



APPLICATION ACCEPTED: June 3, 2008  
PLANNING COMMISSION: May 28, 2009  
PLANNING COMMISSION DECISION: June 25, 2009  
BOARD OF SUPERVISORS: July 13, 2009 @ 3:00 PM

## County of Fairfax, Virginia

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June 17, 2009

### STAFF REPORT ADDENDUM

### APPLICATIONS

**RZ 2008-PR-009 and SEA 80-P-078-15**  
**(Associated with PCA 87-P-038-04)**

### PROVIDENCE DISTRICT

**APPLICANT:** Inova Health Care Services

**PRESENT ZONING:** R-1 and R-12

**REQUESTED ZONING:** C-3

**PARCEL(S):** 49-3 ((1) 136C, 136C1;  
59-2 ((1)) 1A pt., 1B, 1C, 1D, 1E

**ACREAGE:** 65.46 acres

**FAR:** 0.80

**OPEN SPACE:** 32% with an option for 35%

**PLAN MAP:** Public Facilities, Governmental and Institutional  
Uses

**SE CATEGORY:** Category 6: Increase in Building Height  
Category 3: Medical Care Facilities

**RZ PROPOSAL:** The applicant seeks to rezone 65.46 acres from  
the R-1 and R-12 Districts to the C-3 District to  
allow an increase in FAR from 0.7 to 0.8 to  
expand the existing medical care and human  
service facilities on site. The proposed expansion

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William O'Donnell

Department of Planning and Zoning  
Zoning Evaluation Division  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5509  
Phone 703-324-1290 FAX 703-324-3924  
[www.fairfaxcounty.gov/dpz/](http://www.fairfaxcounty.gov/dpz/)



includes construction of a new Women's Hospital & Patient Tower, an expansion of an existing child care center, modifications to the existing and previously approved helicopter pads, deletion of a previously approved but not constructed Child Care Center # 2 (10,000 square feet) and resident student housing (99,500 square feet), and other associated modifications to building and site design. In addition, the applicant proposes two development options for a new Mid-County Services Center Building (which includes the Woodburn Center for Community Mental Health).

**SEA PROPOSAL:**

The applicant seeks approval of an SEA application to amend SE 80-P-078 previously approved for a medical care facility to allow an increase in the allowable height in a C-3 district from 90 feet to 165 feet, an increase in total number of beds in the medical care facility from 833 to 1026 beds, an increase in land area and other associated modifications to the site design.

Staff recommends approval of RZ 2008-PR-009 subject to the execution of proffers consistent with those contained in Attachment 1.

Staff recommends approval of SEA 80-P-078-15 subject to the development conditions found in Attachment 2.

Staff recommends approval of a modification of transitional screening and a waiver of the barrier requirements in favor of that shown on the GDP/ SEA Plat.

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. 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.



# Rezoning Application

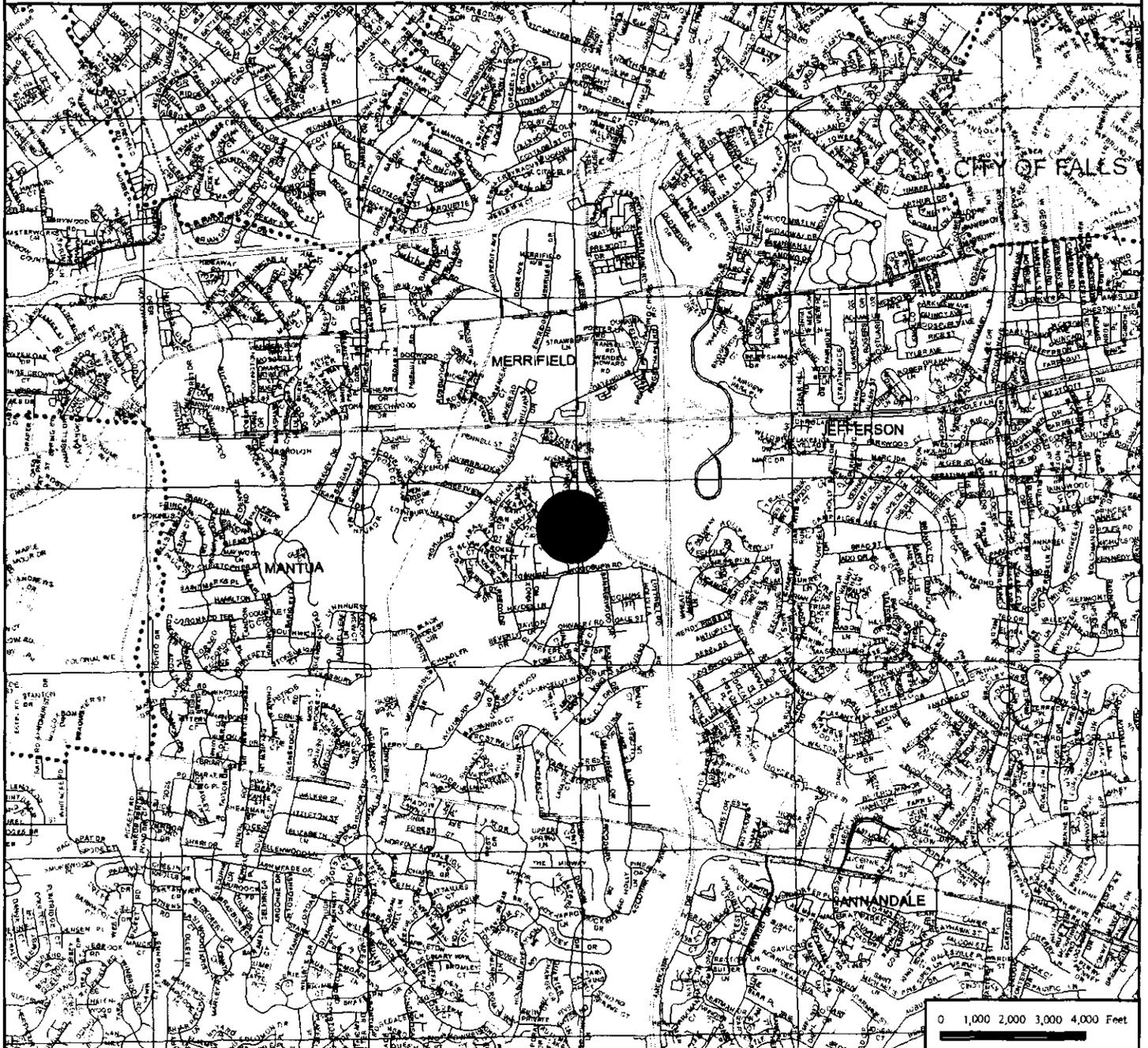
**RZ 2008-PR-009**

**Applicant:** INOVA HEALTH CARE SERVICES  
**Accepted:** 06/03/2008  
**Proposed:** TO PERMIT AN EXPANSION OF EXISTING MEDICAL CARE FACILITIES (HOSPITAL AND ACCESSORY USES) AND PUBLIC USES  
**Area:** 65.46 AC OF LAND; DISTRICT - PROVIDENCE  
**Zoning Dist Sect:**  
**Located:** NORTHWEST QUADRANT OF THE INTERSECTION OF WOODBURN ROAD AND GALLOWS ROAD  
**Zoning:** FROM R-1 AND R-12 TO C-3  
**Overlay Dist:**  
**Map Ref Num:** 049-3-/01/ /0136C /01/ /0136C1059-2-/01/ /0001A pt /01/ /0001B /01/ /0001C /01/ /0001D /01/ /0001E

# Special Exception Amendment

**SEA 80-P-078-15**

**Applicant:** INOVA HEALTH CARE SERVICES  
**Accepted:** 06/03/2008  
**Proposed:** AMEND SE 80-P-078 PREVIOUSLY APPROVED MEDICAL CARE FACILITIES (HOSPITAL AND ACCESSORY USES) AND INCREASE IN BUILDING HEIGHT TO PERMIT INCREASE IN LAND AREA, BUILDING ADDITIONS, SITE MODIFICATIONS AND ASSOCIATED MODIFICATIONS TO SITE DESIGN AND DEVELOPMENT CONDITIONS  
**Area:** 65.46 AC OF LAND; DISTRICT - PROVIDENCE  
**Zoning Dist Sect:** 04-0304 09-0607  
**Art 9 Group and Use:** 3-06 6-03  
**Located:** 3300-3312 GALLOWS ROAD AND 3300-3340 WOODBURN ROAD  
**Zoning:** C-3  
**Plan Area:** 2  
**Overlay Dist:**  
**Map Ref Num:** 049-3-/01/ /0136C /01/ /0136C1059-2-/01/ /0001A pt /01/ /0001B /01/ /0001C /01/ /0001D /01/ /0001E



# Rezoning Application

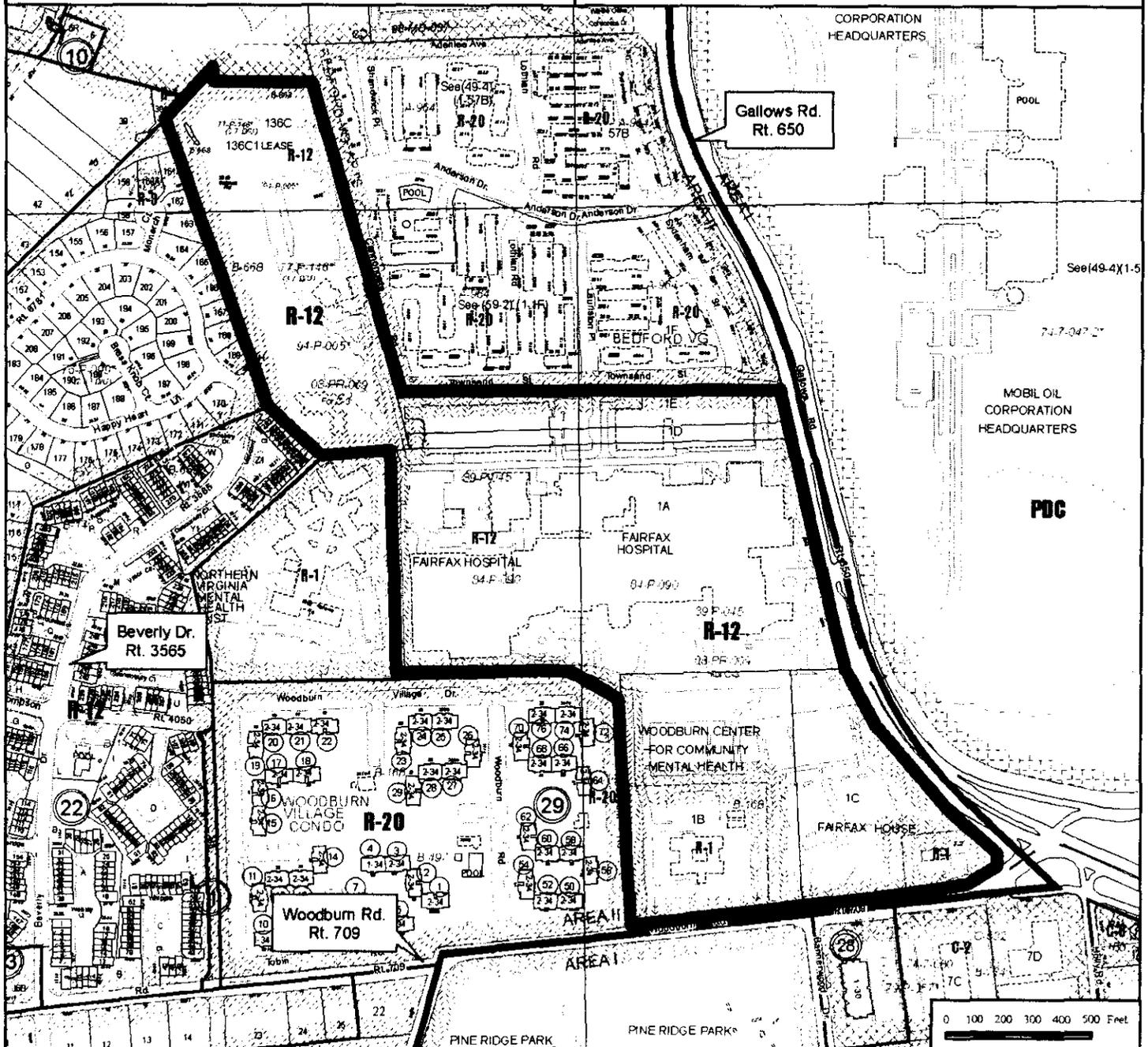
## RZ 2008-PR-009

# Special Exception Amendment

## SEA 80-P-078-15

Applicant: INOVA HEALTH CARE SERVICES  
 Accepted: 06/03/2008  
 Proposed: TO PERMIT AN EXPANSION OF EXISTING MEDICAL CARE FACILITIES (HOSPITAL AND ACCESSORY USES) AND PUBLIC USES  
 Area: 65.46 AC OF LAND; DISTRICT - PROVIDENCE  
 Zoning Dist Sect: NORTHWEST QUADRANT OF THE INTERSECTION OF WOODBURN ROAD AND GALLOWES ROAD  
 Located:  
 Zoning: FROM R-1 AND R-12 TO C-3  
 Overlay Dist:  
 Map Ref Num: 049-3-/01/ /0136C /01/ /0136C1059-2-/01/ /0001A pt./01/ /0001B /01/ /0001C /01/ /0001D /01/ /0001E

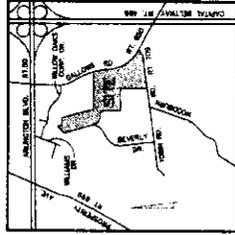
Applicant: INOVA HEALTH CARE SERVICES  
 Accepted: 06/03/2008  
 Proposed: AMEND SE 80-P-078 PREVIOUSLY APPROVED MEDICAL CARE FACILITIES (HOSPITAL AND ACCESSORY USES) AND INCREASE IN BUILDING HEIGHT TO PERMIT INCREASE IN LAND AREA, BUILDING ADDITIONS, SITE MODIFICATIONS AND ASSOCIATED MODIFICATIONS TO SITE DESIGN AND DEVELOPMENT CONDITIONS  
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# INOVA FAIRFAX HOSPITAL CAMPUS

Providence District      Fairfax County, Virginia

## Generalized Development Plan / Special Exception Amendment Plat RZ 2008-PR-009 / SEA 80-P-078-15



VICINITY MAP  
 SCALE: 1" = 2,000'

**Applicant:**  
 INOVA Health Care Services  
 3300 Gallowalls Road  
 Falls Church, VA 22042



Revised June 10, 2008  
 Revised June 5, 2008  
 Revised May 20, 2008  
 Revised April 20, 2008  
 Revised March 26, 2008  
 Revised February 19, 2008  
 Revised January 23, 2008  
 Revised October 9, 2008  
 Revised August 28, 2008  
 Revised July 31, 2008  
 Rev. July 1, 2008  
**February 12, 2008**

M-10691

INOVA Fairfax Hospital Campus  
 Generalized Development Plat  
 Special Exception Amendment  
 RZ 2008-PR-009  
 SEA 80-P-078-15

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Dewberry & Davis, LLC  
 1400 COMMONWEALTH AVENUE  
 SUITE 200  
 FARMINGTON, VT 05475  
 TEL: 802.253.1234  
 FAX: 802.253.1235

**INOVA FAIRFAX HOSPITAL CAMPUS**  
 GENERALIZED DEVELOPMENT PLAN  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 FAIRFAX COUNTY, VIRGINIA



NO. 1 PLAN

SCALE

No.	DATE	DESCRIPTION
11	06/10/09	JAC
10	06/05/09	JAC
9	10/20/08	JAC
8	09/20/08	JAC
7	02/26/09	JAC
6	02/19/08	JAC
5	02/19/08	JAC
4	11/02/07	JAC
3	06/26/08	JAC
2	07/31/06	JAC
1	07/01/06	APP

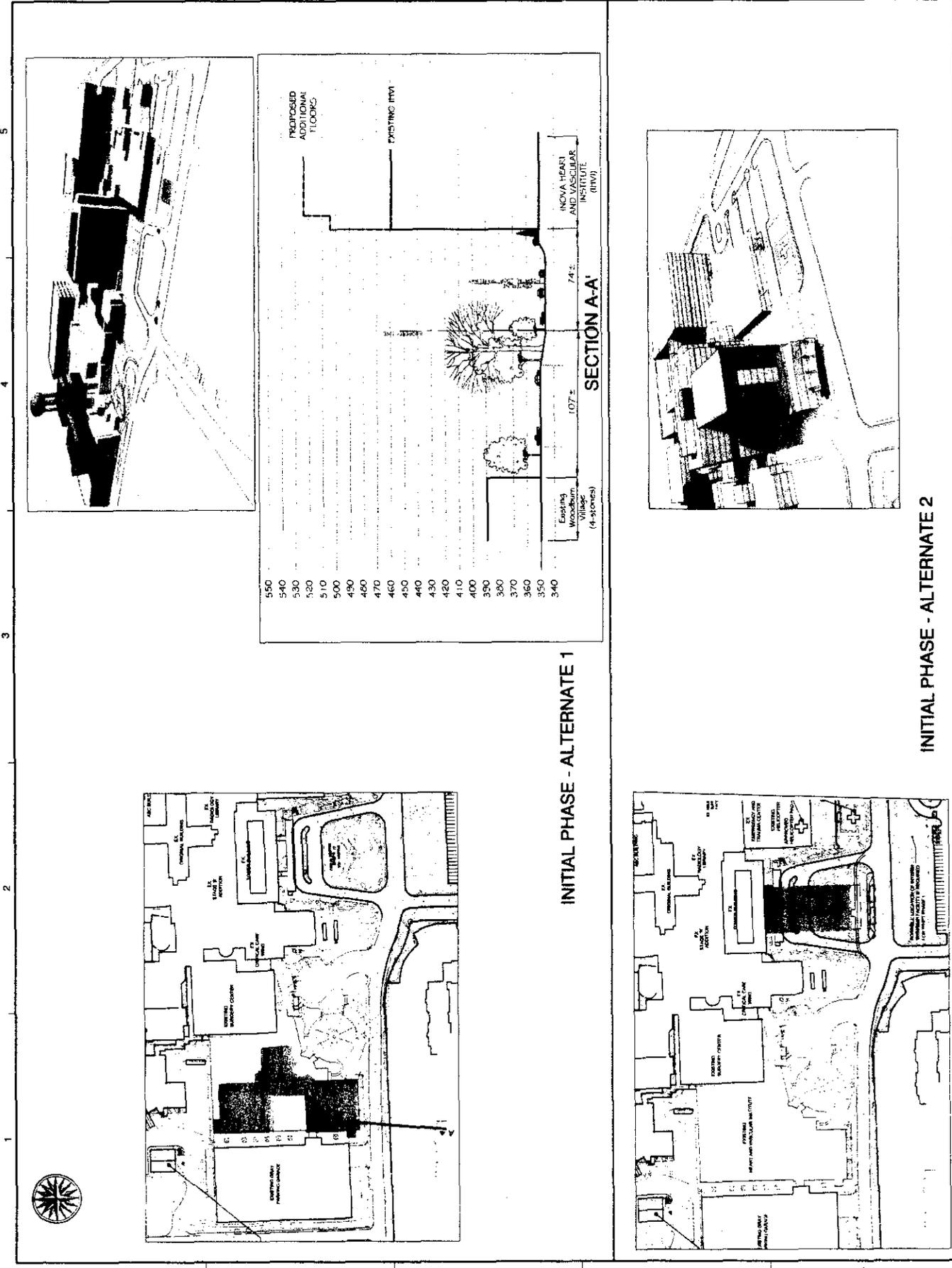
DESIGNED BY: JAC  
 APPROVED BY: JAC  
 DATE: January 17, 2008  
 TITLE: INITIAL PHASE

**INOVA**  
 Fairfax Hospital Campus  
 Development Plan  
 Initial Phase

PROJECT NO.

