for Building Sites 8 (McKinley) and 24 (Harrison) above 349,514 FAR square feet, the \$2 85 per FAR square feet shall apply only to the net increase in FAR square feet.
- The \$2.85 per square foot, as increased by escalations to the Engineering News Record, Construction Cost Index from the date of approval of RZ 92-P-001 (6/22/92), shall be paid directly to the County of Fairfax at the time of issuance of the building permit(s) for building(s) for which the building permit(s) is being issued and shall be used for Tysons Area Wide Transportation Improvements

Priorities and disposition of Tysons Area Wide Transportation Contributions shall be approved by the Providence District Supervisor in consultation with appropriate Fairfax County officials.

B Transportation Design

1 Eastbound I-66/DAAR Ramp and Loop from Northbound Route 123 The Applicant shall provide Fairfax County with \$110,000 for Fairfax County to design the proposed Eastbound I-66 Ramp and Associated Loop shown on Sheet 2 of 9 of the GDP Payment shall be made in accordance with Exhibit A "Transportation Phasing Schedule" attached herein

2 Route 123 Widening to six (6) through lanes The Applicant shall contract with a Virginia Licensed Professional Engineer ("Engineer") to provide preliminary design of the widening of Route 123 from the Old Meadow Road intersection through the Anderson Road intersection to six (6) through lanes, associated turning lanes and sidewalk both sides. All civil engineering shall be based on VDOT Road and Bridge Standards, Volumes I and II unless otherwise waived or modified by VDOT. The Scope of Work shall be contracted and performed per Exhibit B attached herein

The Scope of Work defined in Exhibit B shall specifically not be considered construction or bid documents Within six (6) months of the date of Board of Supervisors' approval of RZ 92-P-001, a Virginia Licensed Professional Engineer shall submit six (6) sets of documents to the Fairfax County Director of Department of Transportation and six (6) sets of documents to VDOT after completion of Scope of Work Task II B for the purpose of DOT and VDOT review and comment Upon receipt of review comments by DOT and VDOT or 90 days, whichever is earlier, the Engineer shall proceed with Scope of Work Tasks II C through G and submit Scope of Work Task II A through G to DOT and VDOT for review and comment. DOT and VDOT shall have 90 days to reply Upon receipt of comments or 90 days, whichever is earlier, the Engineer shall prepare the Preliminary Design Study Report ("PDSR"), incorporate comments and publish PDSR. The County shall notify, in writing, the Engineer and the Applicant of approval of the PDSR within 90 days and the Engineer shall submit the Final PDSR per Scope of Work Task III A and B. Submission of the Final PDSR shall constitute completion of this Proffer, or

Alternatively the Applicant may escrow \$50,000 with Fairfax County at any time after 18 months of the submittal to DOT of Scope of Work Tasks II B which shall constitute completion of the Route 123 design obligation cited in the Transportation Phasing Schedule. At the option of the County, the County may draw upon the escrow to complete the Final PDSR. In the event that the County does not complete the Final PDSR, the \$50,000 escrow, including interest accrued, shall be returned to the Applicant upon the actual submission of the Final PDSR by the Applicant.

C Street Dedications Upon receipt from Fairfax County or at the time of a site plan submission which involves dedication of contiguous right-of-way, whichever is earlier, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors the following rights-of-way and associated ancillary easements:

1 Land necessary to construct the widening of Route 123 between Old Meadow Road and Anderson Road. Area of dedication to be determined by Design Proffer III B 2 herein.

2 Land, of approximately 0.05 acres (2200 square feet) for the construction of the I-66/DAAR eastbound ramp. The actual area of dedication shall be determined by results of Proffer III B 1, but under no circumstance shall dedication of land preclude the Garfield Building from achieving 181 surface parking spaces of the 207 existing parking spaces and travel lanes which allow 360 degree circulation around the building and parking lot.

3 Land necessary to construct and maintain a public street referred to as "Proposed Old Springhouse Road Extended" as generally shown on Sheet 4 of 9 of the GDP.

4 Notwithstanding timing indicated in "Transportation Phasing Schedule" (Exhibit A), Applicant shall dedicate right-of-way to the Board of Supervisors in fee simple and shall substantially construct the Colshire Meadow Drive two-lane roadway and associated bridge (as generally depicted on the GDP) by a date certain of four (4) years from the date of approval of these applications. Substantial Completion shall be defined as "open for traffic" as opposed to accepted by VDOT for maintenance. If the roadway and the bridge cannot be constructed to an "open for traffic" condition within four (4) years of the date of approval of these applications despite the Applicant's diligent efforts, only one new shell building permit not to exceed 200,000 new FAR square feet within the Old Meadow Road Land Bay shall be issued

ntil road is "open for traffic" or this commitment is waived or modified by a subsequent PCA application.

5 Land necessary to construct and maintain one (1) additional outbound right hand turn lane from existing Old Springhouse Road onto Route 123

6 Land necessary to construct up to one (1) additional lane from Old Meadow Road onto Route 123

7 Land necessary to construct and maintain not more than two (2) additional outbound lanes from Colshire Drive onto Route 123.

The Applicant's agreement to convey fee simple title to the Board of Supervisors for the above mentioned rights-of-way is subject to all of the following conditions:

- Density credit for dedication in advance of construction shall be granted by the Board of Supervisors with the approval of RZ 92-P-001 pursuant to Article 2-308 of the ZO
- Density Credit for dedication may be utilized anywhere within the Gross Tract Area and shall not be limited to the site plan from which dedication is made.

8 The Applicant's obligation to convey fee simple title to the Board of Supervisors for rights of way for buildings indicated as "existing" on the GDP shall be conditioned on a waiver granted by the Board of Supervisors of the peripheral parking lot landscaping requirement Article 13-202, Paragraph 1, A and B of the ZO in lieu of Article 13-202, Paragraph 2, A and B for all dedications associated with those rights of way.

9 As a condition of the Applicant's obligation to make the dedications referred to in III C 2, the Board of Supervisors shall direct the Director of DPWES to grant pursuant to Article 11-102, Paragraph 8 of the ZO, a reduction in parking for up to 26 parking spaces and approve 181 spaces (current parking ordinance requirement) as opposed to existing 207 spaces (old ordinance requirement and spaces shown on existing site plan) for Building 15 in order to dedicate land and accomplish construction by others of the proposed Eastbound I-66/DAAR Ramp.

10 The dedication referred to in III C 4 shall be conditioned on the granting by the Park Authority of the necessary rights-of-way and easements to dedicate and construct Colshire Meadow Drive and bridge pursuant to Proffer IV.A herein.

11 Applicant agrees to dedicate *in fee simple* approximately 1.1392 land to the County of Fairfax for ultimate dedication to the Commonwealth of Virginia I-495 right of way as generally shown on sheet 4A and 4B of 9 and identified as "VDC Reserved Area" upon the earliest of the following events

a Approval of the first proposed (new) site plan with pre I-495 frontage within the Old Springhouse Road Land Bay as generally shown on sheet 4B of 9, or

b Upon funding of the projects generally called Beltway Improvements a k a I-495 HOV Lane Study; or

c March 31, 2005.

Dedication of the land would be conditioned upon Applicant obtaining advance den pursuant to Sect 2-308 of the Zoning Ordinance.

Notwithstanding dedication commitments above, Applicant shall be permitted to encroach into the I-495 future right-of-way and grant temporary construction and easements and a permanent maintenance easement to utility companies prior to dedication in 11.a. above. Encroachments shall not exceed areas generally as shown on Exhibits attached hereto. Minor deviations from these areas may be granted administratively.

12 Applicant agrees to dedicate *in fee simple* approximately 1.123 land to the County of Fairfax for ultimate dedication to WMATA or other "rail entity" I-495 frontage as generally shown on sheet 4A and 4B of 9 and identified as "WMATA Area" for the purpose of installing rail similar to Metro Rail ("Rail") The Applicant shall dedicate the right of way the earlier of the following events:

a Approval of the first proposed (new) site plan with pre I-495 frontage within the Old Springhouse Road Land Bay as shown on sheets 4A and

11 Applicant agrees to dedicate *in fee simple* approximately 1 1392 acres of land to the County of Fairfax for ultimate dedication to the Commonwealth of Virginia along the I-495 right of way as generally shown on sheet 4A and 4B of 9 and identified as "VDOT Reserved Area" upon the earliest of the following events

a Approval of the first proposed (new) site plan with predominately I-495 frontage within the Old Springhouse Road Land Bay as generally shown on sheet 4A and 4B of 9, or

b Upon funding of the projects generally called Beltway Improvements a k a I-495 HOV Lane Study; or

c March 31, 2005.

Dedication of the land would be conditioned upon Applicant obtaining advance density credit pursuant to Sect 2-308 of the Zoning Ordinance.

Notwithstanding dedication commitments above, Applicant shall be permitted to encroach into the I-495 future right-of-way and grant temporary construction and grading easements and a permanent maintenance easement to utility companies prior to dedications cited in 11.a. above. Encroachments shall not exceed areas generally as shown on Exhibits F and G attached hereto. Minor deviations from these areas may be granted administratively by DOT.

12 Applicant agrees to dedicate *in fee simple* approximately 1.3794 acres of land to the County of Fairfax for ultimate dedication to WMATA or other "rail entity" along Rt 123 frontage as generally shown on sheet 4A and 4B of 9 and identified as "WMATA Reserved Area" for the purpose of installing rail similar to Metro Rail ("Rail") The Applicant shall dedicate right of way the earlier of the following events:

a Approval of the first proposed (new) site plan with predominately Rt. 123 frontage within the Old Springhouse Road Land Bay as shown on sheets 4A and 4B of 9; or

b Funding of a Rail project which connects this location to West Falls Church Metro Station, or

c March 31, 2005

Dedication of land would be conditioned upon attaining advance density credit pursuant to Sect 2-308 of the Zoning Ordinance

D Proposed Street Construction.

1 The Applicant shall construct Proposed Old Springhouse Road Extended as generally, but not specifically, depicted on Sheet 4 of 9 of the GDP per Exhibit A "Transportation Phasing Schedule" attached herein

2 The Applicant shall construct an outbound double right hand turn at the intersection of existing Old Springhouse Road and Route 123 per Exhibit A "Transportation Phasing Schedule" attached herein

3A The Applicant shall construct the improvements, referred to as Scenario W, X, Y or Z as described on sheets 5 and 6 of 9 of the GDP as may be selected by VDOT, to Old Meadow Road, Colshire Meadow Road, Colshire Drive, and related intersections with Route 123, provided all appropriate approvals are obtained from the County and VDOT pursuant to _____ paragraphs 3B and 3C below

3B The Applicant shall, in writing and within 90 days of the approval of RZ 92-P-001 by the Board of Supervisors, petition VDOT for approval to construct the improvements to Old Meadow Road, Colshire Meadow Drive, Colshire Drive and related intersections with Route 123, as shown on sheets 5 and 6 of the GDP. The Applicant acknowledges that the Department of Transportation's currently recommended alternative is Scenario W-P, and the Applicant further acknowledges that citizens in the vicinity of the application property have expressed a preference for Scenario Z. Said request shall be accompanied by the necessary traffic and engineering analyses of all four Scenarios, sufficient to enable VDOT to evaluate the relative performance of all four (4) of the alternatives on the safety and capacity of Route 123 between I-495 and the Dulles Airport Access Highway ("DAAR"). The Applicant further commits to provide any further supporting technical documentation, including, without limitation, studies using the Highway Critical Method, as may be required by

VDOT to evaluate these alternatives. Copies of all submissions to and correspondence with VDOT relating to this paragraph shall be provided simultaneously to OT

3C In the event that VDOT approves the road improvements described as Scenario W within 330 days of the approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising Scenario W in accordance with Exhibit A "Transportation Phasing Schedule" attached herein

4 In the event that VDOT approved the road improvements described as Scenario X or Y within 330 days of approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising the selected Scenario in accordance with Exhibit A "Transportation Phasing Schedule" attached herein.

5 In the event that within 330 days of approval of RZ 92-P-001 by the Board of Supervisors VDOT approves Scenario Z, the Applicant shall:

a construct road improvements consistent with Scenario Z and in accordance with the timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein

b construct a two (2) lane Colshire Meadow Drive and associated two (2) lane bridge across the Park consistent with Scenario Z and in accordance with the timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein.

6 In the event VDOT does not respond in 330 days of approval of RZ 92-P-001 by the Board of Supervisors (which may be extended by mutual written consent of the Applicant, DOT and VDOT), the Applicant may proceed with the Applicant's choice of Scenario W or X or Y or Z on an intersection-by-intersection basis and to the extent VDOT right-of-way permits may be obtained for said construction. Intersection improvements shall be constructed in accordance with timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein. In the event the Applicant cannot obtain VDOT right-of-way permits to construct the collective or individual intersections outlined in Scenario W or X or Y or Z after diligently pursuing permits and being denied by VDOT in writing, the Applicant may proceed with development square footage outlined in Exhibit A "Transportation Phasing Schedule" attached herein without an obligation to construct improved intersections

7a In the event the Applicant is unable to proceed with intersection improvements at Old Meadow Road and Route 123, pursuant to Proffer III D 7 herein, the Applicant shall contribute to Fairfax County \$145,000 00, as increased by escalations to the Engineering News Record, Construction Cost Index from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A

7b In the event the Applicant is unable to proceed with intersection improvements at Colshire Drive and Route 123, pursuant to Proffer III D 7 herein, the Applicant shall contribute to Fairfax County \$140,000, as increased by escalations to the Virginia Highway Construction Bid Index from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 FAR square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A

Note: Minor deviations from Scenario W, X, Y and Z or combinations of Scenarios W, X, Y or Z described in Proffer III D 1 through 7a and 7b herein which are recommended by VDOT and reviewed and approved by the Director of the Office of Transportation, shall not constitute a requirement for a Proffer Condition Amendment by the Applicant.

8 Notwithstanding Proffer III D 1 through 7 and the Transportation Phasing Schedule (Exhibit A) prior to issuance of building permits and non-residential use permits as detailed below for the next new FAR square footage in the Old Meadow Road Land Bay or Old Springhouse Road Land Bay, the Applicant shall construct and dedicate land as necessary to the Board of Supervisors in fee simple, subject to the approval of VDOT and the issuance of VDOT permits, for an additional lane on Old Meadow Road as it approaches Route 123 intersection, rendering an outbound left, a left and through, and a free right hand turn lane. The additional lane shall be approximately 300 feet long with an approximate 120 foot taper, but not to exceed the Grant Building (GDP No. 16) frontage on Old Meadow Road. In the event VDOT requires a

receiving lane on Route 123 to accommodate the free right hand turn lane, the Applicant shall construct the receiving lane for a distance of approximately 237 feet, but not to exceed the Grant Building (GDP No 16) frontage on Route 123, including taper or transition into existing Route 123 through lane. The relocation of the existing WMATA bus shelter at the corner of Old Meadow Road and Route 123 shall be done at the Applicant's expense. Any cost of signalization associated with the additional lane shall be the responsibility of the Applicant. VDOT permits or VDOT letter denying permits shall be prerequisite to the issuance of the next building permit issued in the Old Meadow Road Land Bay. If VDOT permits are issued, the additional construction shall be completed sufficient to be open for traffic (as opposed to accepted by VDOT for maintenance) as a prerequisite to the issuance of the shell non-residential use permit for the building. If VDOT permits cannot be obtained and are denied in writing, the Applicant is relieved of this Proffer in its entirety. The additional lane on Old Meadow Road is to be considered an interim improvement and in the event VDOT selects Scenario W or X, the Applicant acknowledges that the additional lane may be obsolete or possibly have to be removed, the right-of-way vacated and the area restored. If the Applicant constructs the additional lane and Proffer III D 7a is implemented, Proffer III D 7a obligations shall be reduced by \$52,000 which is deemed the value of the additional Old Meadow Road lane constructed.

E Traffic Signals at Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive At such time as signals are warranted as determined by VDOT, the Applicant shall provide the design, equipment, and installation of a traffic signal, or funds sufficient for same, at the intersections of Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive.