**2A**

SHEET NO. M-10691  
 24.10.20



INITIAL PHASE - ALTERNATE 1

INITIAL PHASE - ALTERNATE 2

**SECTION A-A**

550	540	530	520	510	500	490	480	470	460	450	440	430	420	410	400	390	380	370	360	350	340
PROPOSED ADDITIONAL FLOORING																					
EXISTING IRVI																					
EXISTING WOODBURN (4-STOREY)										INOVA HEART AND VASCULAR INSTITUTE (IRVI)											
										74'											
										107'											



Dewberry & Davis LLC  
 10000 WOODBURN AVENUE  
 SUITE 100  
 FARMERS BRANCH, TEXAS 75448  
 TEL: 281.340.1000  
 FAX: 281.340.1001  
 WWW.DDBVA.COM

INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 GENERALIZED DEVELOPMENT PLAN  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 FAIRFAX COUNTY VIRGINIA



NO. 10000  
 DATE 10/16/11



NO.	DATE	DESCRIPTION
1	10/16/11	PRELIMINARY
2	01/23/12	REVISED
3	02/28/12	REVISED
4	03/22/12	REVISED
5	04/20/12	REVISED
6	05/22/12	REVISED
7	06/20/12	REVISED
8	07/19/12	REVISED
9	08/20/12	REVISED
10	09/08/12	REVISED
11	10/16/11	REVISED
12	01/23/12	REVISED
13	02/28/12	REVISED
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99	08/20/12	REVISED
100	09/08/12	REVISED

NOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 DEVELOPMENT PLAN  
 GDP / SEA P101

PROJECT NO.

4

SHEET NO. 4 OF 25  
 M-10091

**Tree Canopy Tabulation**

SITE AREA ..... 2,961,434 SF  
 TREE CANOPY REQUIRED (10%) ..... 296,143 SF  
 AREA OF EXISTING TREES TO REMAIN ..... 306,044 SF  
 TREE CANOPY TO BE REMOVED ..... 2,655,390 SF  
 APPROX. 225 MATURE TREES X 250 SF EA. = 56,250 SF  
 APPROX. 180 CAL. 18" & IV SPEC TREES X 175 SF (EACH) ..... 31,500 SF  
 APPROX. 170 CAL. 18" & IV SPEC TREES X 165 SF (EACH) ..... 28,050 SF  
 APPROX. 40 CAL. 18" & IV SPEC TREES X 125 SF (EACH) ..... 5,000 SF  
 APPROX. 10 CAL. 18" & IV SPEC TREES X 100 SF (EACH) ..... 1,000 SF  
 TOTAL TREE CANOPY PROVIDED (10%) ..... 433,300 SF

**Parking Lot Landscaping Tabulation**

TREE SPACES TO BE PROVIDED ON LOT ..... 160,000 SF  
 LANDSCAPING REQUIREMENT ..... 37,000 SF  
 PROPOSED LANDSCAPING TO BE PROVIDED ON LOT ..... 37,000 SF  
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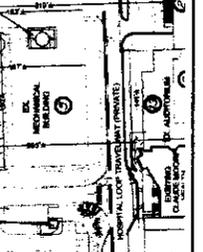
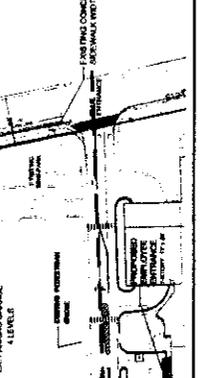
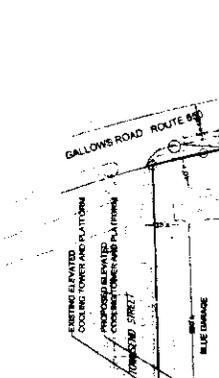
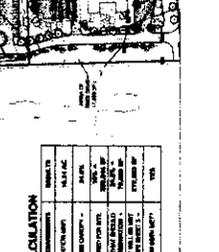
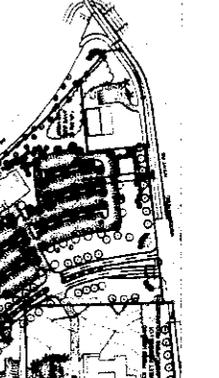
**LANDSCAPE TABULATIONS**

PROPOSED LANDSCAPING TO BE PROVIDED ON LOT ..... 37,000 SF  
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 PROPOSED LANDSCAPING TO BE PROVIDED ON LOT ..... 37,000 SF

**Interior Parking Lot Landscaping**  
 Graphic  
 Not to Scale

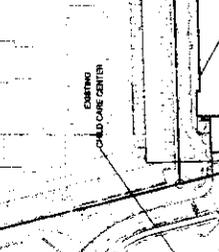
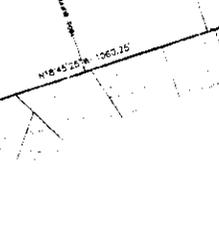
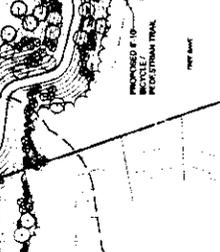
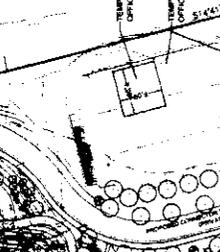
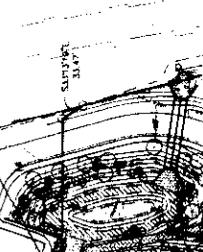
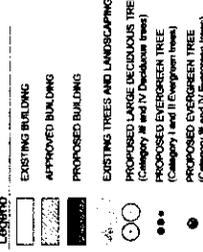
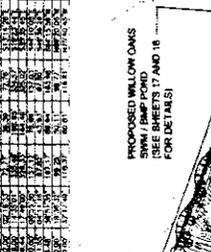
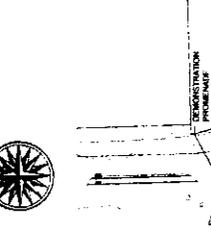
**TABLE 12.3 TREE PRESERVATION TARGET CALCULATION**

NO.	DESCRIPTION	AREA (SF)	PERCENTAGE OF AREA TO BE PRESERVED	TOTAL AREA TO BE PRESERVED (SF)
1	EXISTING TREE CANOPY TO BE PRESERVED	306,044	100%	306,044
2	TREE CANOPY TO BE REMOVED	2,655,390	0%	0
3	TOTAL TREE CANOPY TO BE PRESERVED	306,044	100%	306,044
4	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
5	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
6	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
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13	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
14	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
15	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
16	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
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38	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
39	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
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41	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
42	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
43	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
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96	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
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98	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
99	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143
100	TOTAL TREE CANOPY TO BE PRESERVED (10% OF SITE AREA)	296,143	100%	296,143



**Legend**

- EXISTING BUILDING
- APPROVED BUILDING
- PROPOSED BUILDING
- EXISTING TREES AND LANDSCAPING
- PROPOSED LARGE DECIDUOUS TREE (Category I and II Evergreen trees)
- PROPOSED EVERGREEN TREE (Category I and II Evergreen trees)
- PROPOSED OVERGREEN TREE (Category III and IV Evergreen trees)
- PROPOSED ORNAMENTAL TREE (Category I and II Deciduous trees)
- PROPOSED SHRUB / PERENNIALS
- APPROXIMATE LIMITS OF CLEARING & GRADING
- POSSIBLE L.I.D. LOCATION



Dewberry & Davis LLC  
 1000 Lakeside Drive  
 Raleigh, NC 27601  
 919.876.1000

INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 GENERALIZED DEVELOPMENT PLAN  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 FAIRFAX COUNTY, VIRGINIA



SCALE: 0' 10' 20' 40' 80' 160'

DATE: 1/17/2008

DESIGNED BY: JAC

CHECKED BY: JAC

DATE: February 17, 2008

TITLE: INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 GDP / SEA Plat  
 Option 1

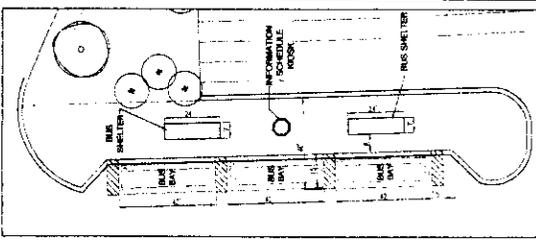
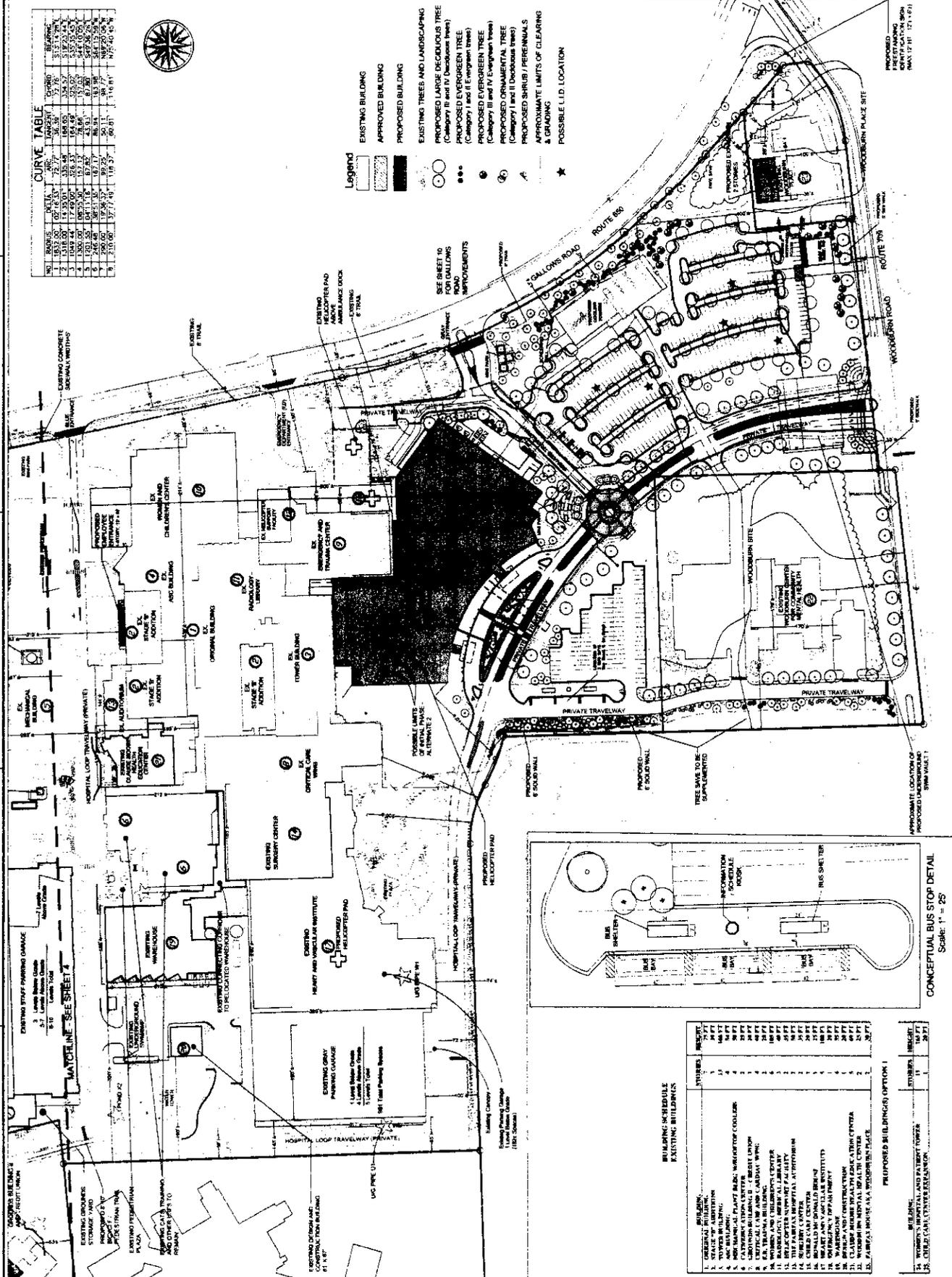
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14	04.10.08	JAC
15	04.10.08	JAC
16	04.10.08	JAC
17	04.10.08	JAC

**CURVE TABLE**

NO.	STARTS	ENDS	CHORD	BEARING
1	103.00	107.83	48.83	77.72°
2	107.83	112.66	44.83	77.72°
3	112.66	117.49	40.83	77.72°
4	117.49	122.32	36.83	77.72°
5	122.32	127.15	32.83	77.72°
6	127.15	131.98	28.83	77.72°
7	131.98	136.81	24.83	77.72°
8	136.81	141.64	20.83	77.72°
9	141.64	146.47	16.83	77.72°
10	146.47	151.30	12.83	77.72°
11	151.30	156.13	8.83	77.72°
12	156.13	160.96	4.83	77.72°
13	160.96	165.79	0.83	77.72°



- Legend**
- EXISTING BUILDING
  - APPROVED BUILDING
  - PROPOSED BUILDING
  - EXISTING TREES AND LANDSCAPING
  - PROPOSED LARGE DECIDUOUS TREE (Category III and IV Deciduous trees)
  - PROPOSED EVERGREEN TREE (Category I and II Evergreen trees)
  - PROPOSED EVERGREEN TREE (Category III and IV Evergreen trees)
  - PROPOSED ORNAMENTAL TREE (Category I and II Deciduous trees)
  - PROPOSED SHRUB / PERENNIALS
  - APPROXIMATE LIMITS OF CLEARINGS & GRADING
  - POSSIBLE L.I.D. LOCATION



**EXISTING BUILDINGS**

BUILDING	STORIES	HEIGHT
1. GENERAL BUILDING	3	34 FT
2. STAFF W/ ADMINISTRATION	3	34 FT
3. MEDICAL BUILDING	3	34 FT
4. MEDICAL PLANT BLDG. W/ WATER COOLERS	3	34 FT
5. RADIOLOGY BLDG.	3	34 FT
6. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
7. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
8. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
9. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
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94. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
95. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
96. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
97. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
98. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
99. RADIOLOGY BLDG. W/ X-RAY	3	34 FT
100. RADIOLOGY BLDG. W/ X-RAY	3	34 FT

**PROPOSED BUILDINGS (OPTION 1)**

BUILDING	STORIES	HEIGHT
1. WOMEN'S HOSPITAL AND PATIENT TOWER	11	134 FT
2. SURGERY CENTER	11	134 FT





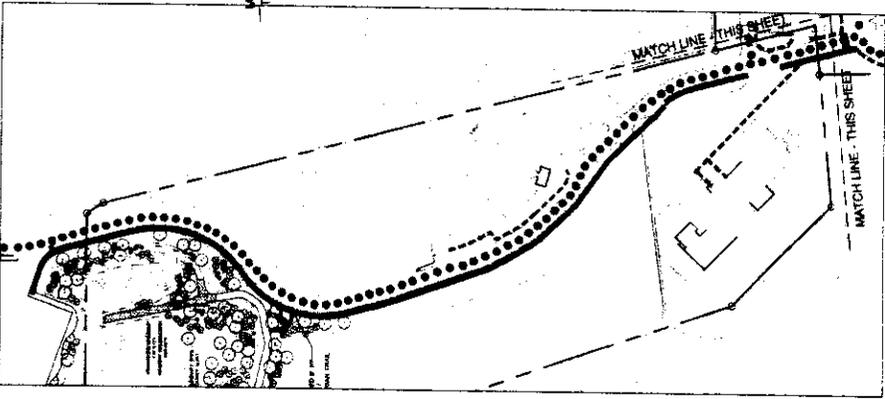
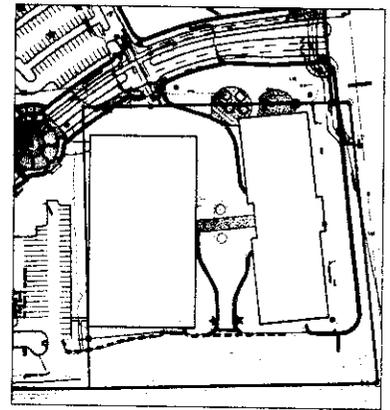
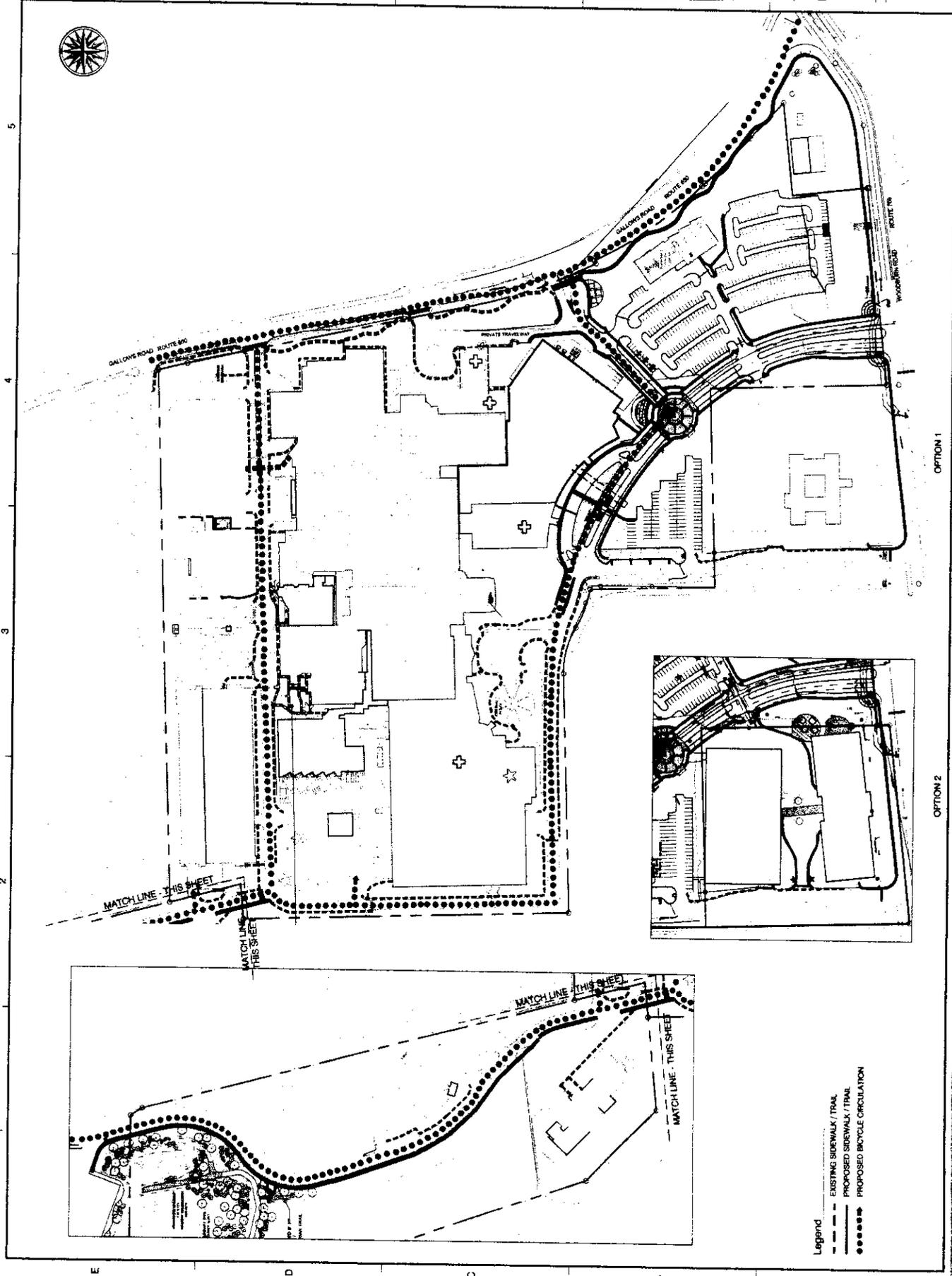
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7	12.28.08	JAC	REVISED
6	02.17.09	JAC	REVISED
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4	10.29.08	JAC	REVISED
3	08.28.08	JAC	REVISED
2	07.31.08	JAC	REVISED
1	07.01.08	JAC	DATE PREPARED

DESIGNED BY: JAC  
 APPROVED BY: JAC  
 CHECKED BY: JAC  
 DATE: February 17, 2009  
 TITLE: INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 Pedestrian Circulation

PROJECT NO. 09-001



- Legend**
- - - - - EXISTING SIDEWALK / TRAIL
  - - - - - PROPOSED SIDEWALK / TRAIL
  - PROPOSED BICYCLE CIRCULATION

OPTION 1

OPTION 2

5

4

3

2

1

F

D

C

B

A

Dewberry & Davis, LLC  
 1000 W. 10th Street, Suite 100  
 Phoenix, AZ 85001  
 Phone: 602.498.1000  
 Fax: 602.498.1001  
 www.dewberry.com

INOVA FAIRFAX HOSPITAL CAMPUS  
 GENERALIZED DEVELOPMENT PLAN / SPECIAL EXCEPTION AMENDMENT PLAT  
 PHOENIX COUNTY, ARIZONA



8/27/04

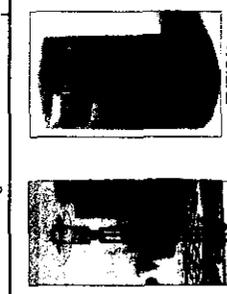
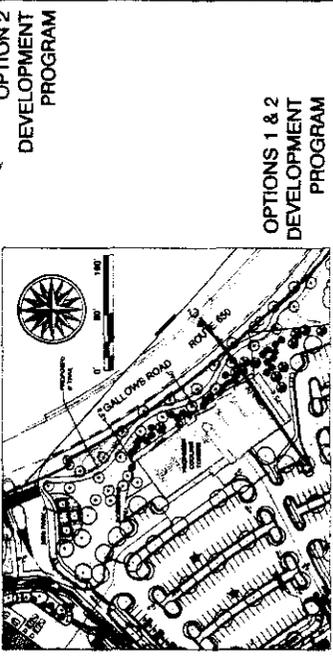
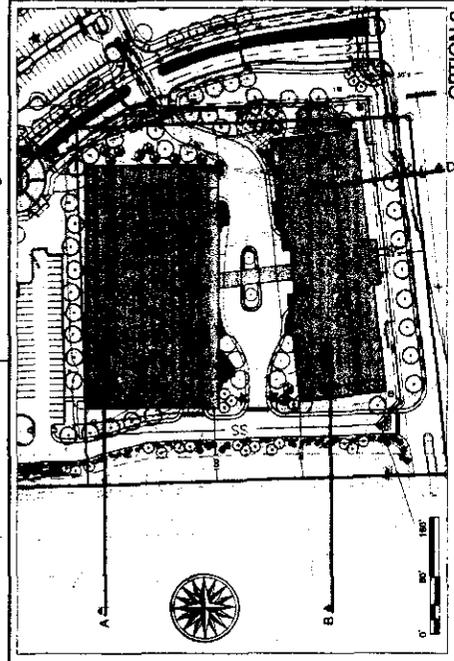
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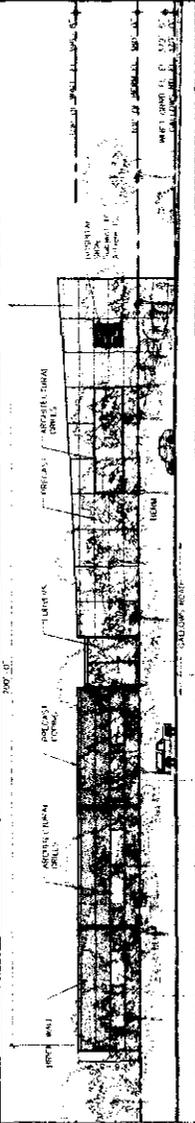
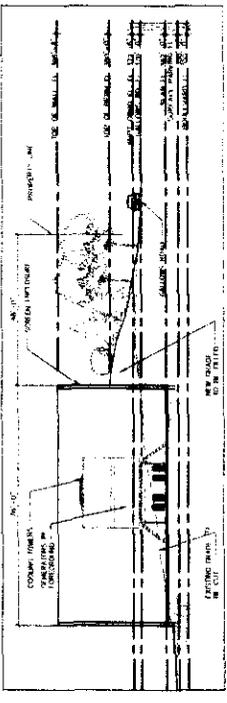
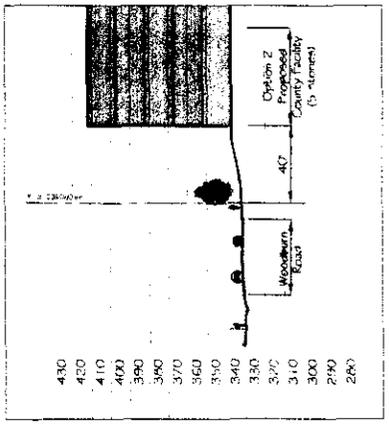
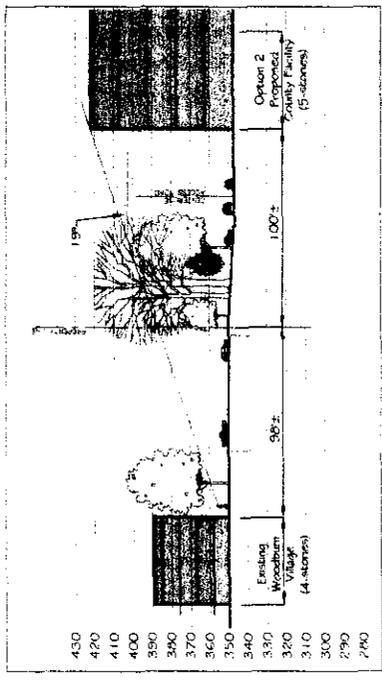
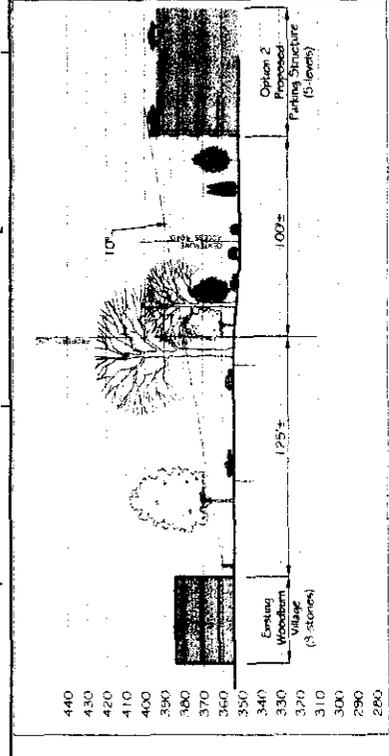
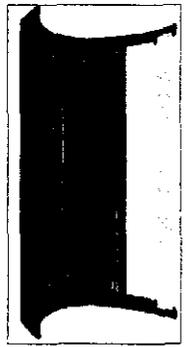
DRAWN BY: JAC  
 APPROVED BY: JAC  
 DATE: August 4, 2004

INOVA  
 Fairfax Hospital Campus  
 Development Plan

Cross Sections / Street Furniture  
 PROJECT NO. M-10891



NOTE: The typical site furniture presented on this sheet are shown to illustrate the general character of the proposed facilities. They are subject to minor modification with final architectural design.



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 Raleigh, NC 27601  
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 Fax: 919.849.1001  
 www.dewberry.com

INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 GENERALIZED DEVELOPMENT PLAN /  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 PROVIDENCE DISTRICT  
 FAIRFAX COUNTY, VIRGINIA



DATE: 1/12/10

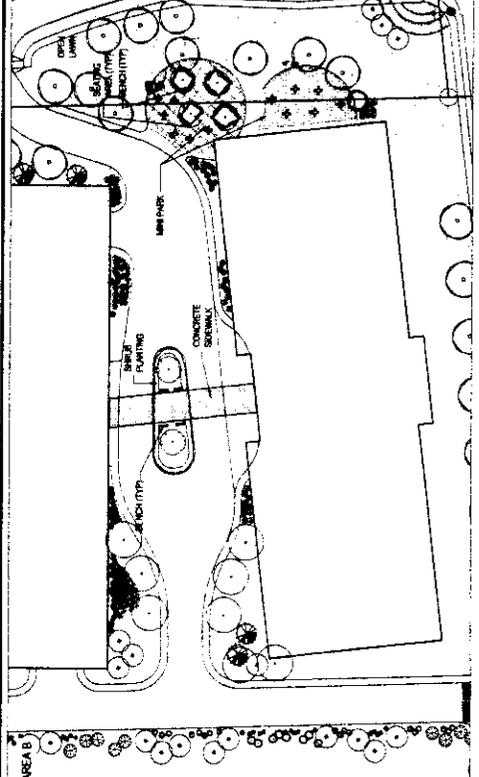
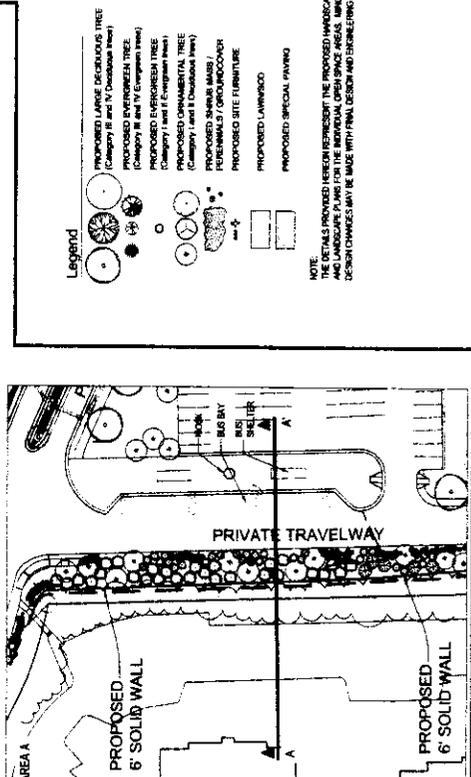
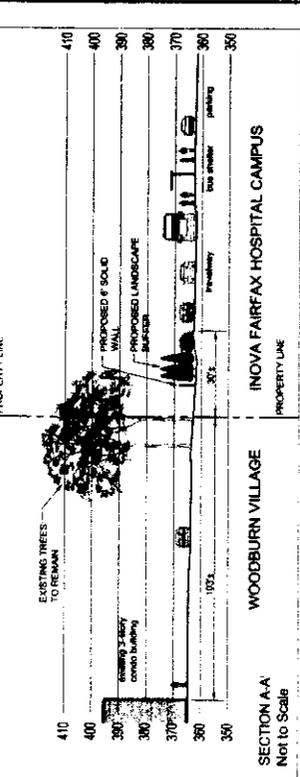
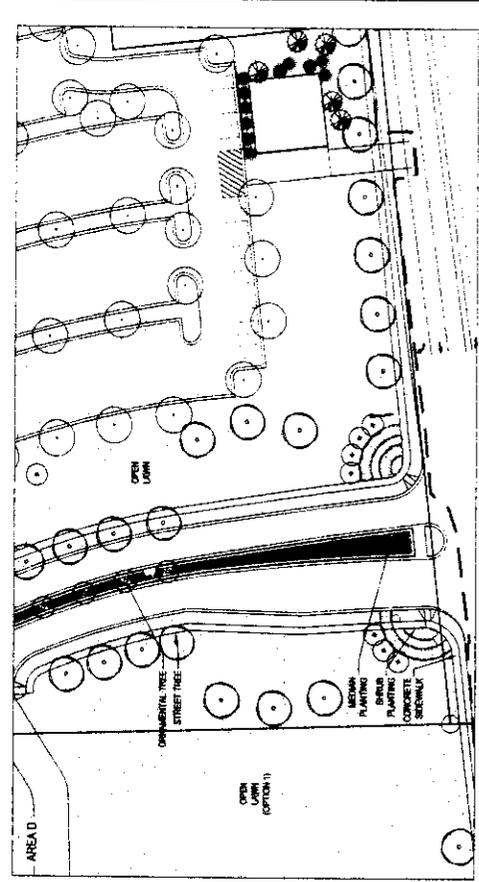
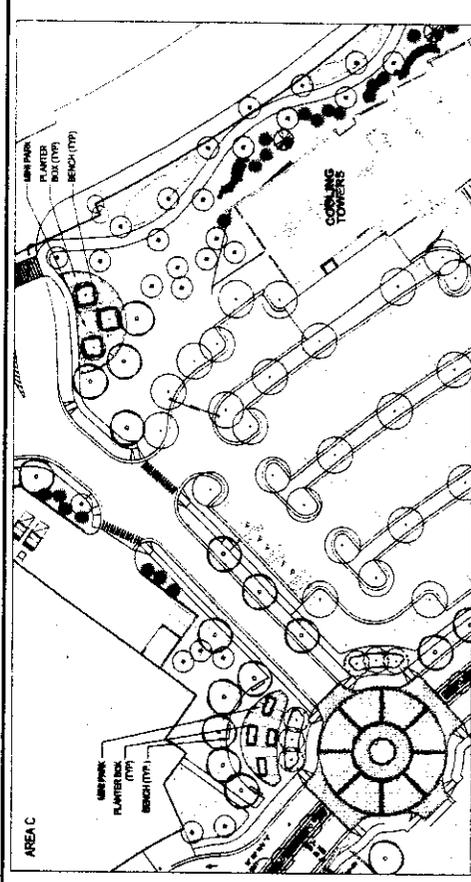
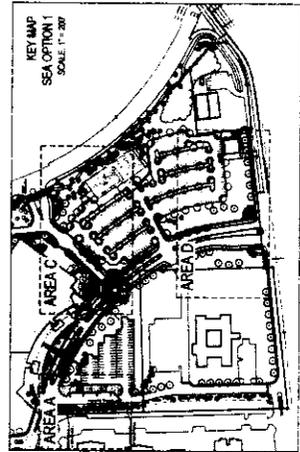
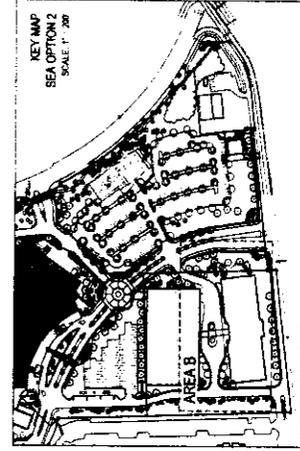
SCALE: 0' 10' 20'

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4	12.15.09	AKC
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99	05.19.20	AKC
100	07.01.20	AKC

DESIGNED BY: AKC  
 APPROVED BY: AKC  
 CHECKED BY: AKC  
 DATE: February 12, 2010  
 TITLE: INOVA Fairfax Hospital Campus Development Plan Detail Enhancements

INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 Detail Enhancements

PROJECT NO: 10000



- Legend**
- PROPOSED LARGE DECIDUOUS TREE (Category I and II (Emerald Green))
  - PROPOSED MEDIUM TREE (Category III and IV (Emerald Green))
  - PROPOSED EVERGREEN TREE (Category I and II (Emerald Green))
  - PROPOSED ORNAMENTAL TREE (Category I and II (Emerald Green))
  - PROPOSED MIN PARK (Category I and II (Emerald Green))
  - PROPOSED PLANTER BOX (TYP)
  - PROPOSED BENCH (TYP)
  - PROPOSED SITE FURNITURE
  - PROPOSED LANDSCAPE
  - PROPOSED SPECIAL PAVING

**NOTE:**  
 THE DETAILS PROVIDED HEREIN REPRESENT THE PROPOSED LANDSCAPE AND LANDSCAPE PLANS FOR THE INDIVIDUAL OPEN SPACE AREAS. MANY DESIGN CHOICES WILL BE MADE WITH FINAL DESIGN AND CONSTRUCTION.