F Transportation Systems Management The Applicant agrees to enter into an Agreement with TYTRAN to implement a Transportation Demand Management Program ("Program") as generally described in Exhibit D. The Applicant's only obligation is to monitor the provisions of the Agreement for compliance with the Program and fund the Program per paragraph 4 of the Program. The Applicant may elect to terminate the Agreement with TYTRAN/Regional Employer Services Program (RESP) for noncompliance at any time during the term of this proffer pursuant to paragraph 5 of the Program and pay \$30,000 a year to

XC/DOT/RESP for the remaining year(s) of the Program cited in paragraph 4 In this case, payment of \$30,000 a year to the County for the remaining years of the Program shall be the Applicant's only obligation under this proffer This proffer shall terminate upon final payment of \$30,000 on January 31, 2003 and notice provisions on continuation or cessation of the Program cited in paragraph 6 of the Program

G Bus Shelters and Bus Stop Pedestrian Access

1 The Applicant shall provide to Fairfax County, within 60 days of approval of RZ 92-P-001 by the Board of Supervisors, \$30,000 for the design and construction of three (3) WMATA standard bus shelters to be located on either the north or the south side of Route 123 at existing bus stops between Old Springhouse Road and Anderson Road intersections or at other locations within the Gross Tract Area acceptable to the Applicant In the event that any or all of the three (3) bus shelters, valued at \$10,000 each, are not constructed by December 22, 1997, any or all of the unspent \$30,000 shall be paid by the County to TYTRAN as the Applicant's partial or full payment credit for the next TYTRAN Transportation Coordinator annual payment due per Proffer III F above

2 The Applicant shall make reasonable effort to construct temporary asphalt, concrete, or stone paths where practical to connect existing sidewalk along the north and south sides of Route 123 between Old Meadow Road and Anderson Road. Installation of temporary paths within VDOT right-of-way shall be contingent upon approval by VDOT and the issuance of VDOT permits, whose approvals and permits the Applicant shall diligently pursue. The Applicant shall make reasonable effort to keep temporary paths in good repair. The intent of this proffer is to provide temporary, safe, all weather access to transit stops from existing or future sidewalk The number, location, and design of the paths shall be at the sole discretion of the Applicant and shall be installed within 24 months of the approval of RZ 92-P-001 by the Board of Supervisors. This proffer is specifically not a prerequisite to any site plan nor building permit approval. This proffer shall automatically extinguish with the construction of Rt. 123 and side street improvements as described in Exhibit A.

H. Transportation Phasing Schedule. Applicant shall phase transportation improvements in accordance with the "Transportation Phasing Schedule" attached as Exhibit A

1 (EYE) West*Gate Transit Stop Applicant shall dedicate approximately 2.3496 acres of land at the southwest corner of Dolley Madison Boulevard (Rt 123) and Colshire Drive (Rt 6471) as generally shown on sheet 2 of 9. The dedication plat shall be submitted to the County within 60 days of the approval of these PCAs and recorded immediately upon approval of the Dedication Plat by the Director of DPWES. Dedication of land to the Board of Supervisors, fee simple, shall be conditioned upon attaining advance density credit pursuant to 2-308 of the Zoning Ordinance.

IV. FAIRFAX COUNTY PARK AUTHORITY

A The Applicant shall provide the Park Authority with all items listed in Park Board Resolution approved September 17, 1991, as may be amended, and attached as Exhibit C, provided that

- 1 Rezoning application RZ 92-P-001 is approved; and
- 2 The Park Board grants all necessary right-of-way, construction easements, and permanent access and maintenance easements to the Applicant to construct and maintain easements to the Applicant to construct and maintain a public two (2), three (3) or four (4) lane roadway and bridge across the Scotts Run Stream Valley Park in the location shown on Sheets 2 and 3 of 9 of the GDP and in general conformance with Public Improvement Plan 8293-P1-01-1 (as may be amended)

B The Applicant shall provide screening along approximately 400 linear feet of chain link fence between The Colonies and the Park entrance road and parking lot. The planting strip between the edge of the parking lot and fence varies between 3' and 5' in width. Columnar evergreens, either shrubs or small trees, planted 4' - 5' on center, will provide screening and some noise attenuation between the parking lot and The Colonies residences. The Applicant shall plant approximately 50 trees, shrubs or plants within 18 months of the date of approval of RZ 92-P-001 at a cost to the Applicant not to exceed \$3,000. Final species selection and planting plan shall be subject to review and approval of Fairfax County Park Authority Staff. The Applicant shall have no maintenance responsibility nor warranty beyond any planting warranty that may be provided by nursery or nurseryman

C The Applicant shall provide Virginia registered civil engineering services to develop a plan for remediation of the erosion problem at terminus of existing rip-rap ditch at low end of parking lot. The remediation may include, but not be limited to, the installation of velocity brakes, flaring rip-rap and grouting rip-rap as may be determined by civil engineer. The Applicant shall repair the erosion problem based on civil engineer's recommendation and the Park Authority concurrence with recommendation at a total cost of civil engineering and construction combined not to exceed \$10,000. The Applicant shall complete engineering and construction within one (1) year of the date of approval of RZ 92-P-001. The Applicant shall not be required to obtain a bond or permit for construction nor provide post construction maintenance or repair.

V. LAND BAY A-1 AND PEDESTRIAN CONNECTIONS TO THE FUTURE METRO RAIL STATION AND LAND PLATFORM.

Special Exception Amendment SEA 98-P-051 is concurrently processing with PCA 92-P-001-2 and PCA 1998-PR-052. The Special Exception Plat associated with SEA 98-P-051 (plat entitled "West Gate - portion of Old Springhouse Road Land Bay" (sheets 1 through 16) prepared by Huntley Nyce & Associates, Ltd., dated May 18, 1998 and as revised through October 6, 2000) is incorporated herein by reference (the "Special Exception Plat"). The Owner(s) of Land Bay A-1, its successors and assigns ("Owner(s)" for purposes of this Proffer V), agrees to construct the above-grade pedestrian connection by the later of December 31, 2015 or the issuance of the shell Non-Residential Use Permit for the fourth/last building, subject to the following conditions.

- 1 Subject to the approval of the location and design of the Owner(s) proposed pedestrian connections to the future Metro Rail Station by WMATA and Fairfax County, as applicable, the Owner(s) shall construct at grade and an above-grade connection to the Metro Station as provided herein, at the Owner(s) cost.
- 2 The Owner(s) responsibility for constructing the above-grade connection is subject to (a) securing WMATA's approval at no cost to the Owner(s), other than the normally required application and permit fees and the costs of constructing the pedestrian connection; (b) the location of the Metro Rail Station remaining within the WMATA reserved area as reflected on the Special Exception Plat and with the elevated pedestrian

WEST*GROUP PROPERTIES LLC (Land Bays A-1, A-2, B-2, B-3, B-4, B-5, B-6 and C)

By G.T. Halpin
G T Halpin, President

THE MITRE CORPORATION (Land Bay B-1)

By _____
Lewis Fincke, Vice President, Chief Financial Officer and Treasurer

Fairfax County Board of Supervisors (Portion of public rights-of-way for Old Springhouse Road)

By _____
Anthony H. Griffin, County Executive

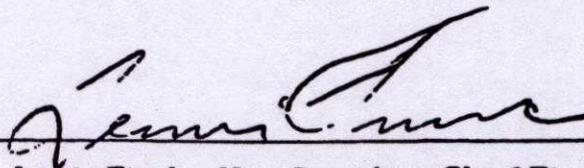
Capital One Financial Corporation (Contingent Contract Purchaser - Land Bay A-1)

By: _____
Barry L. Mark

VEST*GROUP PROPERTIES LLC (Land Bays A-1, A-2, B-2, B-3, B-4, B-5, B-6 and C)

By _____
G. T Halpin, President

THE MITRE CORPORATION (Land Bay B-1)

By:  _____
Lewis Fincke, Vice President, Chief Financial Officer and Treasurer

Fairfax County Board of Supervisors (Portion of public rights-of-way for Old Springhouse Road)

By: _____
Anthony H. Griffin, County Executive

Capital One Financial Corporation (Contingent Contract Purchaser - Land Bay A-1)

By: _____
Barry L. Mark

WEST*GROUP PROPERTIES LLC (Land Bays A-1, A-2, B-2, B-3, B-4, B-5, B-6 and C)

By _____

G. T Halpin, President

THE MITRE CORPORATION (Land Bay B-1)

By _____

Lewis Fincke, Vice President, Chief Financial Officer and Treasurer.

Fairfax County Board of Supervisors (Portion of public rights-of-way for Old Springhouse _____ Road)

By _____

Anthony H. Griffin, County Executive

Capital One Financial Corporation (Contingent Contract Purchaser – Land Bay A-1)

By: *Barry L. Mark*

Barry L. Mark

WEST*GROUP PROPERTIES LLC (Land Bays A-1, A-2, B-2, B-3, B-4, B-5, B-6 and C)

By _____
G. T Halpin, President

THE MITRE CORPORATION (Land Bay B-1)

By _____
Lewis Fincke, Vice President, Chief Financial Officer and Treasurer

Fairfax County Board of Supervisors (Portion of public rights-of-way for Old Springhouse Road)

By A H Griffin
Anthony H. Griffin, County Executive

Capital One Financial Corporation (Contingent Contract Purchaser - Land Bay A-1)

By: _____
Barry L. Mark

EXHIBIT A
TRANSPORTATION PHASING SCHEDULE
IMPROVEMENTS REQUIRED

FAR PERMITTED

Applicant shall be permitted to obtain building permits for:

- o 349,514 FAR sf
 - o An additional 565,023 new FAR sf
 - o No Improvements.
 - o \$110,000 for design Eastbound I-66/DAAR Ramp & Loop per Proffer III.B.1
 - o Design Route 123 widening per Proffer III.B.2
 - o \$30,000 payment per year to TYTRAN for Transportation Coordinator per Proffer III.E starting no later than 6 months after the approval of RZ 92-P-001 by BOS
-
- A. An additional 387,648 new FAR sf at Applicant's option, Improvements 1,2,3 or 4
 - B. An additional 297,255 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
 - C. An additional 256,000 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
 - D. An additional 430,903 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
- 1. Old Springhouse Road Extended per Proffer III.D.1.
 - 2. Two outbound right turn lanes from Route 3543 (existing Old Springhouse Road) onto Route 123 per Proffer III.D.2.
 - 3. Double left or triple left turn lanes onto Route 123 from Route 6471 (Colshire Drive). Two or three lanes to be determined by VDOT per scenario selection referenced in Proffer III.D.3A-C.
 - 4. Intersection Scenario W, X, Y or Z at Old Meadow Road and Route 123 per VDOT determination or opt out option per Proffer III.D.7a and 7b.

EXHIBIT A
TRANSPORTATION PHASING SCHEDULE

Notes:

- o The total new FAR allowed after completion of all improvement phases is 2,286,343 FAR square feet.
- o The total FAR for the Gross Tract Area is 3,491,841 FAR square feet.
- o The difference of 1,205,498 FAR is shown as existing "to remain" on the GDP. This 1,205,498 FAR may be replaced building by building with buildings of equal FAR without requiring improvements listed in "Improvements Required" column above. This applies to GDP Buildings 1,2,7,10,11,13,14,15,16,17,18,19,21,22,25 and 26.
- o Any Phase may be implemented independently from any other Phase and FAR square feet permitted in any Phase may occur in any Land Bay or any Building Site within the entire Gross Tract Area.
- o Plan approval, bonding, County or VDOT permits for Improvements 1-4 shall be obtained prior to issuance of a building permit for new FAR square feet A-D. Improvements 1-4 shall be completed prior to issuance of non-rup for last FAR square foot increment A-D.

EXHIBIT B

SCOPE OF WORK

ROUTE 123 WIDENING TO SIX (6) THROUGH LANES

I. SURVEYS.

- A. Establish base control traverse in accordance with County criteria.
- B. Run level circuit and set elevation bench marks.
- C. Set panels, obtain aerial photography and map project limits using photogrammetric methods. Mapping to be prepared at a scale of 1" = 50' with 2' contour, in accordance with National Map Accuracy Standards.
- D. Enhance photogrammetric mapping where required using conventional field methods. Profile and section the proposed alignment, intersecting roadways, entrances, driveways and other critical features, where more precise definition is needed.
- E. Tie property lines and property corners as required in order to prepare plats for right-of-way and/or temporary and permanent easements.
- F. Compile locations of underground utilities from available records, input from utility companies, and field surveys of visible features. Obtain storm and sanitary sewer structure and invert elevations. Any test pits required to locate critical underground utilities will be arranged for by the County.
- G. Prepare comprehensive survey plots and draft base topographic mapping.

II. RELIMINARY DESIGN.

GMA

A. Prepare design criteria and establish roadway Typical sections.

B. Prepare preliminary Plans and Profile Study (on roll drawings).

Particular emphasis will be given to:

1. Development of a roadway profile and alignment that minimizes impacts and right-of-way acquisition on commercial and industrial buildings and properties currently fronting existing Route 123.

2. Design compatible with horizontal and vertical options for intersections outlined in Proffer III.B for Old Meadow Road, Colshire Drive and Old Springhouse Road Extended and Anderson Road.

3. Coordination of horizontal and vertical alignment with existing I-495/Route 123 ramps and approaches and proposed I-495/DAAR Eastbound Ramp and Loop.

C. Develop preliminary traffic control plan.

F. Prepare exhibits for informational meetings as required.

G. Assist the County in resolving design and right-of-way issues raised during review process.

H. Prepare Preliminary Design Study Report, incorporate comments and publish final report.

II. FINAL PRELIMINARY DESIGN REPORT. To be initiated upon written notice from County of approval of Design Report.

A. Incorporate review comments.

.. Compute final horizontal and vertical alignment.

Whereas, the Fairfax County Comprehensive Plan identifies the Tyson's Corner area as the only Urban Center of Fairfax County, and it is more unique, and

Whereas, Scott's Run Stream Valley Park lies within the confines of Tyson's Corner Urban Center, as does West*Gate, an commercial development, and

Whereas, Policy 100 of the Fairfax County Park Authority (FCPA) states that the FCPA shall resist by all means any attempt by any entity to encroach upon any park, and the FCPA in March 1991 denied a request by West*Gate to build a road through Scott's Run Stream Valley Park which included the Director sending a letter to West*Gate stating that the FCPA does not want to set a precedent by approving such a road, and

Whereas, West*Gate corporation has requested from the FCPA an aerial easement for a bridge to connect to a road which the Fairfax County Office of Transportation and Virginia Department of Highways have stated is needed to relieve traffic congestion in a future redevelopment of the West*Gate properties, and

Whereas, the West*Gate easement request is in compliance with the Fairfax County Policy 301 concerning easements, and

Whereas, the deed conveying the property for Scott's Run Stream Valley Park to the FCPA contains a clause which would cause the entire property to revert back to the original trustees upon any part of the park being provided in fee simple ownership to any other entity, and said deed would not convey title to any land within the park, and

Whereas, the Environmental Services Section of the FCPA Conservation Division has analysed the easement request and have reported that there would be no significant environmental degradation if a bridge was built,

Be it, therefore, resolved that the Fairfax County Park Authority (FCPA) shall grant to West*Gate, its successors and assigns (the Developer), a permanent aerial easement and any temporary construction easements for the construction of a bridge over Scott's Run Stream Valley Park (the park) south of Route 123, to connect to the proposed Colshire Meadow Drive, as shown in Public Improvement Plan. 8293-P-01-1, and that the Developer shall compensate the FCPA for such easements by meeting the following provisions and conditions:

The deed of this section of the park, parcel 29-4-((1))-31, must be changed to allow the granting of temporary and permanent easements to the developer to construct and use said bridge, and this deed must be approved by the Fairfax County Attorney.

The Developer shall deed to the FCPA four (4) parcels of land (designated parcels A, B, C, and D) totalling approximately one (1) acre containing hardwood forest vegetation, as shown on Attachment A, a plat dated September 17, 1991, and said deed shall include a clause reserving the density of the parcels to the Developer for the future zoning, pursuant to Section 2-308 of the Fairfax County Zoning Ordinance.

The Developer shall submit the bridge design, which must be of an environmentally sensitive nature, to the FCPA staff for review.

The Developer shall only make improvements to the existing natural waterway of Scott's Run which are in conformance with the Fairfax County Public Facilities Manual, and those actions shall be reviewed by the FCPA Trails Coordinator and the FCPA Conservation Division staff.