Dewberry & Davis LLC  
 1000 W. 10th Street  
 Suite 100  
 Lincoln, NE 68502  
 Tel: 402.476.1000  
 Fax: 402.476.1001

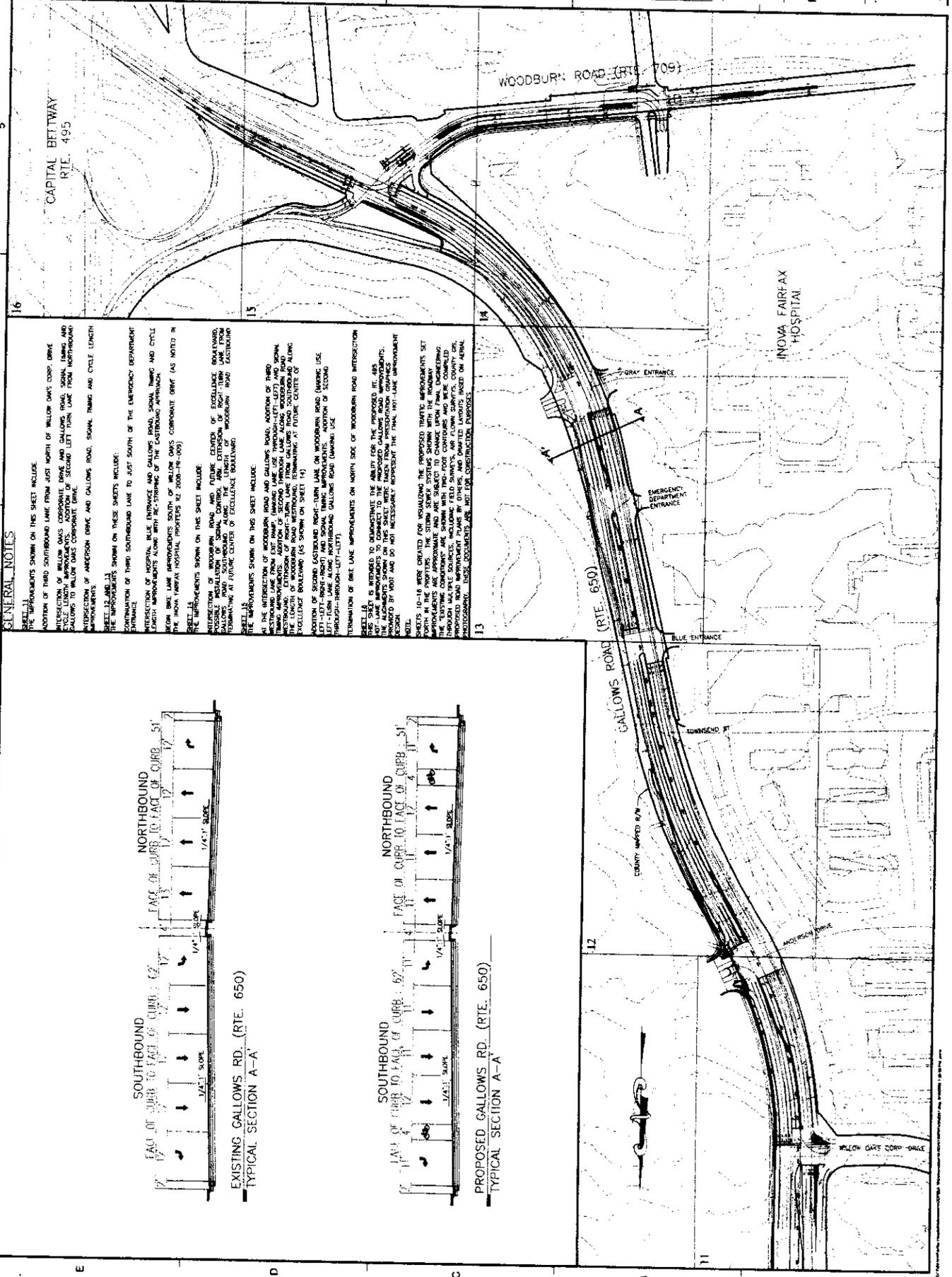
INOVA FAIRFAX HOSPITAL  
 CAMPUS  
 GENERAL EXCEPTION DEVELOPMENT PLAN  
 PROVIDENCE DISTRICT  
 FAIRFAX COUNTY, VIRGINIA



No.	DATE	BY	REVISION
11	08.10.09	JAC	
10	09.07.09	JAC	
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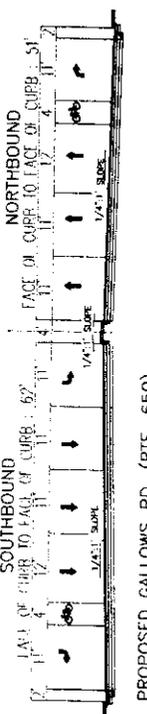
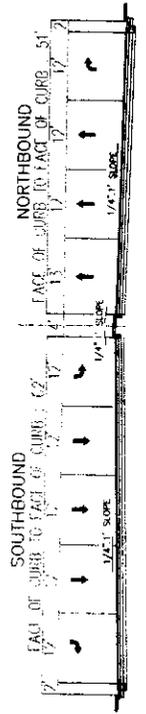
DESIGNED BY: JAC  
 APPROVED BY: JAC  
 CHECKED BY: JAC  
 DATE: February 12, 2009  
 TITLE: INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 Road Improvement Plan

PROJECT NO.  
 SHEET NO. 10  
 OF 26  
 M 10691



**GENERAL NOTES**

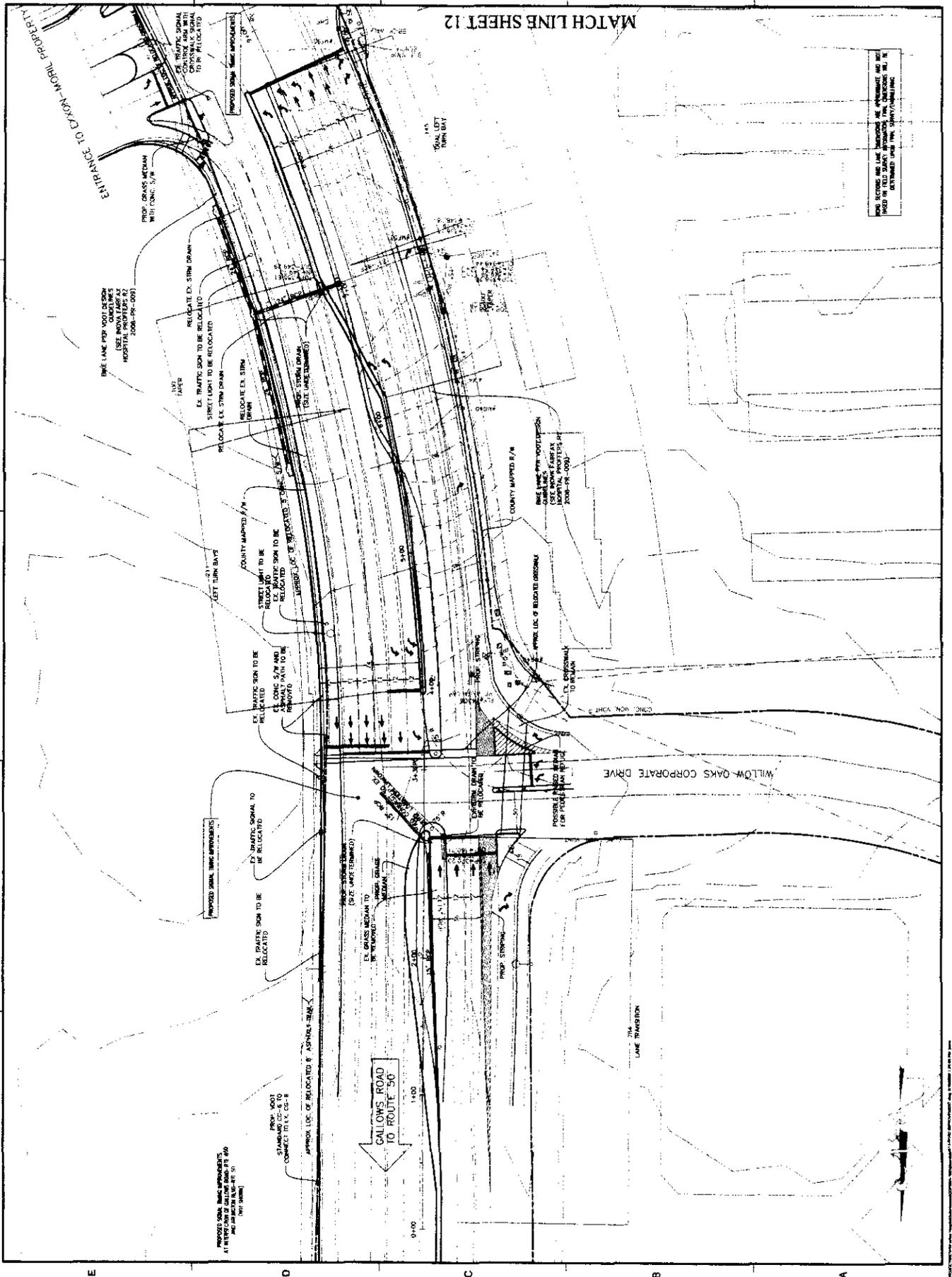
- THE IMPROVEMENTS SHOWN ON THIS SHEET INCLUDE:
  - ADDITION OF THIRD SOUTHBOUND LANE FROM JUST NORTH OF WILLOW OAKS CORP. DRIVE TO INTERSECTION OF WILLOW OAKS CORPORATE DRIVE AND FUTURE SIGNAL TRUNK AND CYCLE LANE IMPROVEMENTS ALONG WITH RE-STRIPING OF THE EASTBOUND APPROACH.
  - ADDITION OF SECOND SOUTHBOUND LANE FROM WOODBURN ROAD TO INTERSECTION OF AMERSON DRIVE AND GALLOWES ROAD. SIGNAL TRUNK AND CYCLE LENGTH IMPROVEMENTS.
  - THE IMPROVEMENTS SHOWN ON THESE SHEETS INCLUDE:
    - CONTINUATION OF THIRD SOUTHBOUND LANE TO JUST SOUTH OF THE EMERGENCY DEPARTMENT ENTRANCE.
    - INTERSECTION OF HOSPITAL, BLUE ENTRANCE AND GALLOWES ROAD. SIGNAL TRUNK AND CYCLE LENGTH IMPROVEMENTS ALONG WITH RE-STRIPING OF THE EASTBOUND APPROACH.
    - BIKE LANE IMPROVEMENTS SOUTH OF WILLOW OAKS CORPORATE DRIVE (AS NOTED IN THE INOVA FAIRFAX HOSPITAL PROJECTS RZ 2008-19-000)
- THE IMPROVEMENTS SHOWN ON THIS SHEET INCLUDE:
  - INTERSECTION OF WOODBURN ROAD AND FUTURE CENTER OF EXCELLENCE BOULEVARD. SIGNAL TRUNK AND CYCLE LENGTH IMPROVEMENTS ALONG WITH RE-STRIPING OF THE EASTBOUND APPROACH.
  - ADDITION OF SECOND SOUTHBOUND LANE FROM GALLOWES ROAD TO INTERSECTION OF EXCELLENCE BOULEVARD (AS SHOWN ON SHEET 14)
  - ADDITION OF SECOND EASTBOUND RIGHT-TURN LANE ON WOODBURN ROAD (USING EXISTING LEFT-TURN LANE) AND SIGNAL TRUNK IMPROVEMENTS. ADDITION OF SECOND THROUGH-TURN LANE FROM GALLOWES ROAD (USING EXISTING THROUGH-TURN LANE)
  - TERMINATION OF BIKE LANE IMPROVEMENTS ON NORTH SIDE OF WOODBURN ROAD INTERSECTION
- THIS SHEET IS INTENDED TO DEMONSTRATE THE ABILITY FOR THE PROPOSED ST. 400 IMPROVEMENTS TO CONNECT TO THE PROPOSED GALLOWES ROAD IMPROVEMENTS. THE ALIGNMENTS SHOWN ON THIS SHEET ARE NOT NECESSARILY THE FINAL ALIGNMENT TO BE PROVIDED BY VDOT AND DO NOT NECESSARILY REPRESENT THE FINAL 100% LANE IMPROVEMENT PLAN.
- 10-15 WORK CREATES FOR INCLUDING THE PROPOSED TRUNK IMPROVEMENTS SET NORTH IN THE PROPERTIES. THE STORM SEWER SYSTEMS SHOWN WITH THE WOODBURN ROAD IMPROVEMENTS ARE APPROXIMATE AND ARE SUBJECT TO CHANGE UPON FINAL ENGINEERING THROUGH MULTIPLE SOURCES INCLUDING FIELD SURVEYS, AERIAL PHOTOGRAPHS AND PROPOSED ROAD IMPROVEMENT PLANS BY OTHERS. AND DATED DRAFTS INSERT ON AERIAL PHOTOGRAPHS. THESE DOCUMENTS ARE NOT FOR CONSTRUCTION PURPOSES.





NO.	DATE	DESCRIPTION
1	07/01/08	PRELIMINARY
2	08/21/08	AMC
3	08/27/08	AMC
4	10/09/08	AMC
5	01/23/09	AMC
6	02/19/09	AMC
7	03/20/09	AMC
8	03/20/09	AMC
9	03/20/09	AMC
10	04/08/09	AMC
11	04/10/09	AMC

DESIGNED BY: JMC  
 CHECKED BY: JCY  
 DATE: January 13, 2009  
 TITLE: INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 Road Improvement Plan  
 PROJECT NO.:

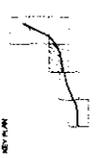


ROAD SECTIONS AND LANE DIMENSIONS ARE APPROXIMATE AND NOT BASED ON FIELD SURVEY INFORMATION. FINAL DIMENSIONS WILL BE DETERMINED BY THE FIELD SURVEY.



Dewberry & Davis, LLC  
 10000 Old Dominion Road, Suite 200  
 Fairfax, VA 22031  
 Tel: 703.261.1200  
 Fax: 703.261.1201  
 www.dewberry.com

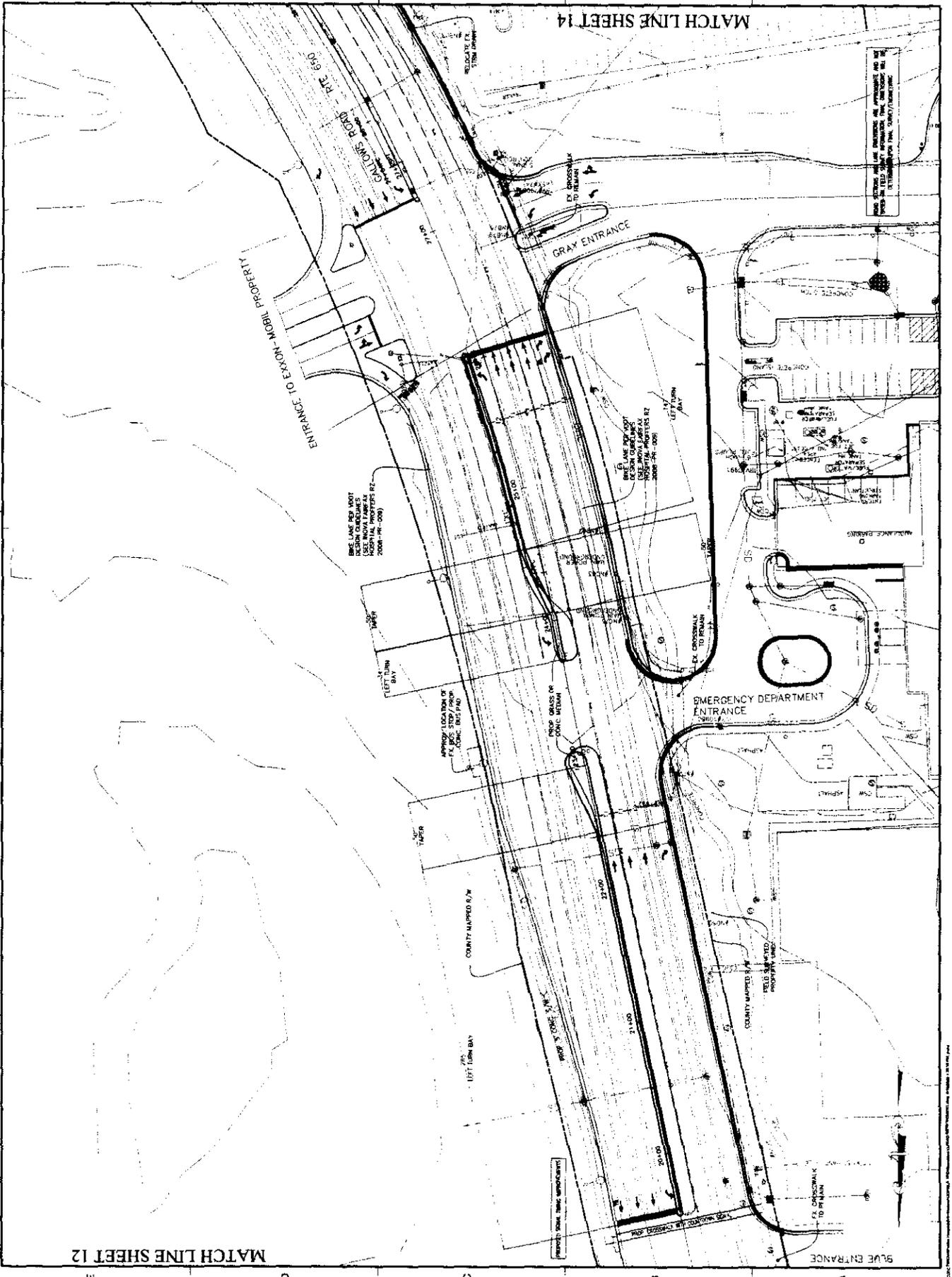
INOVA FAIRFAX HOSPITAL CAMPUS  
 GENERALIZED DEVELOPMENT PLAN /  
 SPECIAL EXCEPTION AMENDMENT PLAN /  
 PROVIDENCE KARENCH  
 FAIRFAX COUNTY, VIRGINIA



NO.	DATE	DESCRIPTION
1	08.10.07	REVISED
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4	09.22.08	REVISED
5	10.27.08	REVISED
6	10.27.08	REVISED
7	10.27.08	REVISED
8	10.27.08	REVISED

DESIGNED BY: [Blank]  
 CHECKED BY: [Blank]  
 DATE: February 12, 2008

TITLE: INOVA Fairfax Hospital Campus Development Plan Road Improvement Plan  
 PROJECT NO. [Blank]



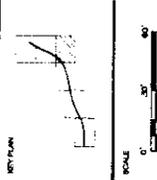
MATCH LINE SHEET 12

MATCH LINE SHEET 14

THIS DRAWING IS THE PROPERTY OF DEWBERRY & DAVIS, LLC. IT IS TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED ON THIS DRAWING.

Dewberry & Davis, LLC  
 10000 WOODBURN ROAD  
 SUITE 200  
 FAIRFAX COUNTY, VIRGINIA 22033

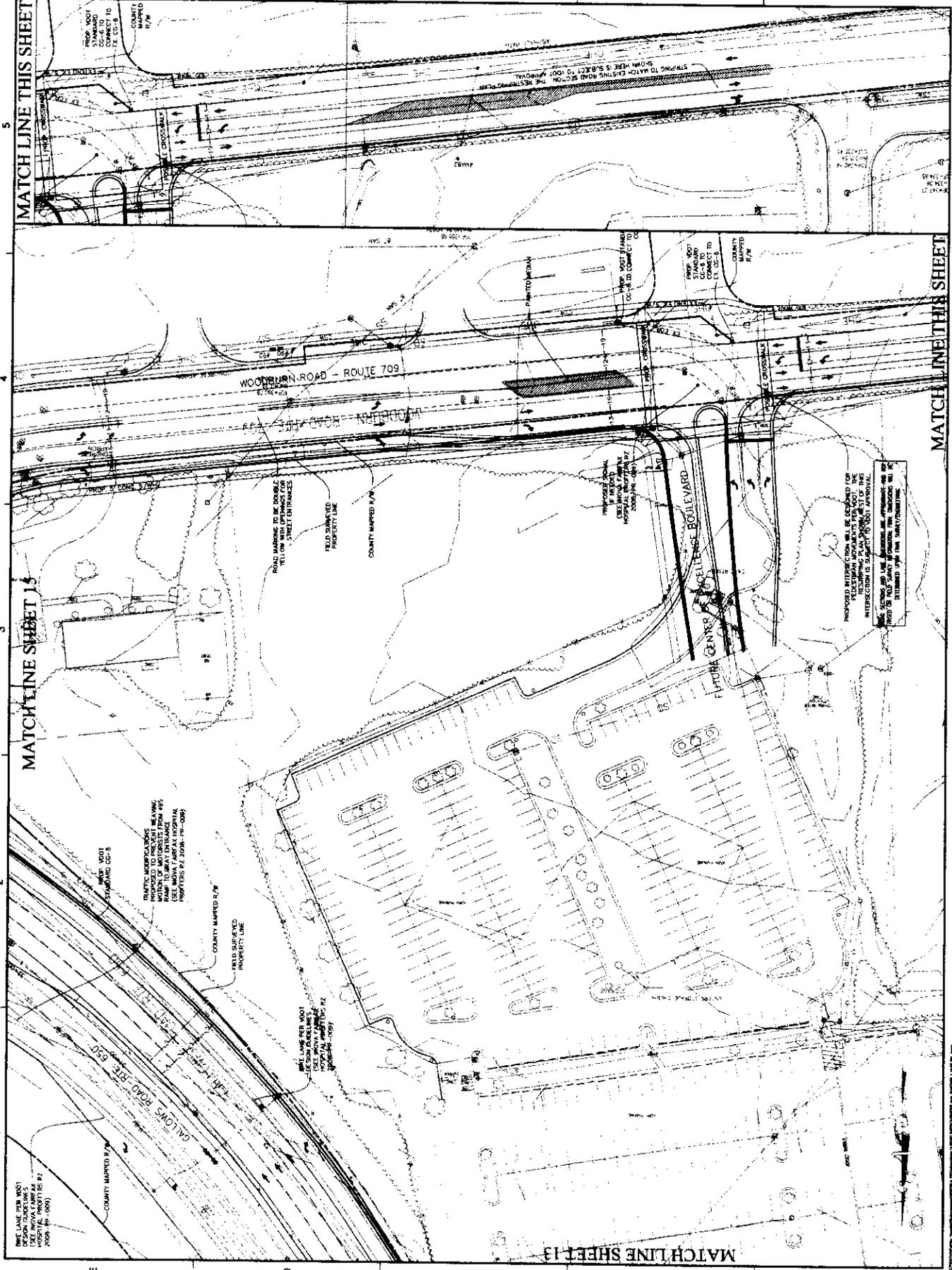
INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 GENERALIZED DEVELOPMENT PLAN /  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 FAIRFAX COUNTY, VIRGINIA



No.	DATE	BY	DESCRIPTION
1	01.10.06	JAC	PRELIMINARY
2	02.10.06	JAC	REVISED
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6	03.20.06	JAC	REVISED
7	03.20.06	JAC	REVISED
8	03.20.06	JAC	REVISED

DESIGNED BY: JAC  
 CHECKED BY: JAC  
 DATE: February 13, 2006  
 TITLE: INOVA  
 Fairfax Hospital Campus  
 Development Plan  
 Road Improvement Plan

PROJECT NO: 06-001



MATCH LINE THIS SHEET

MATCH LINE SHEET 14

MATCH LINE THIS SHEET

ONE LANE OVER ROOT  
 DESIGN SURVEYING  
 HOSPITAL PROJECT NO. P2  
 2006-06-000

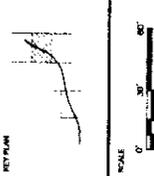
MATCH LINE SHEET 13

Dewberry & Davis, LLC  
 10000 Lakeside Drive  
 Suite 200  
 Fairfax, VA 22031  
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 Fax: 703.261.1201

**INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS**  
 GENERALIZED DEVELOPMENT PLAN  
 SPECIAL EXCEPTION AMENDMENT PLAN  
 PROVIDENCE DISTRICT  
 FAIRFAX COUNTY, VIRGINIA



SCALE

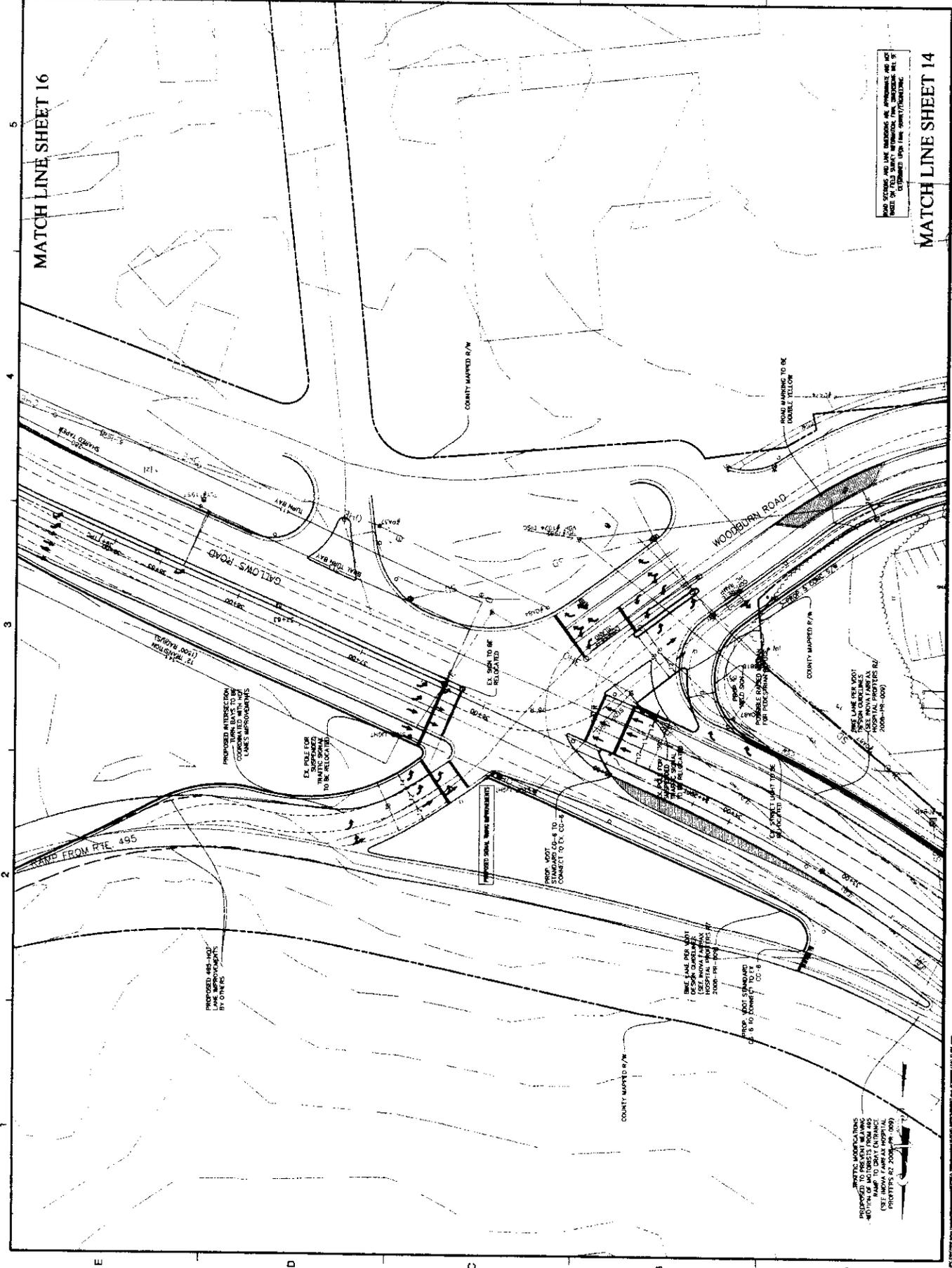


NO.	DATE	BY	DESCRIPTION
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2	03.26.09	JAC	REVISED PER COMMENTS
3	04.20.09	JAC	REVISED PER COMMENTS
4	05.20.09	JAC	REVISED PER COMMENTS
5	06.23.09	JAC	REVISED PER COMMENTS
6	10.10.09	JAC	REVISED PER COMMENTS

DESIGNED BY: JAC  
 APPROVED BY: [Signature]  
 DATE: February 13, 2010

**INOVA**  
 Fairfax Hospital Campus  
 Development Plan  
 Road Improvement Plan

ROAD SCENES AND LINE MARKINGS ARE APPROXIMATE AND NOT GUARANTEED. FIELD SURVEY ESTIMATION FOR UNDERPASS SEE 'E' SHEET OF THIS PROJECT. ESTIMATION FOR UNDERPASS SEE 'E' SHEET OF THIS PROJECT.



MATCH LINE SHEET 16

MATCH LINE SHEET 14

PROPERTY LINES SHOWN PROPOSED TO PREVENT MAINTENANCE OF MOTORISTS FROM 400' (SEE INOVA / AMFA HOSPITAL PROJECTS BY 2008-194-000)

LINE MARK PER FOOT DESIGN OUTLINES DESIGN OUTLINES PER PROPOSED ROAD MARKING PER 2008-194-000

PROPOSED SIGNAL TOWER IMPROVEMENT

EXISTING TO BE RELOCATED

EXISTING TO BE RELOCATED

EXISTING TO BE RELOCATED

PROPOSED INTERSECTION TURN BAYS TO BE CONFORM TO STATE'S INTERSECTIONS

ROAD MARKING TO BE DOUBLE YELLOW

EXISTING TO BE RELOCATED

LINE MARK PER FOOT DESIGN OUTLINES DESIGN OUTLINES PER PROPOSED ROAD MARKING PER 2008-194-000

COUNTY MARKED R/W

COUNTY MARKED R/W

COUNTY MARKED R/W

1 2 3 4 5

A B C D E





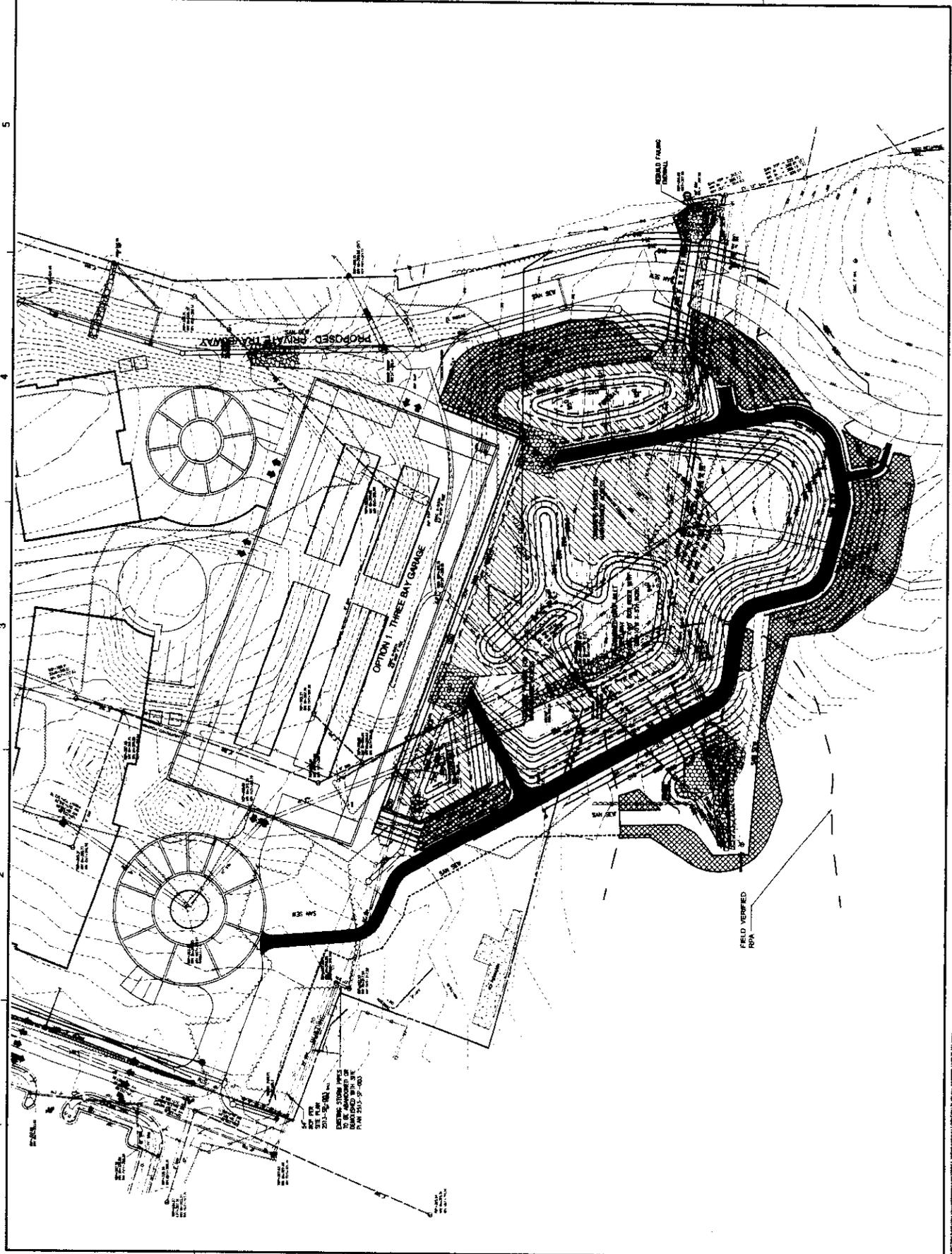
SCALE

SCALE  
 1" = 20'

No.	DATE	BY	DESCRIPTION
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8	06/10/08	JAC	REVISED
9	06/10/08	JAC	REVISED
10	06/10/08	JAC	REVISED

DESIGNED BY: JAC  
 CHECKED BY: JAC  
 DATE: February 12, 2009  
 TITLE: INOVA  
 Fairfax Hospital Campus  
 SWM Grading Plan  
 GDP / SEA

PROJECT NO.  
 SHEET NO. 17 OF 28  
 M-10691



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 Atlanta, Georgia 30309  
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INOVA  
 FAIRFAX HOSPITAL  
 CAMPUS  
 GENERALIZED DEVELOPMENT PLAN /  
 SPECIAL EXCEPTION AMENDMENT PLAT  
 PROVIDENCE DISTRICT  
 FAIRFAX COUNTY, VIRGINIA