The Developer agrees to provide a trail system from the north end of the park through to southwest end of Scott's Run at a length of approximately 2,500 linear feet, constructed to the satisfactory review of the FCPA Trails Coordinator and in conformance with the Fairfax County Public Facilities Manual.

The Developer shall provide a twelve (12) foot wide trail easement through parcel 29-4-((6))-107 and construct a trail section on the easement, similar to that described above, which shall connect with a footbridge across Scott's Run which shall connect with the trail mentioned in number 5, above.

The Developer shall construct a chain link fence where none currently exists, in conformance with FCPA standards, of approximately 1,300 feet along the perimeter between the park and the Colonies Condominiums on the Colonies side of the property line, pursuant to an agreement between the Colonies Co-Owners Association and the FCPA.

The Developer shall address all wetlands, if any, in conformance with applicable federal, state, and county regulations.

The Developer shall file application with the Fairfax County Health Department to participate in the "Adopt-a-Stream" program in order to help protect the section of Scott's Run within the boundaries of the park.

1. The Developer shall be responsible for all fees, permits, etc.
2. The FCPA Conservation Division staff shall work with Westgate School to develop a natural area and flower meadow within the Scott's Run Stream Valley/Westgate parks.

Be it further resolved, that this easement, plus compensation for each and all conditions mentioned above, shall be granted contingent upon approval of a future rezoning of the Westgate properties which shall address the proposed Colshire Meadow Drive, the bridge over Scott's Run and its related traffic movement and environmental issues.

Be it further resolved that nothing in this resolution shall be construed to exclude the FCPA from participating in any proffer or review process pursuant to any future rezoning of the Westgate properties.

Resolution approved by the Fairfax County Park Authority by a vote of 6-1 on September 17, 1991

Transportation Demand Management Program between Applicant and TYTRAN

March 17, 1999

The Tysons Corner Urban Center Plan establishes an overall 20% mode split goal for HOV trips to and from the Tysons Corner area through Transportation Demand Management (hereinafter called "TDM") efforts and major improvements in the transit system. TYTRAN agrees to implement and operate a TDM program on behalf of the Applicant as follows:

1. The Applicant, at the initial signing of a lease or renewal of existing leases(s), shall advise each tenant with 100 employees or more that a private TDM program exists and a public TDM program exists and encourage them to participate. The "advice" shall be in the form of a paragraph which will be included in the transmittal of a signed lease or a separate letter and read as follows:

"In an attempt to reduce single occupancy vehicles in the Washington Metropolitan area, and more specifically in the Tysons Corner area, you may wish to participate in a Transportation Demand Management (TDM) program which provides your employees with a variety of transportation and commuting programs. We encourage you to contact the following organizations and participate in one of the TDM programs available to you.:

- | | |
|-----------------|--|
| 1. TYTRAN | 2. Fairfax County Department of Transportation |
| Phone: | Phone: |
| Contact Person: | Contact Person:" |

Note: A copy of the letter shall be sent to both public and private program managers. There is no obligation for the Applicant to send advisory letters after December 31, 2003; however, the Applicant may continue to do so on a volunteer basis.

2. The private TDM program shall be operated by TYTRAN, its employees, contractors or agents, in the Tysons Corner area, and the program shall be consistent with the Council of Governments (hereinafter called "COG") Regional Employer Services Program (hereinafter called "RESP"), Level I at a minimum, as defined by COG and hereinafter referred to as TYTRAN/RESP. The TYTRAN/RESP will be provided to existing TYTRAN members with 100 or more employees and to other companies with 100 employees or more as they become members of TYTRAN.

3. The public TDM program may be operated by the Fairfax County Department of Transportation, its employees, contractors or agents and the program shall be consistent with the County Employer Services Program, hereinafter referred to as FXCO/DOT/ESP.

4. The Applicant shall pay TYTRAN \$30,000 a year for four (4) years commencing January 31, 2000 and ending January 31, 2003, providing TYTRAN implements and operates their TYTRAN/RESP generally described as follows:

A. Commencing on January 31, 2000 and for each of the four (4) remaining years of the programs, TYTRAN/RESP shall provide FXCO/DOT/ESP information on employers with 100 or more employees participating in each program, including information relating to companies with 100 or more employees added to or deleted from each program in the prior year. Copies of this information shall be provided to the Applicant.

B. TYTRAN/RESP shall report TDM program activities to COG, with copies to FXCO/DOT/ESP and the Applicant, utilizing the ACT Software Program, or substitute or replacement software as may be approved by DOT and/or COG.

C TYTRAN will attempt to schedule periodic meetings with appropriate parties at FXCO/DOT to discuss their programs and share mutually beneficial information. The Applicant shall be advised of the dates and times of scheduled meetings and receive a copy of meeting minutes within 10 days of the meeting.

D Within 90 days of the approval of this Application by the Board of Supervisors, but no later than July 31, 1999, TYTRAN/RESP shall perform a mandatory initial survey (hereinafter called "Initial Survey") of employers with 100 or more employees located within the Subject Property, as well as all TYTRAN member companies with 100 or more employees, utilizing the Commuter Connection Regional Employer Services Program Survey. TYTRAN/RESP may supplement or add to the survey; however, no deletions shall be made. The results of the Initial Survey shall be provided to COG, with a copy to FXCO/DOT/ESP and the Applicant within 60 days of the completion of the Initial Survey, but no later than October 31, 1999. The Applicant shall reimburse TYTRAN/RESP for the printing and distribution cost of the Initial Survey, not to exceed \$5,000.

E. TYTRAN/RESP may elect to perform a voluntary Follow-up Survey three (3) years from the date of the Initial Survey described above, but no later than December 31, 2003. The Follow-up Survey will be undertaken using generally the same survey form used in the Initial Survey described above. The results of the Follow-up Survey will be sent to COG, FXCO/DOT/ESP and the Applicant within 90 days of the completion of the survey. The Applicant shall reimburse TYTRAN/RESP for the cost of printing and distributing the Follow-up Survey, not to exceed \$5,000.

No-Fault Comparison of Initial and Follow-up Survey. Any comparison between the two surveys shall be solely for the purpose of obtaining valuable statistical data and measuring TDM trends and forecasts. The data may be used by both the public and private programs to evaluate the effectiveness of their programs and evaluate any modifications to their programs that would improve results; however, under no circumstance shall the comparison of the two surveys be used

to determine compliance with this proffer.

5 Non Compliance Provision. The Applicant, at its sole discretion may terminate the Agreement with TYTRAN/RESP for their failure to implement and operate a TDM program as prescribed herein and more specifically for failure to meet reporting requirements of Paragraphs A, B, C and D above. In the event the Agreement is terminated for non-compliance, the Applicant will:

- Notify FXCO/DOT/ESP of termination and transfer relevant records in Applicant's possession, if any;
- Pay \$30,000 a year to FXCO/DOT/ESP for unpaid years remaining pursuant to paragraph 4, above;
- Agree that the County may assume all authority and responsibility for TDM activities associated with any firm that had previously participated in the TYTRAN/RESP program.

j. Continuance or Cessation Provision. The Applicant and TYTRAN/RESP may agree that TYTRAN/RESP may continue to operate the TDM Program prescribed herein after December 31, 2003; however, the following conditions will be met:

- a. TYTRAN/RESP shall notify the Applicant of its desire to continue the TDM program at levels meeting or exceeding previous year levels; and
- b. The Applicant must accept terms; and
- c. The Agreement to extend must be ratified pursuant to paragraph 7 below.

In the event, the Applicant and TYTRAN/RESP agree to cease the TDM program prescribed herein after December 31, 2003, the Applicant shall notify FXCO/DOT in writing by November 30, 2003 that the Private TDM Program shall cease effective December 31, 2003. TYTRAN shall provide the Applicant with all relevant records associated with TYTRAN/RESP and the Applicant shall in turn provide copies of the records to FXCO/DOT.

In the event of cessation of the Private TDM Program by TYTRAN/RESP, the Applicant does not object to the County assuming authority and responsibilities for TDM activities for previous TYTRAN/RESP participating employers, if said employers elect to participate in the County Public Program.

7. This TDM program may be extended or modified with the consent of the Applicant, TYTRAN and the FXCO/DOT and any extension or modification shall be in writing and signed by all three parties as evidence of consent. Any extension or modification of the TDM program shall not constitute a change to a proffer.



FAIRFAX COUNTY

EXHIBIT E
Department of Environmental Management
Division of Design Review
12055 Government Center Parkway
Fairfax, Virginia 22033-3503

V I R G I N I A

TELEPHONE (703) 324-1720

January 12, 1994

Mitra A. Kamrani
Huntley, Nyce and Assoc. : es
7202 Poplar Street, Unit E
Annandale, Virginia 22003

Subject: Westgate, Rezoning No. RZ 92-P-001, Tax Map: 30-3-001 and 29-4-006, Providence District

Reference: Waiver No. 014040 - Chesapeake Bay Preservation Exception

Dear Mrs. Kamrani:

An exception to allow proffered Stormwater Management/Best Management Practices (BMP) Facilities to satisfy the requirements of Section 118-3-2-F and to allow development within a mapped resource protection area is hereby approved with the following conditions:

1. All site plans subject to RZ 92-P-001 shall provide on-site BMP's or drain to an approved facility which provides BMP's.
2. The disturbed area within the RPA which is currently undisturbed shall be minimized to the extent possible as determined by the Department of Environmental Management.

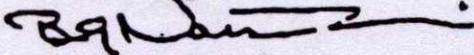
Mitra Kamrani

Page 2

This approval does not exempt this site from any other Federal, State or County ordinance and regulations.

Should you have any questions or require additional information, please contact Charlie Kilpatrick, Assistant Chief, Site Review at 324-1720.

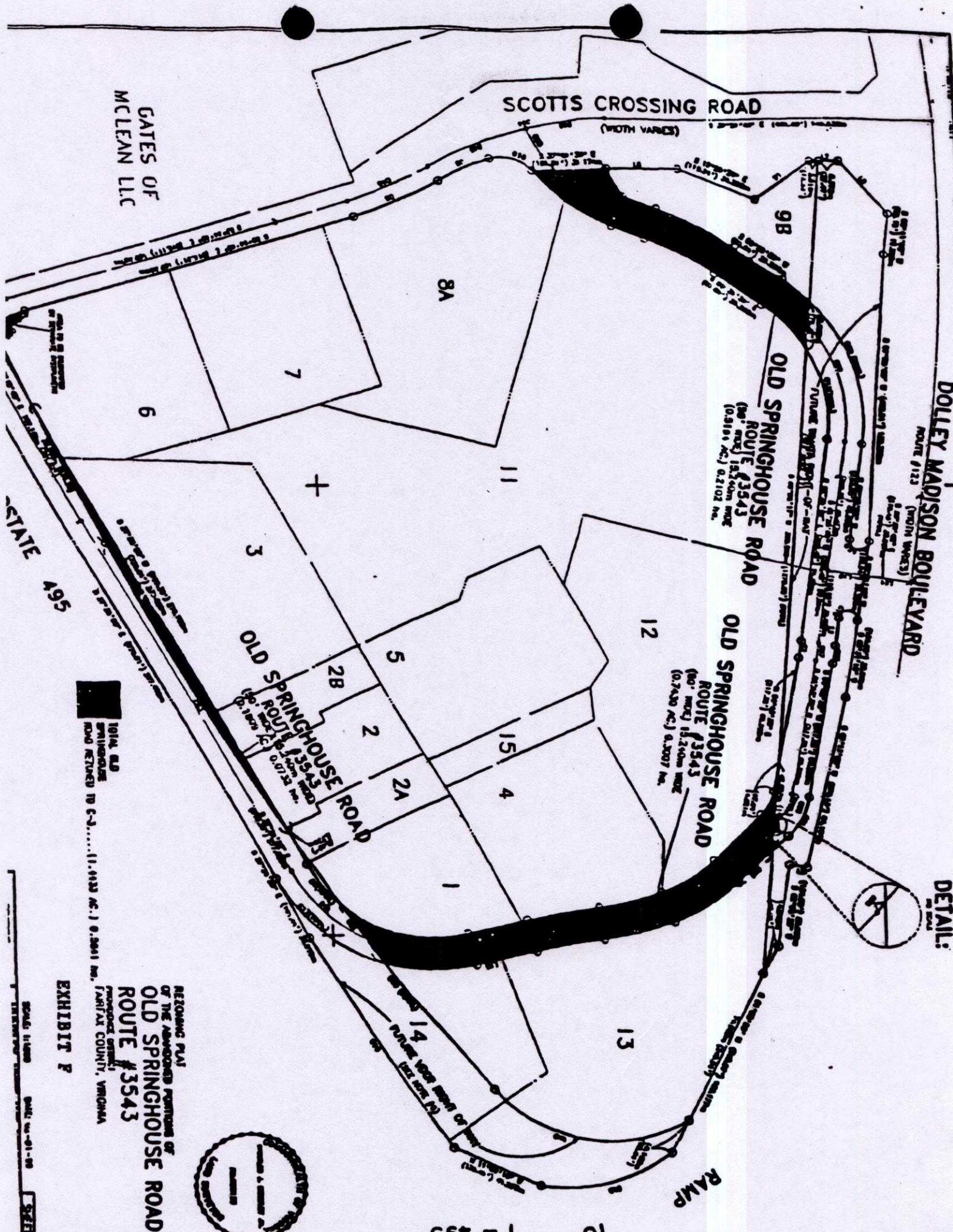
Sincerely,



Bruce Nassinbeni, Chief
Site Review Branch

BGN/CK/rtk

cc: Monica Mongoven, Permits Branch, DEM
John Friedman, Special Projects Branch, DEM
Bonds and Agreements Branch, DEM
Waiver File



GATES OF
MCLEAN LLC

SCOTTS CROSSING ROAD
(WIDTH VARIES)

DOLLEY MADISON BOULEVARD
ROUTE #122
(WIDTH VARIES)

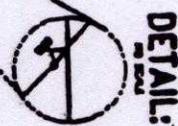
9B

OLD SPRINGHOUSE ROAD
ROUTE #3543
(0.8151 AC.) 0.2102 MI.

OLD SPRINGHOUSE ROAD
ROUTE #3543
(0.7430 AC.) 0.2007 MI.

STATE 495

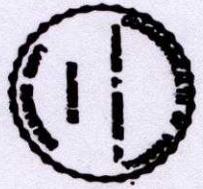
OLD SPRINGHOUSE ROAD
ROUTE #3543
(0.1100 AC.) 0.0732 MI.



DETAIL:
AS SHOWN

REZONING PLAN
OF THE AVOIDED PORTION OF
OLD SPRINGHOUSE ROAD
ROUTE #3543
PROPOSED OFFICIAL
FARLAX COUNTY, VIRGINIA

EXHIBIT F



1 - 495

SCALE: 1" = 100'

DATE: 08-01-08

SEIT

Exhibit B
PCA 92-P-001-2 and PCA 1998-PR-052
GROSS FLOOR AREAS OF
EXISTING WEST-GATE BUILDINGS
as of Approval date of June 22, 1992 for RZ 92-P-001

LAND BAY A - OLD SPRINGHOUSE ROAD

<u>Existing Building</u>	<u>Gross Floor Area</u>
1 Washington	51,435
2 Wilson	88,344
3 Childcare - 7711	12,022*
4-7 Commonwealth/Filmore/Hunter/HSR	42,328*
8 Jefferson (2 addressed)	30,792*
9 Madison	30,502*
10 Jackson	31,375*
11 Monroe (2 addresses)	26,800*
12 Adams	26,260*
13. Cleveland	129,226

LAND BAY B - COLSHIRE DRIVE AREA

<u>Existing Building</u>	<u>Gross Floor Area</u>
1 Westgate Building and addition	43,749
2. TRW I (Johnson I)	100,000
3 TRW II (Johnson II)	50,000*
4 Garfield	60,024
5 Van Buren	33,155
6 Hayes	255,752

LAND BAY C - OLD MEADOW ROAD AREA

<u>Existing Building</u>	<u>Gross Floor Area</u>
1 Grant	69,276
2. Roosevelt	62,492
3 Tyler	55,254
4 Buchanan	50,000
5 Honeywell	19,154
6. Harrison (Old)	33,822
7 Polk	72,349
8. Polk Addition	43,120
9. Lincoln	72,168

* Gross Floor Area verified by Engineer's Certification

HUNTLEY, NYCE & ASSOCIATES, LTD.