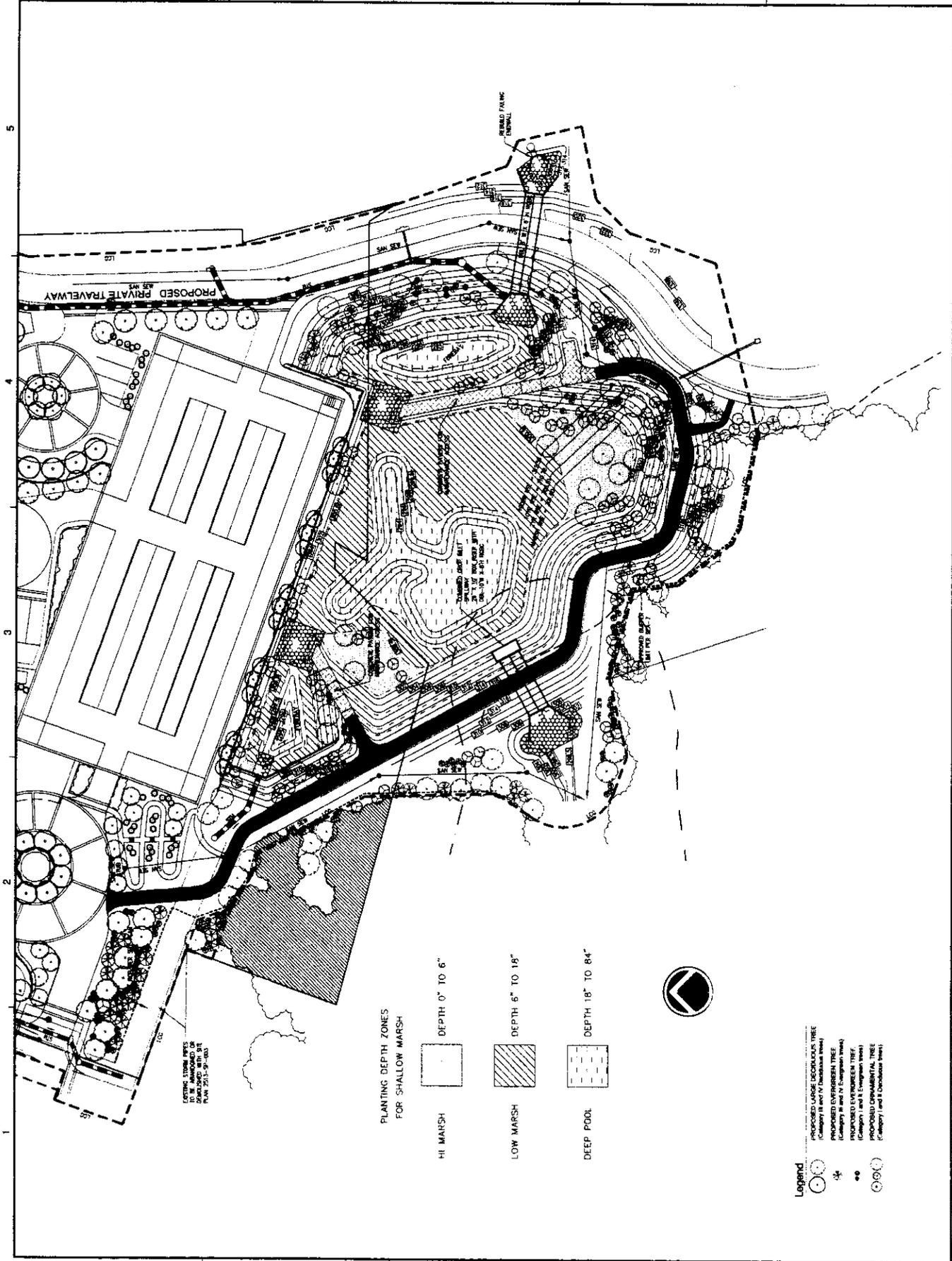


No.	DATE	BY	Description
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5	01/21/08	JKP	REVISIONS
6	01/21/08	JKP	REVISIONS
7	01/21/08	JKP	REVISIONS
8	01/21/08	JKP	REVISIONS
9	01/21/08	JKP	REVISIONS
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11	01/21/08	JKP	REVISIONS

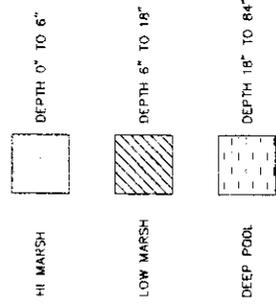
DESIGNED BY: JKP  
 APPROVED BY: JKP  
 CHECKED BY: PJC  
 DATE: February 12, 2009  
 TITLE:

INOVA  
 Fairfax Hospital Campus  
 SWM Landscape Plan  
 GOP / SEA

PROJECT NO:



PLANTING DEPTH ZONES  
 FOR SHALLOW MARSH



**Legend**

- PROPOSED LARGE LIGULATA TREE (Category II and IV Ligulata Trees)
- PROPOSED EVERGREEN TREE (Category II and IV Evergreen Trees)
- PROPOSED EVERGREEN TREE (Category I and II Evergreen Trees)
- PROPOSED ENVIRONMENTAL TREE (Category I and II Environmental Trees)

















## **BACKGROUND**

The applicant, INOVA Health Care Services, filed three concurrent applications to permit commercial development that includes office uses, medical care facilities, a child care expansion and other building and site modifications. The applications that are specifically discussed in this Staff Report Addendum consist of two concurrent requests (RZ 2008-PR-009 and SEA 80-P-078-15) which are filed on Tax Map Parcels 59-2 ((1)) 1A pt., 1B pt., 1C, 1D, and 1E comprising 65.46 acres located in Land Unit M of the Merrifield Suburban Center.

**RZ 2008-PR-009** proposes to rezone these parcels from the R-1 and R-12 Districts to the C-3 District to allow an increase in FAR from 0.7 to 0.8 to expand the existing medical care facilities on site. The proposed expansion includes:

- construction of a new Women's Hospital & Patient Tower (WHPT),
- an expansion of an existing child care center,
- modifications to the existing and previously approved helicopter pad locations
- deletion of two previously approved but not constructed uses; namely, the Child Care Center # 2 and the Resident Student Housing, and
- other associated modifications to the site design.

In addition, the applicant proposes two development options for a new Mid-County Center building. Option 1 anticipates that the Hospital would acquire additional land from Fairfax County through a Public-Private Education Facilities and Infrastructure Act (PPEA) proposal and facilitate the relocation of the County facility to the INOVA Willow Oaks Site (subject to the companion PCA 87-P-038-04 application). Option 2 provides for development on the subject property in its current location in the event that the additional land is not acquired, or in the interim, until it is acquired.

The primary difference between the development options is the amount of gross floor area (GFA) available for the additional medical care facilities, primarily for the Women's Hospital and Patient Tower (WHPT). Under Option 1, the WHPT would contain up to 821,661 square feet of GFA in an eleven story, 165 foot tall structure. Under Option 2, the WHPT would contain up to 642,686 square feet of GFA in a nine story, 135 foot tall structure. Option 2 would include 188,500 square feet for a new Mid-County Center building on the County's existing property.

Of the total new WHPT construction, the applicant indicated that approximately 60% of the new floor area would be provided for a "quality of care" area increase to the existing facilities. The quality of care area increase would reflect a conversion of existing double occupancy rooms into single occupancy rooms. As a result, this conversion would provide more building square footage devoted to the same number of hospital beds, patients, doctors, nurses, staff and visitors. The remaining portion of the proposed new floor area would be allocated to increase the total existing bed count on the INOVA Fairfax Hospital Campus by 193 beds, from 833 to 1026 beds.

Due to the relatively large scale of the WHPT building (under either Development Option) and the current market conditions, the applicant proposes a strategy to develop the project using a phased approach for the expansion of the medical care facilities with an initial phase of work. This initial phase would include an expansion of one of the

existing buildings on the hospital campus up to 200,000 square feet of GFA. The expansion would include a 4 story vertical expansion to the existing INOVA Heart and Vascular Institute (IHVI) building or an 11 story "bump out" to the Existing Tower Building (ETB), and would not replace the proposed WHPT building. However, the initial phase would result in a reduction of the overall floor area for the WHPT building in either development option.

**SEA 80-P-078-15** seeks approval of an SEA application on the Hospital Parcels to amend SE 80-P-078 previously approved for a medical care facility to allow an increase in the allowable height in a C-3 district from 90 feet to 165 feet; an increase in total number of beds in the medical care facility from 833 to 1026 beds; an increase in land area; and other associated modifications to the building and site design.

The staff report, recommending denial of this application, was published on May 13, 2009. In the report, staff noted a number of outstanding transportation issues regarding the proposed pedestrian and vehicular improvements along Gallows Road and Woodburn Road and recommended denial until a mutual understanding on pavement width (including bike lanes, adjacent pedestrian facilities, placement of signalization equipment, relocation of utilities and drainage, and other critical issues) could be reached with the applicant, the Virginia Department of Transportation and Fairfax County Department of Transportation.

Since the publication of the staff report, the applicant has continued to work with staff to modify their application and agreed to several proffer edits, which are included in Attachment 1 (with changes black-lined from proffers included in the original staff report.) The edits generally include changes to transportation and other proffer commitments as follows:

- Clarification of Proffer 3 as it relates to the maximum square footage allocated to the medical care facilities and public uses in Option 2 (642,686 sq ft for WHPT and 40,075 sq ft for Woodburn Place Site) and the maximum square footage proposed in the Initial Phase (200,000 sq ft). The applicant also provided language to ensure that any proffered improvements associated with an Initial Phase would be associated with the WHPT if the Initial Phase is not pursued.
- Additional Language in Proffer 4 which includes 1) a specific time frame/ deadline (December 31, 2015) for the removal of the temporary administration office facility and 2) a cellar use restriction in the proposed WHPT building and the Existing Tower Building expansion in the initial phase.
- Clarification of Proffer 6 as it relates to the Gallows Road and Woodburn Road Improvements and the installation of on-road bike lanes on Gallows Road (please see the analysis section below and Attachment 3 for a copy of the Fairfax County Department of Transportation Report Addendum).

- Additional language in Proffer 8, the Pedestrian Circulation Improvements, which includes 1) dedication of adequate easements and right-of-way along the frontage of Gallows Road and Woodburn Road to accommodate public maintenance of trails and sidewalks to avoid a conflict between public and private maintenance; 2) construction of a missing segment of the trail and sidewalk on the opposite side of Woodburn Road, across from the proposed Center of Excellence Boulevard access point; and 3) the provision of a \$10,000 contribution for Area-Wide Pedestrian Enhancements within the vicinity of the IFH Site.
- Clarification of Proffer 9 as it relates to the timing of the installation of new crosswalks and pedestrian countdown signals on Gallows Road and Woodburn Road.
- Modifications to Proffer 10 to increase the storage space for bicycles on the site from 84 to 140 spaces.
- Additional language in Proffer 11 to ensure that the trash receptacles located at the new bus facilities are privately maintained.
- Modifications to Proffer 14, the Transportation Demand Management (TDM) program, which include 1) an increase in the employee workday time frame used to establish the employee mode split goals, 2) refinements to the financial incentives, 3) elimination of the proposed TDM program as relates to Option 2 (the terms of the TDM Program will be negotiated in a separate agreement), and 4) additional language which encourages the use of technology for health care service delivery to reduce vehicular trips.
- Additional language in Proffer 17, the Landscaping Proffer, to preclude the removal of any trees on the Woodburn Village Condominiums property and to provide a 6 foot high solid wall and additional landscaping to provide effective year-round screening, as recommended by the UFM. The applicant also agreed to field-locate the wall in order to minimize disturbance to existing trees.
- Additional language in Proffer 22 as it relates to Smart Building and Green Building Practices. In particular, the applicant committed to design the WHPT building to include a conduit to provide for the installation of information and communications technology that can operate throughout the WHPT and that can connect to remote locations and networks in order to facilitate the dissemination of electronic medical records, security protocols, patient communication and virtual medical consultations.

In addition, the applicant clarified the Green Building Proffer to ensure that 1) the new Mid-County Center building would attain at a minimum LEED Silver Certification; 2) the proposed Existing Tower Building expansion in the initial phase and the proposed new WHPT building would be LEED certified; and 3)

the IHVI expansion in the initial phase would incorporate green building practices such as improved exterior wall performance and mechanical systems performance to improve energy efficiency; use of recycled materials; and sustainable practices during construction.

- Clarification of Proffer 26, the proposed park contributions.
- Provision of new Proffers 31 and 32 to provide copies of Site Plans to the District Supervisor and to reasonably address complaints regarding the Applicant's no smoking policy.

The applicant also revised the GDP/SEA Plat, which is contained in the front of this staff report addendum and now dated February 12, 2008 as revised through June 10, 2009. The revisions generally include:

- A revised footprint for the Initial Phase Alternate 2 (11 story "bump out" to the Existing Tower Building (ETB)) shown on Sheets 2 and 2A.
- Minor Modifications to Notes 2B and 2F and the site tabulations on Sheet 3 to reserve 40,075 gross square feet for Woodburn Place Site and 642,686 gross square feet for the proposed WHPT building.
- The provision of an additional cooling tower on the 50 foot tall Existing Mechanical Building located to the north of the 166 foot tall Existing Tower Building.
- A revised WHPT building footprint that now shows the Initial Phase Alternate 2 as part of the overall proposed WHPT building footprint.
- Sidewalks along the west side of proposed travelway from the WHPT building to the access point.
- Removal of an existing and unused bus stop pullout on the eastside of Gallows Road.
- Additional Plan commitments to widen Gallows Road as necessary to provide a six lane cross-section from Willow Oaks Corporate Drive to the Woodburn Road intersection that would tie into the future improvements from the I-495/ Gallows Road interchange (that would be constructed for the HOT lanes project by Fluor/Lane).
- Plan commitments to widen Woodburn Road on the hospital frontage including construction of left turn treatments for existing entrances on Woodburn Road. The applicant has proposed to reconfigure the approach exit lanes from I-495 South to Gallows Road to provide an exclusive through lane and 2 left turn lanes. In addition, the applicant has also committed to adding dual turning movements to the Gallows Road/Woodburn Road intersection.

- Removal of the Gazebo shown on the Stormwater Management Pond.
- The provision of an additional commitment to keep the existing buffer and open space between the Proposed Travelway to the west of the Ronald McDonald House and the adjacent residential neighborhood to the west as a tree save area.

## **ANALYSIS**

### **Transportation Analysis (Attachment 3)**

The Fairfax County Department of Transportation has reviewed the revised proffers and GDP/SEA Plat and indicated that the applicant has adequately addressed the outstanding transportation issues identified in the original staff report.

#### **Transportation Demand Management**

The applicant has proffered to a TDM program that would set a baseline daily Non-SOV mode split of 20% for employees of the hospital campus upon buildout of the current proposal. The applicant has also committed to achieve a minimum of 18% Non-SOV trips to the campus when the initial phase is complete. This TDM program includes remedies to address potential failures through a programmatic structure that comprises strategies to influence added Non-SOV share which includes options for infusions of financial subsidies to enhance the TDM program. The applicant also agreed to a monetary penalty with a maximum cap of \$200,000 and agreed to increase the amount of financial exposure for possible failures within various ranges of non-attainment. Staff has determined that these commitments exceed the Plan recommendation for the Merrifield Area.

#### **Bicycles**

Staff has determined the applicant has adequately addressed all issues identified in the previous report regarding bicycle enhancements on the campus. These include placement of an appropriate number of employee and visitor bicycle parking racks within the entire campus, provision of 'Share the Road' signage for on-campus roadways, hosting a 'Bike to Work' day event, and potential purchase of bicycles for employee use as a possible TDM remedy.

#### **Road Improvements**

As previously stated, the applicant has committed to widen Gallows Road as necessary to provide a six lane cross-section from Willow Oaks Corporate Drive to the Woodburn Road intersection that would tie into the future improvements from the I-495/ Gallows Road interchange (that would be constructed for the HOT lanes project by Fluor/Lane). Staff has determined that the improvement addresses the Comprehensive Plan recommendations for the corridor.

Two critical issues were identified in the previously published staff report regarding the applicant's proposal to widen Gallows Road. The first issue was a concern that the proposed widening was not feasible. Staff believed that it was necessary to determine with as much certainty as possible that the widening could be constructed as the applicant proposed without large acquisitions of right-of-way. The second issue was that the Comprehensive Plan recommended an on-road bike lane for the corridor. Staff wanted assurance that the bike lanes would be constructed with INOVA's proposed improvements. This assurance required extensive discussions and review with FCDOT internal staff and, particularly, the Virginia Department of Transportation (VDOT) with a goal to vet as many design and engineering issues as possible during the zoning stage with a broader cross-section of VDOT personnel. A number of meetings with staff and applicant participation with representatives of VDOT Land Development, Traffic Engineering, Planning, Permits, and the HOT Lanes team took place during the review of the application. Staff feels that this dynamic process yielded detailed plans and proffer commitments to address contingencies associated with the improvements.

In addition to the widening of Gallows Road, the applicant has committed to widen Woodburn Road on the hospital frontage, including construction of left turn treatments for existing entrances on Woodburn Road. They have also proposed to 1) reconfigure the approach exit lanes from I-495 South to Gallows Road to provide an exclusive through lane and 2 left turn lanes; 2) add dual turning movements to the Gallows Road/Woodburn Road intersection; and 3) proffered to construct or modify signals at various intersections on Gallows Road and Woodburn Road. Staff feels that the details of these commitments have been adequately addressed.

### Transit

Staff identified the INOVA Hospital Campus as a transit transfer point for Fairfax Connector service in the Gallows Road corridor. The applicant has cooperated in efforts to relocate existing transit facilities as well as expanding to allow the construction of 3 bus bays, two shelters, and associated facilities to serve the transfer point. The applicant has committed to this construction and has revised their internal roadway plans to accommodate the turning movements of buses.

INOVA has also agreed to enter into a formal agreement to allow buses on the hospital campus and committed to continue to allow buses on the site under the current parameters until the agreement is complete.

In addition, staff requested permission from the applicant to allow Fairfax Connector service through the campus on the planned connector road to the Willow Oaks site. However, the applicant expressed security concerns regarding the use of this connection. Staff examined the feasibility of this route and determined that, as designed, the roadway and turn radii are unsuited for buses.

As an alternative, the applicant committed to provide service between the INOVA Hospital campus and Willow Oaks via a proprietary shuttle. Staff feels that this commitment resolves the issue.

## **CONCLUSIONS AND RECOMMENDATION**

### **Staff Conclusions**

A mutual understanding of the proposed transportation improvements has been reached with the applicant, the Virginia Department of Transportation and Fairfax County Department of Transportation through a dynamic process that yielded detailed plans and proffer commitments that address contingencies associated with the improvements. Staff concludes that the applications, as submitted and revised since the publication of the staff report on May 13, 2009, are in conformance with the Comprehensive Plan and the applicable standards of the Zoning Ordinance.

### **Staff Recommendation**

Staff recommends approval of RZ 2008-PR-009 subject to the execution of proffers consistent with those contained in Attachment 1.

Staff recommends approval of SEA 80-P-078-15 subject to the development conditions found in Attachment 2.

Staff recommends approval of a modification of transitional screening and a waiver of the barrier requirements in favor of that shown on the GDP/ SEA Plat.

It should be noted that it is not the intent of staff to recommend that the Planning Commission, 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 Planning Commission.

## **ATTACHMENTS**

1. Proposed RZ 2008-PR-009 Proffers
2. Proposed SEA 80-P-078-15 Development Plan Conditions
3. Transportation Analysis Addendum

**DRAFT****INOVA FAIRFAX HOSPITAL****PROFFERS****RZ 2008-PR-009**

~~April 20~~June 11, 2009

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Section 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), INOVA HEALTH CARE SERVICES (“Inova”), for themselves, the property owners and their successors and/or assigns (hereinafter collectively referred to as the “Applicant”), hereby proffer that the development of the parcels under consideration and shown on the 2008 Fairfax County tax maps as Tax Map 59-2 ((1)) 1A pt., 1B, 1C, 1D, 1E; 49-3 ((1)) 136C, 136C1 (the “Application Property”) shall be in accordance with the following conditions if, and only if, rezoning application RZ 2008-PR-009 and the companion application SEA 80-P-078-15 are approved by the Board of Supervisors. In the event RZ 2008-PR-009 and SEA 80-P-078-15 are approved, then all previous proffers for the Application Property are hereby deemed null and void and hereafter shall have no effect on the Application Property.

The Application Property includes the Inova Fairfax Hospital Campus (the “IFH Site”) that is identified as 2008 Tax Map 59-2((1)) 1A pt., 1B pt., 1C pt., 1D, 1E; 49-3((1)) 136C, and 136C1. The IFH Site contains approximately 58.90 acres of land (along with 0.83 acres of land that has been previously dedicated and for which density credit has been reserved). The Application Property also includes the site of Fairfax County’s Woodburn Center for Community Mental Health (the “Woodburn Site”) that is identified as 2008 Tax Map 59-2((1)) 1B pt. and the site of Fairfax County’s Woodburn Place facility (the “Woodburn Place Site”) identified as 2008 Tax Map 59-2((1)) 1C pt. The Woodburn Site contains approximately 5.41 acres of land, and the Woodburn Place Site contains approximately 1.15 acres of land.

Inova has proposed to acquire the Woodburn Site and the Woodburn Place Site from Fairfax County and to utilize both of those sites to support the development program for the Inova Fairfax Hospital Campus shown as “Option 1”. This application also sets forth an alternate development program (shown as “Option 2”) that would govern the Application Property until such time, if ever, that the acquisition of the Woodburn Site and the Woodburn Place Site by Inova is completed, except as otherwise provided herein. These Proffers apply generally to the entirety of the Application Property except where it is indicated that specific proffers are to apply only to a given site or with respect to one of the specific development options. Fairfax County, in its propriety capacity, and Inova have entered an Option 2 Development Agreement, on file among the records of the County Attorney, setting forth the various responsibilities of the parties in the event the Application Property is developed pursuant to Option 2.

DEVELOPMENT PLAN

1. Generalized Development Plan/Special Exception Amendment Plat. The Application Property shall be developed in substantial conformance with the Inova Fairfax Hospital Campus Generalized Development Plan/Special Exception Amendment Plat dated February 12, 2008 and revised through ~~April 20~~June 10, 2009, prepared by Dewberry & Davis LLC (the "GDP/SEA Plat" ), consisting of Sheets 1 through 26.
2. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDP/SEA Plat and these proffers may be permitted as determined by the Zoning Administrator.

GENERAL

3. Proposed Development. Development on the Application Property shall include a maximum of 2,310,074 square feet of gross floor area ("GFA"). This does not include cellar area as provided in the Zoning Ordinance. The Applicant reserves the right to construct less than the maximum amount of GFA for the buildings as shown on the GDP/SEA Plat and to reallocate GFA among the buildings depicted on the GDP/SEA Plat without requiring a proffered condition amendment ("PCA") so long as (1) the total maximum GFA is not exceeded; (2) the maximum building heights as set forth in Proffer 22.B. and as shown on the GDP/SEA Plat are not exceeded; and (3) the footprint and configuration of individual buildings remain in substantial conformance to that shown on the GDP/SEA Plat as determined by the Zoning Administrator. All development constructed on 2008 Tax Map Parcel 49-3 ((1)) 136C ("Parcel 136C") shall not exceed 0.25 floor area ratio ("FAR"). The unutilized ~~FAR-GFA~~ from Parcel 136C, defined as the difference between the ~~FAR-GFA~~ actually utilized on Parcel 136C and the GFA resulting from the total allowable FAR approved for the Application Property (i.e. 0.80 FAR), calculated only on the land area of Parcel 136C, may be applied to the balance of the ~~Application Property-IFH Site~~.
- A. Option 1. Proposed Development Option 1, as shown on the GDP/SEA Plat, assumes the acquisition of the Woodburn Site and the Woodburn Place Site by Inova. Option 1 provides for a maximum of 2,260,474 square feet of GFA for development of medical care facilities and other allowable uses related thereto on the IFH Site. Option 1 provides for a maximum of 34,600 square feet of GFA for development of public uses on the Woodburn Site and a maximum of 15,000 square feet of GFA for development of public uses on the Woodburn Place Site. Upon demolition of either or both of those public uses, if ever, the GFA of such former use(s) may be allocated to support development of medical care facilities and other allowable uses, subject to necessary zoning and/or other permit approvals and, if necessary, subject to agreement by Fairfax County in its proprietary capacity.

- B. Option 2. Proposed Development Option 2, as shown on the GDP/SEA Plat, is shown to demonstrate how the Application Property could be developed in a coordinated way in the event Inova does not acquire the Woodburn Site and the Woodburn Place Site. Option 2 provides for a maximum of 2,106,574,081,499 square feet of GFA for development of medical care facilities and other allowable uses related thereto on the IFH Site. Option 2 provides for a maximum of 188,500 square feet of GFA for development of public uses on the Woodburn Site and a maximum of 15,000,40,075 square feet of GFA for development of public uses on the Woodburn Place Site. Upon demolition of either or both of those public uses, if ever, or upon the determination that either public use will not be built to its ultimate GFA, the unused portion of the GFA may be allocated to support development of medical care facilities and other allowable uses, subject to necessary zoning and/or other permit approvals, and, if necessary, subject to agreement by Fairfax County in its proprietary capacity.

Except as otherwise provided herein, development on the Application Property shall be governed by Option 2 until such time, if any, that Inova, or its affiliate, acquires the Woodburn Site and the Woodburn Place Site, in which case development on the Application Property shall be governed by Option 1.

Notwithstanding the foregoing, even if the Application Property is or proceeds on an interim basis to be developed pursuant to Option 2, Inova may construct the proposed Women's Hospital and Patient Tower ("WHPT") up to the maximum GFA and height of the WHPT as shown in Option 1 without requiring a PCA or special exception amendment ("SEA") if sufficient additional GFA becomes available to support the development program through demolition of existing GFA on the Application Property, by agreement with Fairfax County in its proprietary capacity to utilize unused density on the Woodburn Site and/or the Woodburn Place Site, and/or by way of an amendment to the Comprehensive Plan. The purpose of this paragraph is to allow Inova to construct only the WHPT up to the maximum GFA and height of the WHPT as it is shown on the GDP/SEA Plat under Option 1 in the event additional GFA becomes available in the future, and this is allowable only because the Option 1 WHPT has been approved as part of RZ 2008-PR-009. As shown on the GDP/SEA Plat, the Option 1 WHPT and the Option 2 WHPT have the same building footprint, and this paragraph would only allow the construction of additional floors within the Option 2 WHPT not to exceed the maximum height limit of the Option 1 WHPT (165 feet). Any such additional GFA incorporated into the Option 2 WHPT will count toward the total allowable FAR for the Application Property. A PCA and/or SEA shall be required to utilize any such additional GFA anywhere other than in the WHPT.

- C. Phasing of Hospital Expansion.

~~The~~ Under either Option 1 or Option 2, the Applicant reserves the right to construct the WHPT in phases, with an initial phase of hospital expansion ~~in advance of proceeding with the WHPT as it is shown in either Option 1 or Option 2.~~ Such expansion (the "Initial Phase") shall be limited to a maximum of

~~180~~200,000 square feet of GFA of new construction and a maximum height of 165 feet. The Initial Phase may be constructed in either of the locations shown on Sheet 2 the GDP/SEA Plat; namely, as either (i) a vertical expansion to the existing Inova Heart and Vascular Institute (Building # 17 as shown on the GDP/SEA Plat); or (ii) an addition to the Existing Tower Building (Building # 3 as shown on the GDP/SEA Plat). Any GFA incorporated into the Initial Phase will count toward the total allowable GFA for the IFH Site. In the Initial Phase, the Applicant shall ~~not~~neither increase nor decrease the number of licensed beds on the IFH Site above or below 833 (the bed count approved since November 2000). References in these Proffers to the WHPT, shall not be deemed to mean or include the Initial Phase unless specifically provided. However, in the event there is no Initial Phase expansion, then any proffered improvements associated with an Initial Phase shall then be associated with the WHPT.

4. Uses. The Application Property may include the following uses:

A. Medical Care Facilities, including up to 1,026 licensed care beds; provided that:

- (i) The Applicant shall provide for a total of no more or no fewer than 833 licensed beds on the IFH Site with the construction of an Initial Phase of the project (as defined in Proffer 3.C.; and
- (ii) The Applicant shall provide for no more licensed beds than that number for which a Certificate of Public Need as been approved; and
- (iii) The Applicant shall present any proposal for licensed beds in excess of a total of 924 for review and comment by the Health Care Advisory Board.

B. Public Uses, ~~in particular~~which may include with respect to Option 2, a Mid-County Community Service Center providing programs and services operated by Fairfax County, the Fairfax – Falls Church Community Services Board (CSB) or other social, health or human services providers;

C. Child Care Centers, to be used exclusively by the children of Inova Fairfax Hospital employees and provided that the maximum attendance shall be limited to 200 children at any one time, and that the hours of operation shall be limited to 6:00 a.m. to 8:00 p.m., Monday through Friday.

D. Helistops, provided that the use is limited to trips associated with Inova Fairfax Hospital; and

E. Accessory uses and accessory service uses provided that the 4,620 square foot “Temporary Administration Office Facility” depicted on the GDP/SEA Plat shall be removed no later than ~~upon final bond release~~December 31, 2015 unless such date is extended for good cause shown as approved by the WHPT Zoning Administrator.

- F. Cellar Use. Cellar floor area within the WHPT and/or within any Initial Phase expansion to the Existing Tower Building (as described in Proffer 3.C.ii.) shall be used only for the following uses:
- (i) The core area of the buildings such hallways; elevators; stairwells; lobby areas; circulation; rest rooms; mechanical rooms; electrical rooms; janitor and building maintenance rooms; areas used for property management, parking management and building engineering; command center; vaults; and
  - (ii) Specialty areas such as storage rooms; filing rooms; mail rooms; call centers; clean rooms; computer rooms; battery rooms; security tanks; secure compartmentalized information facilities ("SCIF"); in-house pharmacies; operating suites; recovery areas; equipment sterilization processing; child-care centers; food service/deli; data centers and computer installations; uses engaged in processes using large or heavy equipment (for example, medical diagnostic or therapeutic, imaging, reproduction, printing, laboratory and testing equipment, linear accelerators, proton beam accelerators, and cyclotrons); and
  - (iii) Accessory uses such as conference rooms; conference centers; training and meeting rooms; recreational facilities; exercise facilities and related shower and locker rooms; kitchens; cafeterias, canteens and vending areas; lounges; classrooms; libraries; and
  - (iv) Other similar uses, and uses ancillary to the uses above, as determined by the Zoning Administrator.

5. Parking

Parking shall be provided in a combination of garage structures and surface lots as shown on the GDP/SEA Plat and shall be provided in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by the Department of Public Works and Environmental Services ("DPWES"), for the uses within the Application Property.

TRANSPORTATION IMPROVEMENTS

6. Road Improvements

- A. Dedication. The Applicant shall dedicate to the Board of Supervisors fee simple right-of-way and/or easements necessary to allow for the construction of the improvements required in Proffers 6.B., ~~6.C.~~, 6.D., 6.E., 6.H.I. and 6.IJ. Such dedication shall occur consistent with the timing requirements of Proffer 6.G.H. and as part of the respective site plan approval that proposes such improvements. Should a road widening project in general conformance with these proffered improvements be constructed by others in advance of the improvements described herein, the Applicant shall dedicate fee simple right-of-way and/or easements from the Application Property necessary for the project upon demand of the County and/or VDOT.

B. Gallows Road. The Applicant shall reconstruct Gallows Road to provide a third southbound through lane from Anderson Drive to the existing Gray Entrance to the Inova Fairfax Hospital. In connection therewith, the Applicant shall also provide the following improvements, all as shown on Sheets 10-16 of the GDP/SEA Plat:

- (i) Reconstruct the median within Gallows Road;
- (ii) Construct turn lane improvements; and
- (iii) Construct intersection improvements at (a) Anderson Drive/Gallows Road/Exxon/Mobil Headquarters North Entrance; and (ii) Willow Oaks Corporate Drive/Gallows Road; and.
- ~~(iv) Construct a four foot wide bicycle lane along the southbound Gallows Road frontage of the Application Property.~~

The final design of such improvements, together with plans for necessary relocations of utilities and other facilities as shown on the GDP/SEA Plat and/or as may be revealed at the time of final engineering, shall be subject to approval by Virginia Department of Transportation ("VDOT") and Fairfax County Department of Public Works and Environmental Services ("DPWES").

~~The Gallows Road improvements are designed to be constructed within the "Proposed Gallows Road" cross section as shown on Sheet 10 of the GDP/SEA Plat. If such cross section, or a cross section of lesser width, is approved by VDOT, then the Applicant shall also construct a four foot wide bicycle lane along~~  
In addition, the Applicant shall reconstruct the curb on northbound Gallows Road directly across to eliminate the bus pull out area depicted on Sheet 12 of the GDP/SEA Plat and relocate and/or reconstruct existing bus stop improvements at such location to coincide with the elimination of the bus pull out, all subject to FCDOT providing written documentation from the Application Property frontage.  
~~If such cross section is not approved, then the Applicant shall not be required to construct the bike lane on WMATA and any others, as necessary, approving the east (northbound) side of Gallows Road.~~

~~The Applicant shall coordinate with VDOT to appropriately tie the Gallows Road bike lane(s) proffered herein in to the bike lanes proposed by the HOT lanes project that cross the I-495 bridge on Gallows Road southeast of the Gallows Road/Woodburn Road intersection.~~

~~The Applicant shall extend the southbound and northbound Gallows Road bicycle lane(s) proffered herein northward to the Gallows Road/Willow Oaks Corporate Drive intersection if Fairfax County provides additional funds to offset the cost of the additional right-of-way, pavement and striping necessary for the extension of such improvement(s).~~  
elimination of the bus pull out prior to the time of site plan submission for the Gallows Road improvements as provided in this Proffer 6.B.

In addition, the Applicant shall reconstruct the existing free-flow right-turn lane(s) at the intersection(s) of Gallows Road/Willow Oaks Corporate Drive, Gallows Road/Exxon-Mobil north entrance and/or Gallows Road/Exxon-Mobil south entrance to a final configuration as approved by VDOT, after consultation with FCDOT, subject to Fairfax County (i) securing permission from adjacent land owners; (ii) securing any necessary right-of-way; and (iii) providing funding to the Applicant that is sufficient to offset the cost of the improvement(s), all prior to the time of site plan submission for the Gallows Road improvements as provided in this Proffer 6.B. In furtherance of (iii), the Applicant shall provide a cost estimate of such improvements to FCDOT at least 30 days prior to site plan submission for the Gallows Road improvements.

C. Gallows Road Bicycle Lanes.

(i) GDP/SEA Plat. The GDP/SEA Plat depicts bicycle lanes within the proposed road sections for both southbound and northbound Gallows Road, extending generally from the south side of the Willow Oaks Corporate Drive/Gallows Road intersection to the north side of the Woodburn Road/Gallows Road intersection. As shown on Sheet 10 of the GDP/SEA Plat, the "Proposed Gallows Rd. (Rte. 650) Typical Section" includes 11-foot wide travel lanes

(ii) Final Design.

(a) First Submission. The Applicant shall prepare the site plan for the Gallows Road improvements (Proffer 6.B.) to include the 11-foot wide travel lanes and the bicycle lanes as generally shown on the GDP/SEA Plat. If, based on this final design, the site plan shows that the entire length of the bicycle lanes can be provided without the Applicant having to relocate curb, gutter and/or utilities that would otherwise not be required to be relocated by the road improvements proffered herein, then the Applicant shall proceed to submit the site plan to DPWES and VDOT for review and approval.

However, if, based on this final design, the site plan shows that implementation of sections of the bicycle lanes would require the Applicant to relocate curb, gutter and/or utilities that would otherwise not be required to be relocated by the road improvements proffered herein, then the Applicant shall prepare an estimate of the costs of such additional improvements and provide that estimate to FCDOT. If within thirty (30) days thereafter FCDOT provides the Applicant an agreement to fund the cost of the additional improvements, then the Applicant shall proceed to submit the site plan to DPWES and VDOT for review and approval. If FCDOT does not provide an agreement to fund the

additional costs within that time, the Applicant shall have no further obligation with respect to providing bicycle lanes in such locations and may proceed to submit the site plan to DPWES and VDOT for review and approval without the additional improvements.

- (b) Second Submission. If VDOT approves the 11-foot-wide lanes, as demonstrated by the first submission comments, then the Applicant shall proceed to second submission.

If VDOT does not approve the 11-foot-wide lanes, as demonstrated by first submission comments, then the Applicant shall redesign the Gallows Road improvements based on the approved cross section and lane widths. The Applicant shall include in such redesign the entire length of bicycle lanes as shown on the GDP/SEA Plat, subject to FCDOT providing an agreement to reimburse the design costs of including the bicycle lanes. If, based on this final design, the site plan shows that implementation of sections of the bicycle lanes would require the Applicant to relocate curb, gutter and/or utilities that would otherwise not be required to be relocated by the road improvements proffered herein, then the Applicant shall prepare an estimate of the costs of such additional improvements and provide that estimate to FCDOT. If within thirty (30) days thereafter FCDOT provides the Applicant an agreement to fund the cost of the additional improvements, then the Applicant shall proceed to submit the revised site plan to DPWES and VDOT for second submission review and approval. If FCDOT does not provide an agreement to fund the additional costs within that time, then FCDOT shall reimburse the Applicant's design costs for the additional bicycle lanes, the Applicant shall provide electronic copies of the design to FCDOT for its future use, and thereafter the Applicant shall have no further obligation with respect to providing bicycle lanes in such locations and may proceed to submit the revised site plan to DPWES and VDOT for second submission review and approval without the additional improvements

- (iii) Installation of Bicycle Lanes

- (a) Hospital Frontage. The Applicant shall dedicate adequate right of way, if necessary, and construct pavement width necessary to provide a maximum 5 foot wide bicycle lane along southbound Gallows Road from the south side of the Hospital Blue Entrance to the north side of the Woodburn Road/Gallows Road intersection, in a location as approved by VDOT, regardless of the cross section

and lane widths for Gallows Road that are approved by VDOT following final design as described in Proffer 6.C.(ii).