SURVEYING - CIVIL ENGINEERING - LAND PLANNING

7202 Poplar Street, Unit E

Annandale, Virginia 22003

Local (703) 750-3490, Fax (703) 642-5936

DIRECTORS

MAN OF THE BOARD

CHARLES J HUNTLEY

PRESIDENT

TERO NYCE PE

VICE PRESIDENT

ROBERT L SPROLES PE

September 21, 2000

Barbara A. Byron, Division Director
Zoning Evaluation Division
Department of Planning and Zoning
12055 Government Center Parkway
Fairfax, Virginia 22035

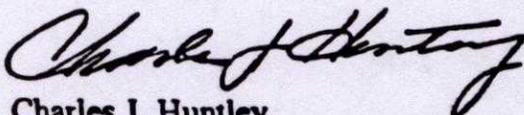
RE: PCA 92-P-001-2
PCA 1998-PR-052

Dear Ms. Byron:

It is my understanding that you have requested certification of Gross Floor Area ("GFA") for several of the Old Springhouse Road area buildings constructed circa 1959 - 1964 and not listed on sheet 8 of 9 of the original GDP dated 5/6/92. The GFA listed on Exhibit A, attached hereto, was derived from either original site plans; a measurement from an ALTA/ACSM Land Title Survey, or, in some cases where the age of the site plan used "employees" as a measurement of number of required parking spaces as opposed to actual Gross Floor Area, a combination of site plan and architectural drawings.

We therefore certify to WEST*GROUP PROPERTIES LLC, Capital One Corporation, and the County of Fairfax that the FAR for each building listed on Exhibit A is correct based on such investigations as we deemed necessary for the purposes of making this certification.

Very truly yours,



Charles J. Huntley,
Huntley, Nyce & Associates, Ltd.

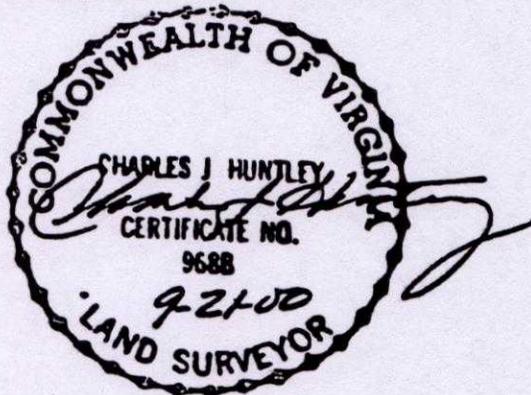


EXHIBIT A

<u>GDP Reference</u>	<u>Building</u>	<u>Site Plan</u>	<u>Gross Floor Area</u>	<u>Source</u>
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OSHR Land Bay
Building No

3	Buick/7711/Childcare	SP925	12,022	Site Plan
4-7	Commonwealth/Filmore/ Hunter/HSR	SP283/283A	42,328	SP/ALTA dd 8 15 00
8	Jefferson (2 addressed)	SP776	30,792	Site Plan
9	Madison	SP521	30,502	Site Plan
10	Jackson	SP340A	31,375	SP/ALTA dd 8.15 00
11	Monroe	SP776	26,800	Site Plan
----- 12 -----	Adams	No SP	26,260	A/ALTA dd 8 15 00

Colshire Drive Land Bay
Building no.

<u>2</u>	Johnson II	SP1446	50,000	SP/ALTA dd 10 15 98
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FAIRFAX COUNTY

APPENDIX 5

OFFICE OF THE CLERK
BOARD OF SUPERVISORS
12000 Government Center Parkway, Suite 533
Fairfax, Virginia 22035-0072

V I R G I N I A

Telephone: 703-324-3151
FAX: 703-324-3926
TTY: 703-324-3903

June 13, 20001

Thomas D. Fleury,
Senior Vice President, Development Services
West* Group
1600 Anderson Road
McLean, Virginia 22102



RE: Special Exception Application
Number SE 01-P-011
(Concurrent with PCA 92-P-001-3)

Dear Mr. Fleury:

At a regular meeting of the Board of Supervisors held on May 7, 2001, the Board approved Special Exception Application Number SE 01-P-011 in the name of West*Group Properties LLC, located on the east side of the terminus of Colshire Drive, Tax Map 30-2 ((28)) Pt. 4A for an increase in building height pursuant to Section 9-607 of the Fairfax County Zoning Ordinance, by requiring conformance with the following development conditions:

1. This Special Exception is granted for and runs with the land indicated in this application. It is not transferable to other land.
2. This Special Exception is granted only for the purpose(s), structure(s) and/or use(s) indicated on the Special Exception Plat approved with the application, as qualified by these development conditions.
3. This Special Exception is subject to the provisions of Article 17, Site Plans, as may be determined by the Director, Department of Public Works & Environmental Services (DPWES). Any plans submitted pursuant to this Special Exception shall be in substantial conformance with the Special Exception Plat [entitled "Johnson Building, Phase 3; Special Exception Plan for Additional Height Only" (sheet 1 through 10) prepared by Huntley, Nyce & Associates, Ltd., dated January 19, 2001, and as revised

through April 17, 2001] and these conditions. Minor modifications to the approved Special Exception Amendment may be permitted pursuant to Section 9-004(4) of the Zoning Ordinance.

4. At the time of site plan review and approval, it shall be demonstrated to the Department of Public Works and Environmental Services (DPWES) that the floor area ratio (FAR) for Land Bay B-1 does not exceed 1.0.
5. All entrances to the site shall be designed and constructed to the satisfaction of the Virginia Department of Transportation (VDOT).
6. All sidewalks shall conform to the Americans with Disabilities Act (ADA) requirements, to the satisfaction of DPWES.
7. The proposed building shall be limited to 105 feet in height, excluding the penthouse structures. The penthouse structure shall be limited to twenty-five (25) feet in height, and shall comply with size limitations stated in Section 2-506 of the Zoning Ordinance.
8. The maximum elevation of the parking structure on the east end (adjacent to the Commons Apartments) shall not exceed 405 feet. The maximum elevation of the parking structure on the west end (adjacent to Colshire Drive) shall not exceed 410 feet.
9. Lighting within the parking structure and along the perimeter of the top deck of the parking structure shall be of low intensity and recessed design as shown on the Special Exception Plat in order to mitigate the impact on the adjacent residences (Commons Apartments). Lighting within the covered five (5) stories of the parking structure shall be provided as shown on the Special Exception Plat and shall not exceed an average horizontal illumination level of five (5) footcandles (FC) within the garage and shall meet the Zoning Ordinance standard that glare shall not cause illumination in R districts in excess of 0.5 fc. Lighting on the sixth story (top level) of the parking structure shall be provided as shown on the Special Exception Plat and shall not exceed an average horizontal illumination level of 3.6 fcs per square foot and shall meet the Zoning Ordinance standard that glare shall not cause illumination in R districts in excess of 0.5 fc. Lighting within the stair towers shall be fully-shielded with full cut-off fixtures in order to mitigate the impact on the adjacent residences (Commons Apartments). Stair towers shall be enclosed as shown on the Special Exception Plat. Certification of compliance with these lighting standards shall be certified under seal and stamp by the Architect or Engineer of Record at the time of building permit application for the parking structure.

10. In order to support bicycle use by employees, bicycle racks for at least 20 bicycles shall be provided within and/or adjacent to the proposed parking structure and/or building. These racks shall be covered so that bicycles are protected from the elements. In addition, bicycle racks for at least eight (8) additional bikes will be provided elsewhere within Land Bay B-1. Finally, shower and lockers facilities shall be provided in the proposed building or adjacent buildings within Land Bay B-1 in order to support bicycle use (and other recreation activities) by employees.
11. Building-mounted signs shall be limited to those permitted by Article 12. Approval of this Special Exception does not constitute approval of any proposed signs shown on the Special Exception Plat. All signs, existing and proposed, shall conform to the regulations of Article 12 and Section 7-500 of the Fairfax County Zoning Ordinance.
12. All elevations of the parking structure facing the eastern property line shall be constructed with a solid vertical perimeter wall, not less than 32 inches in height, for the purpose of blocking headlights from shining into adjacent residences.
13. The proposed architecture of the building and the parking structure shall be consistent with the proposed architecture shown on the Special Exception Plat.
14. Antenna, satellite dishes and other telecommunication facilities may be placed on building rooftops, however any such facilities must: (a) comply with the Zoning Ordinance; (b) be screened and/or set back sufficiently from the perimeter of the roof and penthouse, such that they shall not be visible from the surrounding streets. Other screening measures may be used, such as including the facilities as part of the architecture of the building, utilizing compatible colors, employing telecommunication screening materials, flush-mounted antennas, etc.
15. Off-site landscaping shall be installed by the applicant on Tax Map Parcel 30-3 ((28)) 6 as depicted on the Special Exception Plat. This condition is contingent upon the owner of Tax Map Parcel 30-3 ((28)) 6 providing a written letter of permission (granting permission for entry onto said parcel to install the plantings) within thirty (30) days of the applicant's written request. Said written request shall be sent by the applicant by certified mail, return receipt requested no later than five (5) working days of the approval of this Special Exception. If such permission is not received, the applicant shall demonstrate its efforts to comply with this condition to DPWES prior to final approval of the site plan.

16. Irrespective of the caliper designation shown for evergreen on the landscaping legend on the Special Exception Plat, all evergreen trees shall be at least six (6) feet in height at the time of planting. The landscape plan shall be submitted to the Urban Forestry Division at the time of second submission of the site plan to determine the appropriateness of the proposed species.
17. Prior to site plan approval, a contribution of \$9,583.33 shall be made to the County as a contribution to the Providence District Sidewalk Fund.
18. In furtherance of "Promoting Rail to Tysons", the following program shall be implemented to encourage transit use, build a future ridership base, and endorse efforts for future rail:
 - a. Two percent (2%) of the required parking spaces for the Johnson Phase III building shall be designated as carpool and vanpool parking. These spaces shall be located on the first or second level of the proposed structure as close to the front entrance as possible.
 - b. A Public Transportation Coordinator (PTC) shall be appointed who will perform the following tasks:
 - (1) Distribute transit literature and promote transit use by prominently displaying and distributing information related to public transportation services, such as bus and rail along with programs, such as Metrobus, Fairfax Connector, Metrorail and other transit options. This information shall be provided to all new employees at the time of employment and other employees on an annual basis.
 - (2) Promote ridesharing, van- and carpooling, and administrative use of all van- and carpool spaces provided and participate in similar existing Tytran programs such as the Guaranteed Ride Home program.
 - (3) Provide on-site sales of fare media, such as Metrorail, Metrobus, and Fairfax Connector, subject to permission granted by transit service providers.
 - c. Actively participate with other Tysons landowners, landowner coalitions, Federal, state, and local government officials, and transit providers in promoting "Rail to Tysons" including dialogue concerning special taxing districts.

SE 01-P-011
June 13, 2001

PROFFERS
PC - 5 -
November 14, 2001

Evidence of adherence to the voluntary tasks above shall be documented in a semiannual report to the Director of the Office of Transportation with copies to the Providence Supervisor, indicating the number of employees participating in each element of the program mentioned above.

This approval, contingent on the above noted conditions, shall not relieve the Applicant from compliance with the provisions of any applicable ordinances, regulations or adopted standards. The Applicant shall be itself responsible for obtaining the required non-Residential Use Permit(s) through established procedures.

Pursuant to Section 9-015 of the Zoning Ordinance, this Special Exception shall automatically expire, without notice, thirty-six (36) months after the date of approval unless the use has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the Special Exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

The Board also:

- **Waived the front yard requirement for the proposed building pursuant to Section 2-418 of the Zoning Ordinance to permit a 20 degree angle of bulk plane.**
- **Modified the transitional screening and waived the barrier requirement along the east property line to that shown on the Special Exception Plat.**

If you have questions regarding the expiration of this Special Exception or filing a request for additional time they should be directed to the Zoning Evaluation Division in the Department of Planning and Zoning at 703-324-1290. The mailing address for the Zoning Evaluation Division is Suite 801, 12055 Government Center Parkway, Fairfax, Virginia 22035.

Sincerely,

Nancy Vehrs
Clerk to the Board of Supervisors

NV/ns

COUNTERPARTS To facilitate execution, this Proffer Statement may be executed in many counterparts as may be required. It shall not be necessary that the signature in behalf of all 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.

PROFFERS
PCA 92-P-001-4
November 14, 2001

Pursuant to 15.2-2203A of the Code of Virginia 1950 as amended and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended) ("ZO"), subject to the Board of Supervisors' approval of the requested Proffered Condition Amendment ("PCA"), the Applicant, WEST*GROUP PROPERTIES LLC, its successors and assigns reaffirm Proffers dated April 5, 2001, a copy of which is attached as Exhibit A, which shall remain in full force and effect except as amended as follows:

I. GENERALIZED DEVELOPMENT PLAN ("GDP"). The locations of the buildings shown on the GDP dated February 10, 1992, revised May 6, 1992, February 23, 1999 and September 12, 2000, *for Sheets 2, 3, 4, 4A, 5, 6, 6A, 7, and 9, and as amended through September 26, 2001 for Sheets 1 and 8*, shall be considered for illustrative purposes only. Specific tabulations for floor area ratios, green space, parking, and final location and footprint of the proposed buildings and parking structures for each individual building site shall be determined at the time of site plan review and approval. At the time of each site plan submission, a copy of the site plan shall be submitted to the Providence District Planning Commissioner for review and comment. The GDP is not proffered in its entirety, but certain elements of the GDP as specifically described below are proffered.

- A. Floor Area Ratios ("FAR"). No change.
- B. Building Height. No change.
- C. Landscaping. No change.
- D. Transitional Screening and Barrier. No change.
- E. Pedestrian Access System. No change.
- F. Storm Water Management and Best Management Practices. No change.
- G. Environmental Quality Corridor ("EQC") and 100 Year Flood Plain ("Flood Plain"). No change.
- H. Limits of Clearing and Grading. No change.
- I(EYE). Compensatory Landscaping. No change.

II. COUNTERPARTS. 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
G. T. Halpin, President

6

FLOOR AREA RATIO COMPUTATION TABLUATION

**LAND BAY A – OLD SPRINGHOUSE ROAD AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY A-1 (CapOne) (Includes land to be vacated by VDOT)	26.6898	1,100,000	0.95
LAND BAY A-2 (Cleveland)(5) (Includes land reserved for VDOT and WMATA – density credit pursuant to Section 2-308 ZO at time of dedication)	11.3966	129,226	
Density credit for dedication of Scotts Crossing Rd. ROW (1)	2.2205		
OSHR vacated pursuant to RZ 1998-PR-052 (2)	1.4433		
TOTAL (3)	41.7502	1,229,226	0.68

**LAND BAY B – COLSHIRE DRIVE AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY B-1 (Hayes/MITRE/Johnson III)	19.6394	697,862	
LAND BAY B-2 (McKinley/Pierce) (Includes 0.0778 acres to be dedicated for Colshire Drive cul-de-sac)	11.8709	579,653	
LAND BAY B-3 (Johnson)*(4)(5)	11.3392	150,000	
LAND BAY B-4 (Westgate/VB/Gar)(5)	6.6661	136,928	
LAND BAY B-5 (Transit Station)**(5)	2.3496		
LAND BAY B-6 (Taylor) Density credit for land dedicated for public street purposes pursuant to Proffer III.C.7	5.5681 0.0796	300,000	
*Includes 0.5086 acres Dartford Drive (Private). **Includes 0.3238 acres density credit for land dedicated for public street purposes.			
TOTAL	57.5129	1,864,443	0.74

**LAND BAY C – OLD MEADOW ROAD AREA
FLOOR AREA RATIO COMPUTATION**

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
LAND BAY C (5)	31.0616		
TOTAL	31.0616	548,088	0.41

LAND BAYS A, B,C COMBINED

LAND BAY	SITE AREA ACRES	GROSS FLOOR AREA (EXCLUDING CELLARS)	FLOOR AREA RATIO (FAR)
SUBTOTAL FOR A.B.C	130.3247	3,641,757	
FAR BANK		48,256	
GRAND TOTAL	130.3247	3,690,013	0.65



County of Fairfax, Virginia

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

January 16, 2008

Ben I. Wales
 Cooley, Godward, Kronish, LLP
 Reston Town Center
 One Freedom Square
 11951 Freedom Drive
 Reston, Virginia 20190



Re: Special Exception Amendment Application SEA 2002-PR-031

Dear Mr. Wales:

At a regular meeting of the Board of Supervisors held on January 7, 2008, the Board approved Special Exception Amendment Application SEA 2002-PR-031 in the name of The Mitre Corporation. The subject property is located at 7515 and 7525 Colshire Drive on approximately 19.6 acres of land zoned C-3 and HC in the Providence District [Tax Map 30-3((28)) 3A1 and 4A3]. The Board's action amends Special Exception Application SE 2002-PR-031, previously approved for a waiver of certain sign regulations to permit one additional freestanding directional sign and associated modifications to site design and development conditions pursuant to Section 9-620 of the Fairfax County Zoning Ordinance, by requiring conformance with the following development conditions. Previously approved conditions are marked with an asterisk (*).

1. This Special Exception Amendment is granted for and runs with the land indicated in this application. It is not transferable to other land.*
2. This Special Exception Amendment is granted only for the purpose(s), structure(s) and/or use(s) indicated on the Sign Plan approved with the application, as qualified by these development conditions.*
3. Signage shall be provided in substantial conformance with the Sign Plan, entitled *MITRE: Campus Wayfinding*, prepared by Gallagher and Associates and dated May 31, 2007 and revised through October 5, 2007, except as may be modified by these conditions. Minor modifications to the approved Special Exception may be permitted pursuant to Paragraph 4 of Section 9-004 of the Zoning Code.

Office of the Clerk to the Board of Supervisors

12000 Government Center Parkway, Suite 533

Fairfax, Virginia 22035

Phone: 703-324-3151 ♦ Fax: 703-324-3926 ♦ TTY: 703-324-3903

Email: clerktothebos@fairfaxcounty.gov

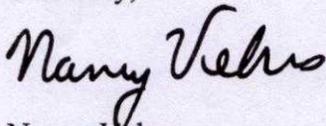
<http://www.fairfaxcounty.gov/bosclerk>

4. A total of ten (10) directional signs shall be permitted as depicted on the sign plan. These signs shall be located no closer than five (5) feet to the street.
5. Notwithstanding the provisions of Paragraph 2 of Section 12-103, sign permits shall be obtained for all signs permitted pursuant to this Sign Plan.*
6. With the exception of the proposed LED sign located at the terminus of the cul-de-sac on Colshire Drive, no sign shall be lit.
7. The lighting associated with the proposed LED sign shall be in accordance with the provisions of Part 9 of Article 14 of the Zoning Ordinance.
8. The text on the proposed LED sign may change no more than 2 times in a 24 hour period, but shall not scroll.
9. No sign shall move, display any flashing or intermittent lights nor have any features which could be construed as fluorescent or neon in character or color.*
10. All signs shall be for directional purposes only.*
11. All other signs shall conform with the requirements of Article 12 of the Zoning Ordinance.*

This approval, contingent on the above noted conditions, shall not relieve the Applicant from compliance with the provisions of any applicable ordinances, regulations or adopted standards. The Applicant shall be itself responsible for obtaining the required Sign Permit(s) through established procedures.

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

Sincerely,



Nancy Vehrs
Clerk to the Board of Supervisors

NV/dms

cc: Chairman Gerald E. Connolly
Supervisor Linda Smyth, Providence District
Janet Coldsmith, Director, Real Estate Division. Dept. of Tax Administration
Regina Coyle, Director, Zoning Evaluation Division, DPZ
Diane Johnson-Quinn, Deputy Zoning Administrator, Dept. of Planning and Zoning
Thomas Conry, Dept. Manager. – GIS - Mapping/Overlay
Angela K. Rodeheaver, Section Chief, Transportation. Planning Division
Ellen Gallagher, Capital Projects and Operations Div., Dept. of Transportation
Audrey Clark, Director – Building Plan Review, DPWES
Ken Williams, Plans & Document Control, ESRD, DPWES
Department of Highways-VDOT
Sandy Stallman, Park Planning Branch Manager, FCPA
Charlene Fuhrman-Schulz, Development Officer, DHCD/Design Development Division
District Planning Commissioner
Barbara J. Lippa, Executive Director, Planning Commission
Jose Comayagua, Director, Facilities Management
Denise James, Office of Capital Facilities/Fairfax County Public Schools
Karyn Mooreland, Chief Capital Projects Sections, Dept. of Transportation



FAIRFAX COUNTY

DEPARTMENT OF PLANNING APPENDIX 8

Zoning Evaluation Division
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5509

(703) 324-1290 TTY 711 (Virginia Relay Center) Fax (703) 324-3924

V I R G I N I A

February 5, 2004

Mr. Thomas D. Fleury
Senior Vice President, Development Services
West*Group
1600 Anderson Road
McLean, VA 22102



Re: Interpretation for PCA 92-P-001-4: Permitted FAR in West*Gate
Interpretation for PCA 88-D-005-5: Permitted FAR in West*Park

Dear Mr. Fleury:

This is in response to your letter of January 6, 2004, requesting an interpretation of the proffers accepted by the Board of Supervisors in conjunction with the approval of PCA 92-P-001-4 and PCA 88-D-005-5, as it relates to the allocation of floor area ratio (FAR). As I understand it, your question is how much floor area ratio (FAR) is available within the West*Gate and West*Park office parks, respectively.

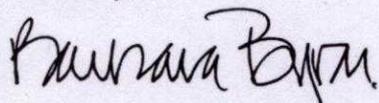
On December 3, 2001, the Board of Supervisors approved PCA 92-P-001-4, which permitted development within the West*Gate office park up to 0.65 FAR or 3,690,013 SF of GFA. You have submitted tabulations prepared by Huntley, Nyce and Associates, dated December 29, 2003, which indicate that 3,341,757 SF of GFA has either been built or been allocated for a proposed building. If the submitted tabulations are correct, then 348,256 SF of GFA is remaining within West*Gate office park. Under the approved proffers, dated April 5, 2001, this remaining floor area could be used within any of the land bays as shown on the GDP site tabulations so long as: (1) the density within the Old Springhouse Road Area Land Bay and the Colshire Drive Area Land Bay do not exceed a 1.0 FAR each; (2) the density within the Old Meadow Road Area Land Bay does not exceed a 0.7 FAR; and (3) a proffered condition amendment is approved to designate in which land bay the square footage will be located.

On January 6, 2003, the Board of Supervisors approved PCA 88-D-005-5, which permitted development within the West*Park office park up to 0.58 FAR or 4,707,292 square feet (SF) of gross floor area (GFA). You have submitted tabulations prepared by Huntley, Nyce and Associates, dated December 29, 2003, that indicate that 4,687,445 SF of GFA has either been built within Land Bay A or been allocated to Land Bays B, D or E (these land bays are defined within the approved proffers). If the submitted tabulations are correct, then 19,847 SF of GFA is remaining within Land Bay A.

Mr. Thomas D. Fleury
Page Two

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 Cathy Lewis at (703) 324-1290.

Sincerely,



Barbara A. Byron, Director
Zoning Evaluation Division, DPZ

Attachments: A/S

cc: Linda Q. Smyth, Supervisor, Providence District
Kenneth Lawrence, Planning Commissioner, Providence District
Daryl Varney, Deputy Zoning Administrator
Michelle Brickner, Director, Office of Site Development Services, DPWES

File: RZ 92-P-001, PCA 92-P-001, PCA 92-P-001-2, PCA 92-P-001-3, PCA 92-P-001-4
RZ 1998-PR-052, PCA 1998-PR-052
RZ 88-D-005, PCA 88-D-005, PCA 88-D-005-2, PCA 88-D-005-3, PCA 88-D-005-4,
PCA 88-D-005-5
PI 0401 002, Imaging

WEST*GROUP

January 6, 2004

Barbara A. Byron, Division Director
Zoning Evaluation Division, DPZ
County of Fairfax
12055 Government Center Parkway, Suite 801
Fairfax VA 22035-5509

Re: Request for Interpretations
PCA 88-D-005-5 West*Park
PCA 92-P-001-4 West*Gate
Verification of Available FAR

Dear Ms. Byron:

WEST*GROUP PROPERTIES LLC is mortgaging certain West*Gate and West*Park buildings and underlying land; undeveloped land with an FAR allocation; and the remaining unused, unallocated FAR (i.e. the bank) not associated with building or land. The mortgagor has asked for three independent verifications that the available FAR for West*Gate and West*Park actually exists by simply verifying total FAR at the time of the last land use action, less FAR used to date, resulting in available FAR.

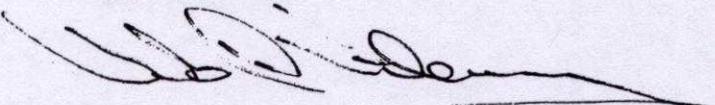
Attached are copies of engineer's certifications dated December 29, 2003 prepared by Huntley, Nyce and Associates, LTD for your information and assistance in verifying "available density" as of the date of your interpretation letter. I have also included a copy of your previous interpretation dated December 8, 2000 and copies of the most recent PCAs approved by the Board of Supervisors.

We have no doubt that the remaining available GFA is 348,256 square feet for West*Gate and 19,847 square feet for West*Park and are representing the same to you for your verification. We are available to answer any questions that you may have regarding this request.

Your quickest response is appreciated.

Very truly yours,

WEST*GROUP


Thomas D. Fleury
Senior Vice President

RECEIVED
Department of Planning & Zoning
JAN 07 2004
Zoning Evaluation Division



County of Fairfax, Virginia

MEMORANDUM

DATE: June 12, 2008

TO: Regina Coyle, Director
Zoning Evaluation Division, DPZ

FROM: Pamela G. Nee, Chief *PGN*
Environment and Development Review Branch, DPZ

SUBJECT: Comprehensive Plan Land Use and Environmental Analysis: PCA 92-P-001-05
Mitre 4

This memorandum, prepared by John R. Bell, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the above referenced Generalized Development Plan Amendment (GDPA) dated August 16, 2006, as revised through April 30, 2008 and proffers dated June 3, 2008. The extent to which the proposed use, intensity and development plans are consistent with the guidance contained in the Comprehensive Plan is noted.

DESCRIPTION OF THE APPLICATION

The development proposal is for a proposed expansion of an existing office campus. The property is generally located south of Route 123 (Dolley Madison Boulevard), east of I-95, north of Magarity Road and west of Anderson Road. The application is located in a 19.63-acre portion of Sub-unit R-2 of the Tysons Corner Urban Center in the Area II volume of the Comprehensive Plan. According to the current Comprehensive Plan guidance for Sub-unit R-2 this area could be developed at a floor area ratio (FAR) of 1.0 for the areas within the sub-unit north of Route 123 with areas to the south of Route 123 limited to an FAR of 0.65. The current development plan and proffers depict development at this location with an FAR of up to 1.0. The application proposal seeks to develop a six-story office building, Mitre 4, containing 157,439 square feet (excluding cellar space) within an existing office campus. The additional office space is needed to offset the impending expiration of nearby lease space according to the applicants. Parking for all combined existing and proposed uses will be provided through a combination of structured parking and limited surface parking.

LOCATION AND CHARACTER OF THE AREA

The subject property is located in Sub-unit R-2 of the Tysons Corner Urban Center. The proposed development will have frontage on Colshire Drive. Much of the core of this land unit has been developed with office. The Commons, a multi-family residential use, and the

Department of Planning and Zoning
Planning Division

12055 Government Center Parkway, Suite 730

Fairfax, Virginia 22035-5509

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Commons Village, commercial retail use, are located to the south and east of the proposed new office building, respectively. The remaining development surrounding the subject property is comprised of existing office development.

COMPREHENSIVE PLAN

Land Use Citations

In the Area II volume of the Comprehensive Plan, 2007 edition, Tysons Corner Urban Center Area, as amended through January 27, 2003, Land Unit Recommendations, pages 142 and 144, the Plan states:

“Land Unit R is comprised of about 169 acres, bounded by the DAAR on the north, multi-family developments (in Land Unit S) on the east and south, and the Capital Beltway on the west. Existing development is predominantly office, with older buildings designed and built for research and development (R & D), and light industrial uses. It is not the intent of this plan to preclude the use of older buildings for R & D and light industrial redevelopment.

Land Unit R contains the West Gate office park and is one of the two largest non-core areas in Tysons Corner, the other being West Park (Sub-units L1, L2, and L3). Both areas have developed as office parks with a predominantly campus-like setting. The vision for both is to continue their development as office parks. The vacant parcels in Land Unit R will infill with additional office use, and the low-rise buildings will redevelop to mid-rise and some high-rise office buildings with support retail and service uses. Opportunities exist to introduce a housing component. Further opportunities exist for intensified development, in the event that a rail transit station site is selected and programmed for design and construction in proximity to this land unit.

Major circulation improvements planned for this land unit include a new road with a bridge across Scotts Run Park to connect Colshire Drive to Old Meadow Road, and an extension of Colshire Drive across Route 123 to connect with Old Spring House Road. Development should allow for the eventual construction of these roads and bridges as already approved by the County.

Guidance for evaluating development proposals for this land unit is contained in the Area-wide Recommendations, the Land Unit Recommendations and the Development Review Guidelines Sections of the Plan. Specific guidance for uses and intensities as envisioned in the Plan are provided in the sub-unit text below. Achieving planned intensity is predicated upon successfully incorporating these recommendations and guidelines into development proposals.

...

SUB-UNIT R-2

Sub-unit R-2 is planned for research and development use, light industrial use, and office use with support retail and service uses up to an average .65 FAR for the Sub-unit, with a maximum intensity of 1.0 FAR on individual and/or groupings of parcels. The variation in intensity within this sub-unit is to encourage the development of nodes. Development with intensities up to 1.0 FAR should be concentrated north of Route 123 to encourage the creation of a development node in the portion of the sub-unit that is furthest from single-family detached residential neighborhoods and has substantial visibility from the Capital Beltway.

This flexibility is intended to encourage innovative design solutions for this area which offer significant opportunities to provide urban design amenities and better integrate development in this land unit. The Old Springhouse Road area is particularly suited to be designed as a major focal point if redeveloped so that future buildings related to a plaza with interconnections to the pedestrian system to the remainder of land unit, where appropriate. Also, the vacant land on the west side of Colshire Drive could provide a focal point through the grouping of buildings and site design. Integration with surrounding areas through pedestrian linkages and urban design amenities should be provided.

Option Without Rail

As an option, residential use is appropriate on any portion of the sub-unit. In any development proposal submitted under this option, planned nonresidential intensity can be replaced by residential use as provided under Alternative Land Uses in the Area-wide Recommendations section.

Option with Rail

If a rapid rail station site is selected and programmed for design and construction in proximity to this sub-unit, mixed-use development with an intensity (for all nonresidential uses) up to 1.5 FAR is appropriate for the area within 1,000 feet of the station platform. Sites between 1,000 and 1,600 feet of the station platform are appropriate for mixed-use development up to 1.0 FAR (for all nonresidential uses). Compatible transitions of height, bulk and intensity to adjacent development should be provided within the 1,600 foot area. In any development proposal submitted under this option, planned nonresidential intensity can be replaced by residential use as provided under Alternative Land Uses in the Area-wide Recommendations section.

Height Limit: Up to 150 feet north of Route 123 and west of Scott's Run, with the area east of Scott's Run up to 105 feet; and the area west of Scott's Run along Old Meadow Road up to 105 feet for the northern portion and up to 90 feet for the southern portion. Building heights at or near the top of the limit can be achieved if the result is more usable open space and/or improved pedestrian circulation. In addition, a variety of building heights should be provided in the sub-unit. . . .

If a rail station is to be located adjacent to that portion north of Route 123 and east of Scott's Run, building height could be increased from 105 to 150 feet. For the remainder of the sub-unit, if a rapid rail station site is located in proximity to this Sub-unit, maximum building heights within 1,600 feet of the station platform may increase up to 30%. All transit related height increases should be consistent with the Building Height Guidelines and the resultant height should not adversely impact the character and development of adjacent and nearby lands or neighborhoods.

Environmental Citations

In the Fairfax County Comprehensive Plan, Policy Plan, 2007 Edition, Environment section as amended through February 25, 2008 on page 7 through 19, the Plan states:

“Objective 2: Prevent and reduce pollution of surface and groundwater resources. Protect and restore the ecological integrity of streams in Fairfax County. . . .

Policy k. For new development and redevelopment, apply better site design and low impact development techniques such as those described below, and pursue commitments to reduce stormwater runoff volumes and peak flows, to increase groundwater recharge, and to increase preservation of undisturbed areas. In order to minimize the impacts that new development and redevelopment projects may have on the County’s streams, some or all of the following practices should be considered where not in conflict with land use compatibility objectives: . . .

Development proposals should implement best management practices to reduce runoff pollution and other impacts. Preferred practices include: those which recharge groundwater when such recharge will not degrade groundwater quality; those which preserve as much undisturbed open space as possible; and, those which contribute to ecological diversity by the creation of wetlands or other habitat enhancing BMPs, consistent with State guidelines and regulations. . . .

Objective 3: Protect the Potomac Estuary and the Chesapeake Bay from the avoidable impacts of land use activities in Fairfax County.

Policy a. Ensure that new development and redevelopment complies with the County's Chesapeake Bay Preservation Ordinance. . . .

Objective 13: Design and construct buildings and associated landscapes to use energy and water resources efficiently and to minimize short- and long-term negative impacts on the environment and building occupants.

Policy a. Consistent with other Policy Plan objectives, encourage the application of energy conservation, water conservation and other green building practices in the design and construction of new development and redevelopment projects. These practices can include, but are not limited to:

- Application of low impact development practices, including minimization of impervious cover (See Policy k under Objective 2 of this section of the *Policy Plan*).
- Optimization of energy performance of structures/energy-efficient design.
- Use of renewable energy resources.
- Use of energy efficient appliances, heating/cooling systems, lighting and/or other products.

- Application of water conservation techniques such as water efficient landscaping and innovative wastewater technologies.
- Reuse of existing building materials for redevelopment projects.
- Recycling/salvage of non-hazardous construction, demolition, and land clearing debris.
- Use of recycled and rapidly renewable building materials.
- Use of building materials and products that originate from nearby sources.
- Reduction of potential indoor air quality problems through measures such as increased ventilation, indoor air testing and use of low-emitting adhesives, sealants, paints/coatings, carpeting and other building materials.

Encourage commitments to implementation of green building practices through certification under established green building rating systems (e.g., the U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED[®]) program or other comparable programs with third party certification). Encourage commitments to the attainment of the ENERGY STAR[®] rating where applicable and to ENERGY STAR qualification for homes. Encourage the inclusion of professionals with green building accreditation on development teams. Encourage commitments to the provision of information to owners of buildings with green building/energy efficiency measures that identifies both the benefits of these measures and their associated maintenance needs.

Policy b. Ensure that zoning proposals for nonresidential development and zoning proposals for multifamily residential development of four or more stories within the Tyson's Corner Urban Center, Suburban Centers, Community Business Centers and Transit Station Areas as identified on the Concept Map for Future Development incorporate green building practices sufficient to attain certification through the LEED program or its equivalent, where applicable, where these zoning proposals seek at least one of the following:

- Development in accordance with Comprehensive Plan Options;
- Development involving a change in use from what would be allowed as a permitted use under existing zoning;
- Development at the Overlay Level; or
- Development at the high end of planned density/intensity ranges. For nonresidential development, consider the upper 40% of the range between by-right development potential and the maximum Plan intensity to constitute the high end of the range. . . .

Policy d. Promote implementation of green building practices by encouraging commitments to monetary contributions in support of the county's

environmental initiatives, with such contributions to be refunded upon demonstration of attainment of certification under the applicable LEED rating system or equivalent rating system.

- Policy e. Encourage energy conservation through the provision of measures which support nonmotorized transportation, such as the provision of showers and lockers for employees and the provision of bicycle parking facilities for employment, retail and multifamily residential uses.”

COMPREHENSIVE PLAN MAP: Office

ANALYSIS

The subject property is located in a portion of Sub-unit R-2 of the Tysons Corner Urban Center. The southern portion of the sub-unit, which includes the subject property, is planned and approved for office, mixed use, support retail, residential and other uses development with an option to develop at an intensity of up to a 1.0 FAR. The Comprehensive Plan specifies an average FAR limit of 0.65 for the sub-unit as a whole. However, the Plan also encourages the development of nodes within the sub-unit with an intensity of up to a 1.0 FAR. The current application seeks to remove the Mitre site from previously approved applications by West Gate within the same land area. As a result of the removal of the land from the West Gate land area and limiting office uses within the cellar area of the proposed new office building, the proposed new development will have a 0.62 FAR, which is the same as the proffered limitations. The resulting FAR for the land unit will not exceed 0.68 which is in accord with Comprehensive Plan recommendation to limit intensity up to 1.0 FAR for the land unit.

Intensity

The overall intensity within this 19.63 acre application is identified as 1.0 FAR by the applicants. It is staff's view that the current Comprehensive Plan recommendation on the limitation of intensity of up to 0.65 FAR for this portion of the land unit under the no rail scenario is intended to ensure development is compatible with existing surrounding development. (It is noted that the Comprehensive Plan recommends development at 1.0 FAR under the rail option for this portion of the sub-unit which is located within 1,600 feet of the planned Metrorail station.) This portion of the land unit serves as a transition area to surrounding residential developments with more intense development recommended for the northern portions of the land unit with less intense development anticipated in this portion of the land unit. In staff's opinion the applicants have provided an adequate transition to surrounding non-office uses (including the adjacent four-story Commons multi-family use) by limiting the new office building height to six stories or ninety feet, and by providing adequate screening and separation between uses. Screening is accomplished through a combination of: retaining existing tree cover; providing additional plantings and barriers; siting of the proposed office use at a lower elevation than the adjacent Commons; providing a significant amount of distance (110 feet) between the location of new office building and its shared boundary with the Commons to the south. The proposed six-story office building with a height of ninety feet would conform to building height limit recommendations under the

Comprehensive Plan option with rail at this location. Staff therefore concludes that proposed intensity is compatible with the surrounding existing development.

Design

The applicants are proposing a new office building within an existing office campus. The new structure will be connected to an existing office building via an atrium. The applicants have indicated that the façade will match the exterior of the existing office buildings. The only vehicular access to the site is via Route 123 with adequate pedestrian connections already in place. A 35-foot transitional screening and landscaping area with a 4-foot fence is to be provided along the southeastern boundary of the site, which abuts R-20 zoned existing multi-family housing.

The application site is located in close proximity to a planned Metrorail station. This proximity to the future rail station provides opportunities for current and future employees at this location as well as opportunities for nearby residents. The applicants have ensured that the site is designed in a manner which will permit and encourage pedestrian traffic through the site by nearby residents.

Transportation

Among other things, the Comprehensive Plan calls for mitigation of traffic impacts on the surrounding road network and existing access points; and implementation of a Transportation Demand Management (TDM) program. The Comprehensive Plan also recognizes that a Metrorail station is planned near this site within right-of-way for Route 123. A final determination regarding the location, size, access and design of the transit facility would help to determine the adequacy of pedestrian connections for the proposed development. The development plan and proffers note provisions for transportation demand management measures. Traffic impact mitigation, including access and connections, and TDM program will be subject to review and approval by staff in the Department of Transportation.

Environmental Assessment

Water Quality

Issue:

The entire site is located in the Scott's Run watershed. While existing facilities meet Stormwater Management (SWM) and Best Management Practices control requirements, staff feels that the proposed expanded office use should be viewed as an opportunity to enhance the efficiency of existing facilities with the addition of low impact development measures, such as, filterstrips, porous pavement, green roof areas and other possible techniques. Staff had also asked the applicants to examine the possibility of upgrading an existing offsite SWM pond to meet current standards.



County of Fairfax, Virginia

MEMORANDUM

DATE: February 21, 2007

TO: Cathy Lewis, Senior Staff Coordinator
RZ/SE Branch, Zoning Evaluation Division
Department of Planning and Zoning

FROM: Valerie Tucker, Chief Stormwater Engineer
Site Review East, Environmental and Site Review Division
Department of Public Works and Environmental Services

SUBJECT: Proffered Condition Amendment Application PCA 92-P-001-5, The Mitre Corporation, Mitre 4 Proffered Condition Amendment/Generalized Development Plan dated February 7, 2007 (Plan), Draft Proffers dated February 14, 2007, Tax Map #030-3-28-0003-A1 & 0004-A3 (Site), Providence District

We have reviewed the referenced submission and offer the following comments related to stormwater management:

Chesapeake Bay Preservation Ordinance (CBPO)

There are no Resource Protection Areas designated on this Site. The applicant is required to incorporate best management practices (BMPs) into the development plan which would achieve a minimum 40% phosphorus removal efficiency. In the applicant's response letter, they indicate that BMP requirements will be met by use of Filterra systems. This should be reflected on the Plan with appropriate notes. The off-site pond has not been designed to provide water quality control for this Site as compensating credit for the remainder of the West Park site was taken with the construction of the wet pond. Therefore, the applicant must demonstrate on the Plan that water quality control will be met for this Site by other methods.

Floodplain

There are no regulated floodplains designated on this Site.

Downstream Drainage Complaints

There are downstream erosion problems identified along the Scotts Run outfall for this Site.

Stormwater Detention

The applicant has indicated that peak stormwater flows will be controlled by enlarging the existing underground detention system located on the Site.

Site Outfall

The Site outfalls into several directions, and ultimately into Scotts Run. The outfall Study Narrative on Sheet 7 and the draft proffers (#15) indicate that the existing underground detention system will be enlarged and will be designed to reduce the 10-yr flows to the 2-yr



Cathy Lewis, Senior Staff Coordinator
PCA 92-P-001-5
Page 2

flow rate. It is noted that in doing so may not meet the outfall requirements of the PFM and additional detention consistent with the PFM may be necessary.

The condition and capacity of the receiving stream must be described in the outfall narrative throughout the extent of review for each Site outfall. The extent of review for zoning applications is to a point where the drainage area is at least 100 times the site size or 1 square mile, ZO 16-502. In the event that the outfall is determined to be inadequate, the applicant has several options that could be utilized to achieve an 'adequate outfall' including off-site improvements and on-site over detention. Staff recommends that the outfall Study Narrative be revised to conform to ZO 16-502 which identifies appropriate stream improvements or on-site systems to achieve an adequate outfall.

Please contact me at 4-1720 if you have any questions or require further clarification.

cc: Steve Aitcheson, Director, Stormwater Planning Division, DPWES
Zoning Application file (1702-ZONA-001-2)



County of Fairfax, Virginia

MEMORANDUM

DATE: July 1, 2008

TO: Regina Coyle, Director
Zoning Evaluation Division, DPZ

FROM: Angela Kadar Rodeheaver, Chief
Site Analysis Section, DOT

FILE: 3-4 (RZ 94-P-001)

SUBJECT: PCA 94-P-001⁻⁰⁵; The Mitre Corporation
Land Identification Maps: 30-3 ((28)) 3A1, 4A3

This department has reviewed the subject rezoning request including the revised generalized development plan (GDP) dated August 16, 2006, and revised through April 30, 2008, and draft proffers dated May 27, 2008. Our comments are noted below.

Two critical transportation elements have been identified with this application. One is the establishment of a vigorous TDM program for both the current on-site development as well as future development. The second is a commitment to enhance the road transportation network adjoining the site to address identified transportation planning goals. Although the applicant has addressed both of these elements in their draft proffered commitments, more details and commitments are necessary for final approval of the application.

A key goal with this application is the establishment of comprehensive TDM program for the site. This development is somewhat unique in that it is an office campus under the ownership of a single entity. As such, the applicant has the ability to tailor a more detailed TDM program to the employment activities within the campus. Staff has asked the applicant to undertake development of a comprehensive TDM program for the site and they have retained an industry consultant to assist with this process.

The applicant has committed to an overall site reduction of 31% in both the AM and PM peak under current conditions without rail service to the site. No additional reduction is proffered for the development after rail is available to serve the site. Background information is provided by the applicant indicating that between January and October 2005, 1800 riders used the corporate shuttle service between the site and the West Falls Church Metro station. The applicant may be relying on the rationale that direct rail service to the site will simply shift that usage to the Tysons East Metro station. However, the case could be made that the added convenience of rail proximate to the site within walking distance and supplemented by either corporate or public shuttle service will enhance ridership.



A critical component of a successful TDM program is either a providing less parking than typically provided in a location without transit access parking or by imposition of parking fees. Control of the entire development by a single entity provides an exceptional opportunity to mold the parking supply to serve the operation of a TDM program. The current proffers provide the applicant with the option to provide parking in excess of Zoning Ordinance requirements for business reasons or to seek a parking reduction. It is preferable that the applicant commits to seek a parking reduction in conjunction with or soon after the Metrorail station is in operation. If it is not addressed in this application, staff will be identifying this as a critical issue to be addressed with future redevelopment proposals for the site.

In reviewing the proposed TDM program, staff has identified the following primary concerns:

1. Proffers 8H, 8I, and 8J generally discuss steps to be taken for non-achievement of the TDM goals. There are several programmatic items that require further discussion.
 - a. In Proffer 8I (Remedy Fund) the applicant proffers to wait for two failure cycles to infuse remedy funds. The infusion should occur after one failure.
 - b. In Proffer 8J a Penalty Fund is discussed. It is unclear what triggers a penalty provision. Based on a review of the proffer language, the penalty appears to be triggered simultaneously with the need to provide remedies to non-achievement. Typically, we have allowed applicants to attempt to remedy the problem before imposing penalties.
 - c. In Proffer 8J the applicant commits to a penalty for failure but does not commit to continue the course of remedying to resolve the failure.
2. The applicant proposes to fund the Penalty Fund to a maximum of \$500,000. Developments of similar total square footage have established a higher maximum penalty. Based on staff review of TDM Penalty funds for previous applications in the Tysons area an exposure of \$1,000,000 is appropriate with the current application.
3. The percentage spread to trigger penalty payments should be narrowed to a maximum of 5%.

The second critical issue relates to the planned transportation grid in the vicinity of the site. Members of the Tysons Task Force and the County Planning staff have discussed enhancements to the local street network. A link has been identified adjoining the site to connect between Magarity Road and Old Meadow Road. The applicant has proffered to provide either dedication or an easement to facilitate this road connection. We have several concerns about this proposal.

1. The applicant does not proffer to construct all or part of the road connection when feasible to proceed. The applicant's participation in ensuring this link is provided is crucial.
2. The proposal to dedicate for the connection is contingent on other property owners making similar dedications. This is problematic in that other mechanisms to secure the

Ms. Regina Coyle, Director
July 1, 2008
Page 3 of 3

right-of-way may be necessary. The applicant should instead proffer to dedicate upon demand of the County.

3. The development plan does not depict the location of the proposed connection. The alignment will need to be shown on the development plan and evaluated further for its feasibility before recommending full approval of the commitment.
4. Pedestrian facilities should be included in the area to be dedicated and these facilities should be placed with any construction of the facility undertaken by the applicant.

AKR/MAD

cc: Michelle Brickner, Director, Office of Site Development Services, Department of Public Works and Environmental Services



FAIRFAX COUNTY PARK AUTHORITY

MEMORANDUM



TO: Barbara A. Byron, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Sandra Stallman, Manager
Park Planning Branch *Sandra Stallman*

DATE: November 22, 2006

SUBJECT: PCA 92-P-001-5, Mitre 4
Tax Map Number(s): 30-3 ((28)) 3A1, 4A3

BACKGROUND

The Park Authority staff has reviewed the proposed Development Plan dated August 16, 2006, for the above referenced application. The Development Plan shows one new office building developed on a parcel zoned C-3 with proffers. The development will add to the daytime population of the Providence Supervisory District.

1. Park Services and New Development (The Policy Plan, Parks and Recreation Objective 6, p. 8)

“Objective 6: Ensure the mitigation of adverse impacts to park and recreation facilities and service levels caused by growth and land development through the provision of proffers, conditions, contributions, commitments, and land dedication.

Policy c: Non-residential development should offset significant impacts of work force growth on the parks and recreation system.

2. Resource Protection (The Policy Plan, Parks and Recreation Objective 5, p. 7)

“Objective 5: Ensure the long term protection, preservation and sustainability of park resources.

Policy a: Protect parklands from adverse impacts of off-site development and uses. Specifically, identify impacts from development proposals that may negatively affect parklands and private properties under protective easements and require mitigation and/or restoration measures, as appropriate.”

3. Open Space/ Parks (Comprehensive Plan, Area II, Tyson's Corner Urban Center, p. 73)

"Shower and locker facilities should be encouraged to be incorporated into office development for those who bicycle to work or exercise during the lunch hour."

4. Open Space/Parks (Comprehensive Plan, Area II, Tyson's Corner Urban Center, p. 22)

"Each development proposal should provide or contribute to the provision of appropriate active and/or passive recreation facilities and specified components of the open space system in accord with the Area-wide Recommendations and Land Unit recommendations in the Tysons Corner Plan."

ANALYSIS AND RECOMMENDATIONS

Natural Resource Impact:

This site is served by existing SWM facilities which outfall into Scott's Run on park land. The current outfalls appear stable, but are in need of maintenance. The applicant should prepare a maintenance plan for the existing SWM facilities in consultation with DPWES and work with the Park Authority to minimize impacts to the stream valley park while implementing the maintenance plan. This plan should include recommendations found in the County's draft of the Middle Potomac Watershed Management Plan.

Although the applicant appears to have sufficient capacity in their existing SWM facilities to address stormwater flows caused by the proposed new building, the Park Authority recommends that they incorporate Low Impact Development techniques into the design for Mitre 4 to capture additional stormwater, reduce their impact and improve water quality. Such techniques could include a green roof, tree boxes or planter boxes that capture run-off, cisterns, rain gardens, pervious pavers. These methods would not only improve water quality off-site but provide a better environment for staff and visitors to the campus.

Recreational Impact:

The Park Authority would like employees to have access to shower and locker facilities for those who bicycle to work or exercise during their lunch hour. The application packet indicates that a fitness center is already available on the Mitre Campus. If shower and locker facilities are provided at the fitness center currently on-site, and are available to all employees then the Park Authority considers this request fulfilled. If such facilities are not provided, the Park Authority requests that the applicant provide them as part of the proposed development.

Monetary Contribution from Commercial Development:

PCA 92-P-001-5, Mitre 4
Barbara A. Byron
Page 3 of 4

Similar developments in the Tysons Corner Urban Center have proffered the equivalent of ninety-nine cents per square foot of new office space for the construction of recreational facilities in the service area of the development. Applying this rate to the proposed 157,439 square feet of new office space at Mitre 4, the suggested contribution is \$155,864.

cc: Chron Binder
File Copy

Fairfax Water

FAIRFAX COUNTY WATER AUTHORITY
8560 Arlington Boulevard, Fairfax, Virginia 22031
www.fairfaxwater.org

**PLANNING AND ENGINEERING
DIVISION**

JAMIE BAIN HEDGES, P.E.
ACTING DIRECTOR
(703) 289-6302
Fax (703) 289-6398

October 24, 2006

Ms. Barbara A. Byron, Director
Zoning Evaluation Division
Fairfax County Department of Planning and Zoning
12055 Government Center Parkway
Suite 801
Fairfax, Virginia 22035-5505

Re: PCA 92-P-001-05

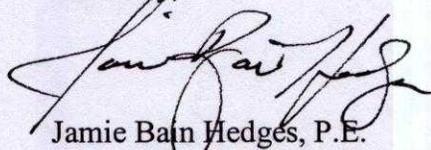
Dear Ms. Byron:

Fairfax Water has reviewed the above referenced plan and has no comments.

Please see the enclosed property map and Generalized Development Plan. The Generalized Development Plan has been forwarded to Plan Control for distribution to the Engineering Firm.

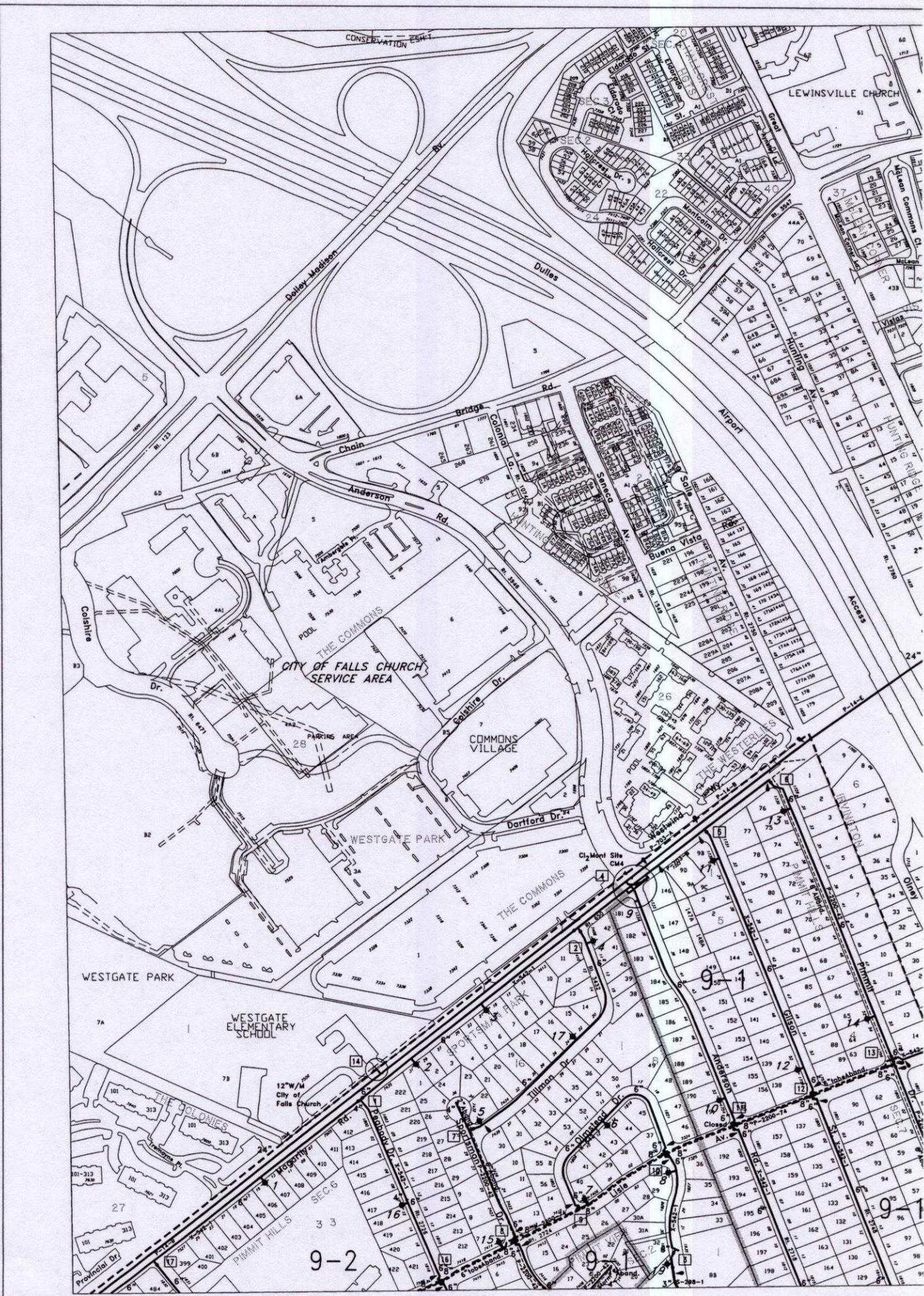
If you have any questions regarding this information please contact me at (703) 289-6302.

Sincerely,



Jamie Bain Hedges, P.E.
Acting Director, Planning & Engineering

Enclosure



SELECTED EXCERPTS FROM THE ZONING ORDINANCE

2-418 **Waiver of Yard Requirements in Selective Areas**

Notwithstanding any other provision of this Ordinance and except in a Commercial Revitalization District, the minimum yard requirements and other required distances from lot lines set forth in this Ordinance may be waived for developments located in an area where specific design guidelines have been established in the adopted comprehensive plan, such as in Community Business Center (CBCs) and areas around transit facilities. Such waiver may be approved by the Board, in conjunction with the approval of a rezoning or special exception, or by the Director in approving a site plan, when it is determined that such waiver is in accordance with, and would further implementation of, the adopted comprehensive plan. Yard requirements in a Commercial Revitalization District shall be provided in accordance with the provisions of that district.

PART 3 **4-300 C-3 OFFICE DISTRICT**

4-301 **Purpose and Intent**

The C-3 District is established to provide areas where predominantly non-retail commercial uses may be located such as offices and financial institutions; and otherwise to implement the stated purpose and intent of this Ordinance.

ARTICLE 11

OFF-STREET PARKING AND LOADING, PRIVATE STREETS

PART 1 **11-100 OFF-STREET PARKING**

11-101 **Applicability**

1. Except as provided for in a Commercial Revitalization District, in any R, C or I district, all structures built and all uses established hereafter shall provide accessory off-street parking in accordance with the following regulations, and in a P district, the provisions of this Part shall have general application as determined by the Director.
2. The provision of off-street parking for a change in use and/or an expansion or enlargement of an existing structure and/or use shall be in accordance with the following:
 - A. When there is a change in use to a use which has the same or lesser parking requirement than the previous use, no additional parking shall be required. When there is a change to a use which has a greater parking requirement than the previous use, the minimum off-street

SELECTED EXCERPTS FROM THE ZONING ORDINANCE

parking requirement in accordance with the provisions of this Article shall be provided for the new use.

- B. When an existing structure and/or use is expanded or enlarged, the minimum off-street parking requirements in accordance with the provisions of this Article shall be provided for the area or capacity of such expansion or enlargement. However, compliance with the minimum off-street parking requirements shall not be required for the expansion or enlargement when such expansion or enlargement is to provide an accessibility improvement.

Notwithstanding the above, for special permit and special exception uses, the respective approving body may require the provision of off-street parking in accordance with this Article for the entire structure or use as expanded or enlarged.

- 4. Off-street parking spaces may serve two (2) or more uses; however, in such case, the total number of such spaces must equal the sum of the spaces required for each separate use except:
 - A. As may be permitted under Paragraphs 5, 22, 26 and 27 below and Par. 3 of Sect. 106 below; or
 - B. That the Board may, subject to conditions it deems appropriate, reduce the total number of parking spaces required by the strict application of this Part when the applicant has demonstrated to the Board's satisfaction that fewer spaces than those required by this Part will adequately serve two (2) or more uses by reason of the hourly parking accumulation characteristics of such uses and such reduction will not adversely affect the site or the adjacent area.

Notwithstanding the above, required off-street parking spaces and their appurtenant aisles and driveways which are not fully utilized during the weekday may be used for a public commuter park-and-ride lot when such lot is established and operated in accordance with a public commuter park-and-ride lot agreement approved by the Board.

In addition, for a use where the minimum number of required parking spaces is provided on site in accordance with this Part, but additional off-site parking may be desired, the Director may, subject to conditions the Director deems appropriate, approve the use of a portion of an adjacent site's required parking spaces, when the applicant has demonstrated to the Director's satisfaction that the use of such spaces on the adjacent site will not adversely affect such site or the adjacent area by reason of the hourly parking accumulation characteristics of such uses.

- 5. Within the area in proximity to a mass transit station, which station either exists or is programmed for completion within the same time frame as the completion of the subject development, or along a corridor served by a mass transit facility, which facility is conveniently accessible to the proposed use and offers a regular scheduled service, the Board may, subject to conditions it deems appropriate, reduce the number of off-street parking spaces

SELECTED EXCERPTS FROM THE ZONING ORDINANCE

otherwise required by the strict application of the provisions of this Part. Such reduction may be approved when the applicant has demonstrated to the Board's satisfaction that the spaces proposed to be eliminated are unnecessary based on the projected reduction in the parking demand resulting from the proximity of the transit station or mass transit facility and such reduction in parking spaces will not adversely affect the site or the adjacent area.

25. Except as qualified below, for purposes of determining off-street parking requirements, gross floor area shall be determined in accordance with the gross floor area definition except that:
 - A. Outdoor display/sales area and that area within a cellar that is not used exclusively for storage or for mechanical equipment shall be included as gross floor area; and
 - B. Mall areas in shopping centers of less than 1,000,000 square feet of gross floor area, which shall be calculated as consisting of the sum of all floors in the mall, measured from the interior faces of the walls of the mall, shall be excluded from gross floor area.

PART 2 11-200 OFF-STREET LOADING

11-201 Applicability

In any R, C or I district, all structures built and all uses established hereafter shall provide accessory off-street loading spaces in accordance with the following regulations. In a P district, the provisions of this Part shall have general application as determined by the Director. When an existing structure or use is expanded, accessory off-street loading spaces shall be provided in accordance with the following minimum requirements for the entire structure or use, as expanded or enlarged.

11-202 General Provisions

1. All required off-street loading spaces shall be located on the same lot as the use served; provided that the Director may waive such location requirement in those instances where the provisions of Par. 2 are satisfied.
2. Required off-street loading spaces may be provided cooperatively for two or more uses, subject to arrangements that will assure the permanent availability of such spaces to the satisfaction of the Director.
3. All required off-street loading spaces and their appurtenant aisles and driveways shall be deemed to be required space on the lot on which the same are situated and shall not be encroached upon or reduced in any manner except upon approval by the Director in accordance with the following circumstances:

SELECTED EXCERPTS FROM THE ZONING ORDINANCE

- A. Such space may be reduced by the amount to which other space, conforming to the provisions of this Ordinance, is provided for the use that is involved, or
- B. Such space may be reduced in an amount which is justified by a reduction in the need for such space by reason of a reduction in size or change in the nature of the use to which such is appurtenant, or
- C. Such space may be reduced for an existing structure or use to provide an accessibility improvement.

ARTICLE 18

ADMINISTRATION, AMENDMENTS, VIOLATIONS AND PENALTIES

PART 2 18-200 AMENDMENTS

18-204 Proffered Condition Regulations

Proffered conditions shall include written statements, development plans, profiles, elevations, and/or other demonstrative materials proffered in accordance with the provisions of Par. 4 of Sect. 203 above and approved by the Board in conjunction with the approval of an amendment to the Zoning Map. Proffered conditions shall be subject to the following procedures and regulations:

- 6. Once conditions have been approved, and there is cause for an amendment which would not be in substantial conformance with the proffered conditions, or there is a request to proffer conditions on a parcel not currently the subject of a proffered condition, then an application shall be filed for an amendment. An amendment application may be filed on a portion of the property subject to proffered conditions, upon a determination by the Zoning Administrator that the amendment (a) would not adversely affect the use of the property subject to the proffered conditions but not incorporated into the amendment application, (b) would not inhibit, adversely affect, or preclude in any manner the fulfillment of the proffered conditions applicable to the area not incorporated into the amendment application, and (c) would not increase the overall approved density/intensity for the development. Previously approved proffered conditions which are not subject to the amendment request shall remain in full force and effect. If the amendment concerns an approved generalized development plan, such application shall include the submission requirements for a generalized development plan set forth in Sect. 202 above, except the Zoning Administrator may waive any submission requirement if such requirement is not necessary for an adequate review of the generalized development plan amendment application. Such amendment shall be the subject of public hearing in accordance with the provisions of Sect. 205 below.

GLOSSARY

This Glossary is provided to assist the public in understanding the staff evaluation and analysis of development proposals. It should not be construed as representing legal definitions. Refer to the Fairfax County Zoning Ordinance, Comprehensive Plan or Public Facilities Manual for additional information.

ABANDONMENT: Refers to road or street abandonment, an action taken by the Board of Supervisors, usually through the public hearing process, to abolish the public's right-of-passage over a road or road right-of way. Upon abandonment, the right-of-way automatically reverts to the underlying fee owners. If the fee to the owner is unknown, Virginia law presumes that fee to the roadbed rests with the adjacent property owners if there is no evidence to the contrary.

ACCESSORY DWELLING UNIT (OR APARTMENT): A secondary dwelling unit established in conjunction with and clearly subordinate to a single family detached dwelling unit. An accessory dwelling unit may be allowed if a special permit is granted by the Board of Zoning Appeals (BZA). Refer to Sect. 8-918 of the Zoning Ordinance.

AFFORDABLE DWELLING UNIT (ADU) DEVELOPMENT: Residential development to assist in the provision of affordable housing for persons of low and moderate income in accordance with the affordable dwelling unit program and in accordance with Zoning Ordinance regulations. Residential development which provides affordable dwelling units may result in a density bonus (see below) permitting the construction of additional housing units. See Part 8 of Article 2 of the Zoning Ordinance.

AGRICULTURAL AND FORESTAL DISTRICTS: A land use classification created under Chapter 114 or 115 of the Fairfax County Code for the purpose of qualifying landowners who wish to retain their property for agricultural or forestal use for use/value taxation pursuant to Chapter 58 of the Fairfax County Code.

BARRIER: A wall, fence, earthen berm, or plant materials which may be used to provide a physical separation between land uses. Refer to Article 13 of the Zoning Ordinance for specific barrier requirements.

BEST MANAGEMENT PRACTICES (BMPs): Stormwater management techniques or land use practices that are determined to be the most effective, practicable means of preventing and/or reducing the amount of pollution generated by nonpoint sources in order to improve water quality.

BUFFER: Graduated mix of land uses, building heights or intensities designed to mitigate potential conflicts between different types or intensities of land uses; may also provide for a transition between uses. A landscaped buffer may be an area of open, undeveloped land and may include a combination of fences, walls, berms, open space and/or landscape plantings. A buffer is not necessarily coincident with transitional screening.

CHESAPEAKE BAY PRESERVATION ORDINANCE: Regulations which the State has mandated must be adopted to protect the Chesapeake Bay and its tributaries. These regulations must be incorporated into the comprehensive plans, zoning ordinances and subdivision ordinances of the affected localities. Refer to Chesapeake Bay Preservation Act, Va. Code Section 10.1-2100 et seq and VR 173-02-01, Chesapeake Bay Preservation Area Designation and Management Regulations.

CLUSTER DEVELOPMENT: Residential development in which the lots are clustered on a portion of a site so that significant environmental/historical/cultural resources may be preserved or recreational amenities provided. While smaller lot sizes are permitted in a cluster subdivision to preserve open space, the overall density cannot exceed that permitted by the applicable zoning district. See Sect. 2-421 and Sect. 9-615 of the Zoning Ordinance.

COUNTY 2232 REVIEW PROCESS: A public hearing process pursuant to Sect. 15.2-2232 (Formerly Sect. 15.1-456) of the Virginia Code which is used to determine if a proposed public facility not shown on the adopted Comprehensive Plan is in substantial accord with the plan. Specifically, this process is used to determine if the general or approximate location, character and extent of a proposed facility is in substantial accord with the Plan.

dBa: The momentary magnitude of sound weighted to approximate the sensitivity of the human ear to certain frequencies; the dBA value describes a sound at a given instant, a maximum sound level or a steady state value. See also Ldn.

DENSITY: Number of dwelling units (du) divided by the gross acreage (ac) of a site being developed in residential use; or, the number of dwelling units per acre (du/ac) except in the PRC District when density refers to the number of persons per acre.

DENSITY BONUS: An increase in the density otherwise allowed in a given zoning district which may be granted under specific provisions of the Zoning Ordinance when a developer provides excess open space, recreation facilities, or affordable dwelling units (ADUs), etc.

DEVELOPMENT CONDITIONS: Terms or conditions imposed on a development by the Board of Supervisors (BOS) or the Board of Zoning Appeals (BZA) in connection with approval of a special exception, special permit or variance application or rezoning application in a "P" district. Conditions may be imposed to mitigate adverse impacts associated with a development as well as secure compliance with the Zoning Ordinance and/or conformance with the Comprehensive Plan. For example, development conditions may regulate hours of operation, number of employees, height of buildings, and intensity of development.

DEVELOPMENT PLAN: A graphic representation which depicts the nature and character of the development proposed for a specific land area: information such as topography, location and size of proposed structures, location of streets trails, utilities, and storm drainage are generally included on a development plan. A development plan is a submission requirement for rezoning to the PRC District. A **GENERALIZED DEVELOPMENT PLAN (GDP)** is a submission requirement for a rezoning application for all conventional zoning districts other than a P District. A development plan submitted in connection with a special exception (SE) or special permit (SP) is generally referred to as an SE or SP plat. A **CONCEPTUAL DEVELOPMENT PLAN (CDP)** is a submission requirement when filing a rezoning application for a P District other than the PRC District; a CDP characterizes in a general way the planned development of the site. A **FINAL DEVELOPMENT PLAN (FDP)** is a submission requirement following the approval of a conceptual development plan and rezoning application for a P District other than the PRC District; an FDP further details the planned development of the site. See Article 16 of the Zoning Ordinance.

EASEMENT: A right to or interest in property owned by another for a specific and limited purpose. Examples: access easement, utility easement, construction easement, etc. Easements may be for public or private purposes.

ENVIRONMENTAL QUALITY CORRIDORS (EQCs): An open space system designed to link and preserve natural resource areas, provide passive recreation and protect wildlife habitat. The system includes stream valleys, steep slopes and wetlands. For a complete definition of EQCs, refer to the Environmental section of the Policy Plan for Fairfax County contained in Vol. 1 of the Comprehensive Plan.

ERODIBLE SOILS: Soils that wash away easily, especially under conditions where stormwater runoff is inadequately controlled. Silt and sediment are washed into nearby streams, thereby degrading water quality.

FLOODPLAIN: Those land areas in and adjacent to streams and watercourses subject to periodic flooding; usually associated with environmental quality corridors. The 100 year floodplain drains 70 acres or more of land and has a one percent chance of flood occurrence in any given year.

FLOOR AREA RATIO (FAR): An expression of the amount of development intensity (typically, non-residential uses) on a specific parcel of land. FAR is determined by dividing the total square footage of gross floor area of buildings on a site by the total square footage of the site itself.

FUNCTIONAL CLASSIFICATION: A system for classifying roads in terms of the character of service that individual facilities are providing or are intended to provide, ranging from travel mobility to land access. Roadway system functional classification elements include Freeways or Expressways which are limited access highways, Other Principal (or Major) Arterials, Minor Arterials, Collector Streets, and Local Streets. Principal arterials are designed to accommodate travel; access to adjacent properties is discouraged. Minor arterials are designed to serve both through traffic and local trips. Collector roads and streets link local streets and properties with the arterial network. Local streets provide access to adjacent properties.

GEOTECHNICAL REVIEW: An engineering study of the geology and soils of a site which is submitted to determine the suitability of a site for development and recommends construction techniques designed to overcome development on problem soils, e.g., marine clay soils.

HYDROCARBON RUNOFF: Petroleum products, such as motor oil, gasoline or transmission fluid deposited by motor vehicles which are carried into the local storm sewer system with the stormwater runoff, and ultimately, into receiving streams; a major source of non-point source pollution. An oil-grit separator is a common hydrocarbon runoff reduction method.

IMPERVIOUS SURFACE: Any land area covered by buildings or paved with a hard surface such that water cannot seep through the surface into the ground.

INFILL: Development on vacant or underutilized sites within an area which is already mostly developed in an established development pattern or neighborhood.

INTENSITY: The magnitude of development usually measured in such terms as density, floor area ratio, building height, percentage of impervious surface, traffic generation, etc. Intensity is also based on a comparison of the development proposal against environmental constraints or other conditions which determine the carrying capacity of a specific land area to accommodate development without adverse impacts.

Ldn: Day night average sound level. It is the twenty-four hour average sound level expressed in A-weighted decibels; the measurement assigns a "penalty" to night time noise to account for night time sensitivity. Ldn represents the total noise environment which varies over time and correlates with the effects of noise on the public health, safety and welfare.

LEVEL OF SERVICE (LOS): An estimate of the effectiveness of a roadway to carry traffic, usually under anticipated peak traffic conditions. Level of Service efficiency is generally characterized by the letters A through F, with LOS-A describing free flow traffic conditions and LOS-F describing jammed or grid-lock conditions.

MARINE CLAY SOILS: Soils that occur in widespread areas of the County generally east of Interstate 95. Because of the abundance of shrink-swell clays in these soils, they tend to be highly unstable. Many areas of slope failure are evident on natural slopes. Construction on these soils may initiate or accelerate slope movement or slope failure. The shrink-swell soils can cause movement in structures, even in areas of flat topography, from dry to wet seasons resulting in cracked foundations, etc. Also known as slippage soils.

OPEN SPACE: That portion of a site which generally is not covered by buildings, streets, or parking areas. Open space is intended to provide light and air; open space may function as a buffer between land uses or for scenic, environmental, or recreational purposes.

OPEN SPACE EASEMENT: An easement usually granted to the Board of Supervisors which preserves a tract of land in open space for some public benefit in perpetuity or for a specified period of time. Open space easements may be accepted by the Board of Supervisors, upon request of the land owner, after evaluation under criteria established by the Board. See Open Space Land Act, Code of Virginia, Sections 10.1-1700, et seq.

P DISTRICT: A "P" district refers to land that is planned and/or developed as a Planned Development Housing (PDH) District, a Planned Development Commercial (PDC) District or a Planned Residential Community (PRC) District. The PDH, PDC and PRC Zoning Districts are established to encourage innovative and creative design for land development; to provide ample and efficient use of open space; to promote a balance in the mix of land uses, housing types, and intensity of development; and to allow maximum flexibility in order to achieve excellence in physical, social and economic planning and development of a site. Refer to Articles 6 and 16 of the Zoning Ordinance.

PROFFER: A written condition, which, when offered voluntarily by a property owner and accepted by the Board of Supervisors in a rezoning action, becomes a legally binding condition which is in addition to the zoning district regulations applicable to a specific property. Proffers are submitted and signed by an owner prior to the Board of Supervisors public hearing on a rezoning application and run with the land. Once accepted by the Board, proffers may be modified only by a proffered condition amendment (PCA) application or other zoning action of the Board and the hearing process required for a rezoning application applies. See Sect. 15.2-2303 (formerly 15.1-491) of the Code of Virginia.

PUBLIC FACILITIES MANUAL (PFM): A technical text approved by the Board of Supervisors containing guidelines and standards which govern the design and construction of site improvements incorporating applicable Federal, State and County Codes, specific standards of the Virginia Department of Transportation and the County's Department of Public Works and Environmental Services.

RESOURCE MANAGEMENT AREA (RMA): That component of the Chesapeake Bay Preservation Area comprised of lands that, if improperly used or developed, have a potential for causing significant water quality degradation or for diminishing the functional value of the Resource Protection Area. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

RESOURCE PROTECTION AREA (RPA): That component of the Chesapeake Bay Preservation Area comprised of lands at or near the shoreline or water's edge that have an intrinsic water quality value due to the ecological and biological processes they perform or are sensitive to impacts which may result in significant degradation of the quality of state waters. In their natural condition, these lands provide for the removal, reduction or assimilation of sediments from runoff entering the Bay and its tributaries, and minimize the adverse effects of human activities on state waters and aquatic resources. New development is generally discouraged in an RPA. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

SITE PLAN: A detailed engineering plan, to scale, depicting the development of a parcel of land and containing all information required by Article 17 of the Zoning Ordinance. Generally, submission of a site plan to DPWES for review and approval is required for all residential, commercial and industrial development except for development of single family detached dwellings. The site plan is required to assure that development complies with the Zoning Ordinance.

SPECIAL EXCEPTION (SE) / SPECIAL PERMIT (SP): Uses, which by their nature, can have an undue impact upon or can be incompatible with other land uses and therefore need a site specific review. After review, such uses may be allowed to locate within given designated zoning districts if appropriate and only under special controls, limitations, and regulations. A special exception is subject to public hearings by the Planning Commission and Board of Supervisors with approval by the Board of Supervisors; a special permit requires a public hearing and approval by the Board of Zoning Appeals. Unlike proffers which are voluntary, the Board of Supervisors or BZA may impose reasonable conditions to assure, for example, compatibility and safety. See Article 8, Special Permits and Article 9, Special Exceptions, of the Zoning Ordinance.

STORMWATER MANAGEMENT: Engineering practices that are incorporated into the design of a development in order to mitigate or abate adverse water quantity and water quality impacts resulting from development. Stormwater management systems are designed to slow down or retain runoff to re-create, as nearly as possible, the pre-development flow conditions.

SUBDIVISION PLAT: The engineering plan for a subdivision of land submitted to DPWES for review and approved pursuant to Chapter 101 of the County Code.

TRANSPORTATION DEMAND MANAGEMENT (TDM): Actions taken to reduce single occupant vehicle automobile trips or actions taken to manage or reduce overall transportation demand in a particular area.

TRANSPORTATION SYSTEM MANAGEMENT (TSM) PROGRAMS: This term is used to describe a full spectrum of actions that may be applied to improve the overall efficiency of the transportation network. TSM programs usually consist of low-cost alternatives to major capital expenditures, and may include parking management measures, ridesharing programs, flexible or staggered work hours, transit promotion or operational improvements to the existing roadway system. TSM includes Transportation Demand Management (TDM) measures as well as H.O.V. use and other strategies associated with the operation of the street and transit systems.

URBAN DESIGN: An aspect of urban or suburban planning that focuses on creating a desirable environment in which to live, work and play. A well-designed urban or suburban environment demonstrates the four generally accepted principles of design: clearly identifiable function for the area; easily understood order; distinctive identity; and visual appeal.

VACATION: Refers to vacation of street or road as an action taken by the Board of Supervisors in order to abolish the public's right-of-passage over a road or road right-of-way dedicated by a plat of subdivision. Upon vacation, title to the road right-of-way transfers by operation of law to the owner(s) of the adjacent properties within the subdivision from whence the road/road right-of-way originated.

VARIANCE: An application to the Board of Zoning Appeals which seeks relief from a specific zoning regulation such as lot width, building height, or minimum yard requirements, among others. A variance may only be granted by the Board of Zoning Appeals through the public hearing process and upon a finding by the BZA that the variance application meets the required Standards for a Variance set forth in Sect. 18-404 of the Zoning Ordinance.

WETLANDS: Land characterized by wetness for a portion of the growing season. Wetlands are generally delineated on the basis of physical characteristics such as soil properties indicative of wetness, the presence of vegetation with an affinity for water, and the presence or evidence of surface wetness or soil saturation. Wetland environments provide water quality improvement benefits and are ecologically valuable. Development activity in wetlands is subject to permitting processes administered by the U.S. Army Corps of Engineers

TIDAL WETLANDS: Vegetated and nonvegetated wetlands as defined in Chapter 116 Wetlands Ordinance of the Fairfax County Code: includes tidal shores and tidally influenced embayments, creeks, and tributaries to the Occoquan and Potomac Rivers. Development activity in tidal wetlands may require approval from the Fairfax County Wetlands Board.

Abbreviations Commonly Used in Staff Reports

A&F	Agricultural & Forestal District	PDH	Planned Development Housing
ADU	Affordable Dwelling Unit	PFM	Public Facilities Manual
ARB	Architectural Review Board	PRC	Planned Residential Community
BMP	Best Management Practices	RC	Residential-Conservation
BOS	Board of Supervisors	RE	Residential Estate
BZA	Board of Zoning Appeals	RMA	Resource Management Area
COG	Council of Governments	RPA	Resource Protection Area
CBC	Community Business Center	RUP	Residential Use Permit
CDP	Conceptual Development Plan	RZ	Rezoning
CRD	Commercial Revitalization District	SE	Special Exception
DOT	Department of Transportation	SEA	Special Exception Amendment
DP	Development Plan	SP	Special Permit
DPWES	Department of Public Works and Environmental Services	TDM	Transportation Demand Management
DPZ	Department of Planning and Zoning	TMA	Transportation Management Association
DU/AC	Dwelling Units Per Acre	TSA	Transit Station Area
EQC	Environmental Quality Corridor	TSM	Transportation System Management
FAR	Floor Area Ratio	UP & DD	Utilities Planning and Design Division, DPWES
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HC	Highway Corridor Overlay District	VPH	Vehicles per Hour
HCD	Housing and Community Development	WMATA	Washington Metropolitan Area Transit Authority
LOS	Level of Service	WS	Water Supply Protection Overlay District
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, DPZ
OSDS	Office of Site Development Services, DPWES	ZED	Zoning Evaluation Division, DPZ
PCA	Proffered Condition Amendment	ZPRB	Zoning Permit Review Branch
PD	Planning Division		
PDC	Planned Development Commercial		