- (b) Off-Site. The Applicant shall implement the additional bicycle lane sections as shown on the approved site plan for Gallows Road following final design as described in Proffer 6.C.(ii).
- (iv) Other. The Applicant shall install signs identifying the beginning and end of the sections of bicycle lanes as approved by VDOT.

The Applicant shall coordinate its design with VDOT to allow for the Gallows Road bicycle lane(s) proffered herein to tie into the bicycle lanes proposed by the HOT lanes project that cross the I-495 bridge on Gallows Road southeast of the Gallows Road/Woodburn Road intersection. Further, the Applicant shall stripe in such extended section(s) of bicycle lane if feasible within the existing pavement section.

- D. Woodburn Road – Woodburn/Gallows Intersection. The Applicant shall improve Woodburn Road to provide a third westbound lane from Gallows Road to the entrance of the new internal boulevard to serve as a continuous right turn lane. The Applicant shall construct a second, northbound left turn lane from Gallows Road onto Woodburn Road. The Applicant shall improve the Woodburn Road eastbound approach to the Gallows Road intersection to four lanes, providing for exclusive dual left turn lanes and dual right turn lanes. The Woodburn Road and Woodburn/Gallows Intersection improvements and the resulting turn lane configurations are shown on Sheets 10, 14 and 15 of the GDP/SEA Plat. The final design of such improvements shall be subject to VDOT, DPWES and, if necessary, Federal Highway Administration (“FHWA”) approval.

- (i) Woodburn Road. The Applicant shall improve Woodburn Road between Gallows Road and the improved southern entrance to the IFH Site (Centers of Excellence Boulevard). Such improvement shall include a through-right lane that terminates at the Centers of Excellence Boulevard entrance, a through lane that continues westward on Woodburn Road and pavement area to provide for left turns onto Luttrell Street and into the driveways to the medical office building complex located on the south side of Woodburn Road.

The Applicant shall widen Woodburn Road at the intersection of Centers of Excellence Boulevard to provide for receiving lanes for left turning vehicles from Centers of Excellence Boulevard to eastbound Woodburn Road.

The Applicant shall restripe Woodburn Road west of Centers of Excellence Boulevard to provide for single through lanes in each direction (with a target width of 14 feet each), and with an eastbound left turn bay to

access Centers of Excellence Boulevard. The westbound through lane will transition to the existing westbound lane use (through and through-right) as generally shown on the GDP/SEA Plat subject to VDOT approval. The Applicant's obligation to restripe Woodburn Road west of Centers of Excellence Boulevard is subject to such improvements being permitted to occur within the existing pavement and road sections.

- (ii) Woodburn/Gallows Intersection. The Applicant shall construct a second, northbound left turn lane from Gallows Road onto Woodburn Road. The Applicant shall improve the Woodburn Road eastbound approach to the Gallows Road intersection to four lanes, providing for exclusive dual left turn lanes and dual right turn lanes.

E. I-495 Southbound Exit. The Applicant shall improve the I-495 southbound exit approach at the Gallows Road intersection to three lanes, providing for exclusive dual left turn lanes and a through lane. The existing ramp lane that provides the right turn movement to northbound Gallows Road will remain, and the Applicant shall incorporate signage and/or physical improvements on the ramp and on Gallows Road to limit access to the hospital's "Gray Entrance" from that ramp. The I-495 Southbound Exit improvements and the resulting turn lane configurations are shown on Sheets 10, 15 and 16 of the GDP/SEA Plat. The final design of the improvements proposed in this Proffer 6.D.E. shall be subject to VDOT, DPWES and, if necessary, FHWA approval.

F. Not used.

G. Internal Travelways.

- (i) WHPT. In connection with construction of the WHPT, the Applicant shall construct the on-site internal travelways as shown on Sheets 5 and 6 on the GDP/SEA Plat. The final design of such travelways shall be subject to DPWES approval, and shall ~~provide~~allow for the safe operation of buses and large vehicles on portions of the travelway where such vehicles are expected to drive. ~~These newsafely circulate the site to and from the~~ locations for their respective services (such as bus stops and loading bays). ~~Although not public streets, these internal travelways shall be private; however, they shall be constructed with materials and depth of pavement consistent with public street standards, in conformance with the Public Facilities Manual ("PFM").~~ The internal travelways shall be maintained by the Applicant. Prior to ~~bond release for the new travelways~~the issuance of the first Non-RUP for the WHPT, exclusive of core and shell, the Applicant shall grant ingress and egress easements for public access and for public emergency and maintenance vehicles over the travelways.

- (ii) Initial Phase. In the event of construction of an Initial Phase expansion to the Existing Tower Building (as described in Proffer 3.C.ii.), the Applicant

shall reconstruct the existing patient drop-off area as shown on Sheet 2 of the GDP/SEA Plat. The final design of such reconfigured drop-off area shall be subject to DPWES approval.

H. Timing of Design/Construction.

- (i) Initial Phase. In the event of construction of an Initial Phase expansion to either the Inova Heart and Vascular Institute or the Existing Tower Building (as described in Proffer 3.C.), the Applicant shall design the Gallows Road improvements (Proffer 6.B.), the Gallows Road Bicycle Lanes (Proffer 6.C.), the Woodburn Road – Woodburn/Gallows Intersection improvements (Proffer 6.CD.) and the I-495 Southbound Exit improvements (Proffer 6.DE.), and submit ~~one or more~~ all necessary site plan(s)/public improvement plan(s) for such improvements to DPWES, VDOT and/or FHWA, as applicable, with a copy provided to FCDOT, prior to the issuance of the first Non-RUP, exclusive of the core and shell permit, for any Initial Phase expansion, and thereafter the Applicant shall diligently pursue approval of such site plan(s)/public improvement plan(s).
- (ii) Gallows Road. The Applicant shall coordinate with FCDOT and VDOT on the start of construction of the Gallows Road improvements set forth in Proffer 6.B. and 6.C. so as to reasonably minimize potential conflicts between such construction and the use of Gallows Road as a detour during construction by others of the HOT lanes project in the vicinity. The Gallows Road improvements set forth in Proffer 6.B. and 6.C. shall be substantially completed prior to issuance of the first Non-Residential Use Permit (“Non-RUP”), exclusive of the core and shell permit, for the WHPT. For purposes of this Proffer, “substantially completed” shall mean open and available for use by the public but not necessarily accepted by VDOT for maintenance purposes. Final bond release for the WHPT shall not occur until the improvements have been accepted into the State system.
- ~~(iii) —~~ Woodburn Road – Woodburn/Gallows Intersection. The Applicant shall coordinate with FCDOT and VDOT on the start of construction of the Woodburn Road – Woodburn/Gallows Intersection improvements set forth in Proffer 6.C. ~~so as to reasonably minimize potential conflicts between such construction and the use of Gallows Road as a detour during construction by others of the HOT lanes project in the vicinity. The Woodburn Road – Woodburn/Gallows Intersection improvements set forth in Proffer 6.C. shall be substantially completed within twelve (12) months of the issuance of the first Non-RUP, exclusive of the core and shell permit, for the WHPT. In the event such improvements require FHWA approval but are not so approved by FHWA prior to the time the final bond for the WHPT would otherwise be released, then, in lieu of construction, the Applicant shall escrow the cost of such improvements~~

~~(including relocation of utilities) for the benefit of Fairfax County, such cost to be determined by the Fairfax County unit price schedule.~~

- (iii) ~~I-495 Southbound Exit. The Applicant shall coordinate with FCDOT and VDOT on the start of construction of the I-495 Southbound Exit improvements set forth in Proffer 6.D. so as to reasonably minimize potential conflicts between such construction and the use of Gallows Road as a detour during construction by others of the HOT lanes project in the vicinity. The I-495 Southbound Exit Woodburn Road – Woodburn/Gallows Intersection improvements set forth in Proffer 6.D. shall be substantially completed within twelve (12) months of the prior to issuance of the first Non-RUP, exclusive of the core and shell permit, for the WHPT. In the event such improvements require FHWA approval but are not so approved by FHWA prior to the time the final bond for the WHPT would otherwise be released, then, in lieu of construction, the Applicant shall escrow the full cost of such improvements (including relocation of utilities and traffic signals) for the benefit of Fairfax County, such cost to be as determined by the Fairfax County unit price schedule average of two cost estimates for the work conducted at the Applicant's expense by independent parties.~~
- (iv) I-495 Southbound Exit. The Applicant shall coordinate with FCDOT and VDOT on the start of construction of the I-495 Southbound Exit improvements set forth in Proffer 6.E. so as to reasonably minimize potential conflicts between such construction and the use of Gallows Road as a detour during construction by others of the HOT lanes project in the vicinity. The I-495 Southbound Exit improvements set forth in Proffer 6.E. shall be substantially completed prior to issuance of the first Non-RUP, exclusive of the core and shell permit, for the WHPT. In the event such improvements require FHWA approval but are not so approved by FHWA prior to the time the final bond for the WHPT would otherwise be released, then, in lieu of construction, the Applicant shall escrow the full cost of such improvements (including relocation of utilities and traffic signals) for the benefit of Fairfax County as determined by the average of two cost estimates for the work conducted at the Applicant's expense by independent parties.
- (v) Internal Travelways. The new on-site, internal private travelways as described in Proffer 6.F.G.i. shall be substantially completed prior to issuance of the first "Non-RUP", exclusive of the core and shell permit, for the WHPT, except that the proposed Connector Travelway shall be constructed as provided in Proffer 27. In the event of construction of an Initial Phase expansion to the Existing Tower Building (as described in Proffer 3.C.ii.), the reconfigured drop-off area as described in Proffer 6.F.G.ii. shall be completed prior to issuance of the first "Non-RUP", exclusive of the core and shell permit, for such Initial Phase.

- I. New Traffic Signal. At the time of site plan submission for the Woodburn Road – Woodburn/Gallows Intersection improvements (see Proffer 6.C-D. above), the Applicant shall complete and submit a warrant study for VDOT review for a signal at the intersection of Woodburn Road and the ~~improved southern entrance to Inova Fairfax Hospital (proposed~~ Centers of Excellence Boulevard). The warrant study shall assume full build out of 0.80 FAR on the Application Property. If the signal is warranted, the Applicant shall design, equip and install a new traffic signal at that location subject to approval by VDOT of the final design of the signal. The signal shall be installed ~~concurrent with the~~ such time as may be warranted following construction of the Woodburn Road – Woodburn/Gallows Intersection improvements consistent with the timing requirements Centers of Proffer 6.G-(ii) above Excellence Boulevard.
- J. Existing Traffic Signal Modifications.
- (i) The Applicant shall modify existing traffic signals as necessary to implement the road/travelway improvements as required by these proffers. Such modifications shall be made concurrent with the timing requirements of the respective road/travelway improvements and shall be subject to the approval of VDOT. If any modifications would reduce the pedestrian crossing time below 4.0 feet per second (the VDOT standard), then the Applicant shall seek comments on the modifications from FCDOT. If no comments are provided within 30 days of such request, FCDOT shall be deemed to have no comments.
- (ii) Gallows Road. The Applicant shall request VDOT to determine if a corridor evaluation of signal timings is needed. This request shall be submitted in writing with a copy submitted to FCDOT. This request shall be submitted between 180 and 365 days after the Gallows Road improvements (per Proffer 6.B. and 6.C.) are substantially completed. If VDOT determines that a corridor evaluation is necessary, the Applicant shall conduct a corridor evaluation of existing signal timings along Gallows Road from the southern I-495 ramp at Gallows Road to Gatehouse Road to determine appropriate signal timing modifications along such corridor. Such signal timing plans shall be subject to review and approval by VDOT and shall provide for sufficient pedestrian crossing times in accordance with established standards as determined by VDOT. The Applicant shall coordinate with VDOT to implement such signal timing modifications as may be approved by VDOT based on the findings of the evaluation. If required, this proffer shall be completed prior to final bond release for the WHPT.
- (iii) Woodburn Road. The Applicant shall request VDOT to determine if a corridor evaluation of signal timings is needed. This request shall be submitted in writing with a copy submitted to FCDOT. This request shall

be submitted between 180 and 365 days after the Woodburn Road – Woodburn/Gallows Intersection improvements (per Proffer 6.€D.) are substantially completed. If VDOT determines that a corridor evaluation is necessary, the Applicant shall conduct a corridor evaluation of existing signal timings along Woodburn Road from Tobin Road to Gallows Road to determine appropriate signal timing modifications along such corridor. Such signal timing plans shall be subject to review and approval by VDOT and shall provide for sufficient pedestrian crossing times in accordance with established standards as determined by VDOT. The Applicant shall coordinate with VDOT to implement such signal timing modifications as may be approved by VDOT based on the findings of the evaluation. If required, this proffer shall be completed prior to final bond release for the WHPT.

- K. Off-Site Right-of-Way/Easements. In the event the Applicant is unable to obtain the necessary right-of-way or easements required to construct the improvements described in these Proffers, the Applicant shall proceed as follows:
- (i) The Applicant shall request the County to acquire the right-of-way or easements by means of its condemnation powers, at the Applicant's expense. The Applicant's request will not be considered until it has forwarded, in writing, to the appropriate County agency accompanied by: (1) plans and profiles showing the necessary right-of-way or easements to be acquired, including all associated details of the proposed transportation improvements to be located on said property; (2) an independent appraisal of the value of the right-of-way or easements to be acquired and of all damages and benefits to the residue of the affected property; (3) a sixty (60) year title search certificate of the right-of-way or easements to be acquired; and (4) a Letter of Credit, or cash (at the Applicant's discretion) in an amount equal to the appraised value of the right-of-way or easements to be acquired and of all damages to the residue, which Letter of Credit or cash can be drawn upon by the County.
  - (ii) In the event the property owner of the right-of-way or easements to be acquired is awarded more than the appraised value of same and of the damages to the residue in a condemnation suit, the amount of the award in excess of the Letter of Credit or cash posted amount shall be paid to the County by the Applicant within fifteen (15) days of said award. All other costs incurred by the County in acquiring the right-of-way shall be paid to the County by the Applicant on demand.
  - (iii) In the event the County does not acquire the aforesaid right-of-way or easements by means of its condemnation powers, the Applicant is relieved of its responsibility to construct the off-site portion of the aforesaid improvements specifically affected by the unavailability of the right-of-way or easements. The Applicant shall complete the proffered

improvements for which acquisition of right-of-way or easements is not necessary and coordinate necessary transitions with DPWES and VDOT. In the event the Applicant is required to obtain necessary right-of-way or easements to implement the provisions of this proffer, then the timing requirements of these proffers as they relate to the improvements that necessitate such right-of-way or easements shall be automatically hereby adjusted to reflect the delays incurred by such proceedings, but in any event such improvements shall be completed prior to final bond release for the respective building.

- L. Zoning Administrator Consideration. Upon demonstration by the Applicant that, despite diligent efforts and due to factors beyond the Applicant's control, any of the improvements proffered in this Proffer 6 (or an improvement in any other Proffer the timing of which is associated with an improvement proffered in this Proffer 6) have been delayed (due to, but not limited to an inability to secure necessary permission for utility relocations, and/or VDOT and/or FHWA approval and/or coordination with HOT lanes construction) beyond the timeframes provided by these proffers, the Zoning Administrator may approve a later date for completion of the improvement(s) without requiring a PCA.

7. Interparcel Access.

- A. No vehicular access to or egress from the Application Property shall be allowed from the west through the Prosperity Heights, Strathmeade Square or the Pine Ridge subdivisions, nor from the east of Parcel 136C through the Amberleigh Apartments.
- B. The Applicant shall allow for interparcel access between the Woodburn Place Site and the surface parking lot on the IFH Site as shown on the GDP/SEA Plat if such access is ever requested by Fairfax County.

8. Pedestrian Circulation Improvements.

- A. The Applicant shall construct a comprehensive pedestrian circulation system throughout the Application Property as shown on Sheet 7 of the GDP/SEA Plat. The "Proposed Sidewalk/Trail" improvements as shown on the GDP/SEA Plat shall be constructed prior to issuance of the first Non-RUP, exclusive of core and shell, for the WHPT, except that the proposed bicycle/pedestrian trail located along the Connector Travelway shall be constructed as provided in Proffer 27.
- B. The Applicant shall dedicate adequate easements and/or right-of-way along the Gallows Road and Woodburn Road frontages of the Application Property to accommodate public maintenance of trails and sidewalks such that no such facility is divided between public and private maintenance.
- C. Concurrent with the construction of the Gallows Road improvements (Proffer 6.B. and 6.C. above) the Applicant shall replace the 5-foot wide portions of the

existing concrete sidewalk along Gallows Road with an 8-foot wide asphalt trail, and reconstruct the existing Gallows Road trail where and as necessary to accommodate right turn lane(s).

- D. Concurrent with the construction of the Woodburn Road improvements (Proffer 6.D. above) the Applicant shall construct connecting segment(s) of sidewalk and/or trail between the termini of the existing sidewalk and the trail along Woodburn road opposite the proposed entrance to Centers of Excellence Boulevard within existing right-of-way or otherwise subject to necessary easements being provided at no cost to the Applicant.
- E. The Applicant shall construct a five-foot wide sidewalk heading northward from the existing bus stop on the east side of Gallows Road (located approximately across from the Inova Fairfax Hospital Emergency Department) to the Gallows Road/Hospital Blue Entrance crosswalk described in Proffer 9.A below. The sidewalk will be constructed ~~concurrent with the construction~~ prior to issuance of the Gallows Road improvements (first Non-RUP, exclusive of core and shell, for any Initial Phase expansion (as provided in Proffer 6.B3.C.).
- F. Subject to the terms of any existing easements, the Applicant shall install a 4-6 foot wide ADA accessible trail from the western boundary of Parcel 136C proximate to the terminus of Beverly Drive, through Parcel 136C and leading to the sidewalk along the travelway on Parcel 136C in a location as generally shown on the GDP/SEA Plat. Such trail shall be installed and a non-exclusive public access easement shall be granted in the general location of the trail, prior to issuance of the first Non-RUP, exclusive of core and shell, for any Initial Phase expansion (as provided in Proffer 3.C.). The Applicant shall maintain the trail and keep it clear of hazardous conditions.
- G. Areawide Pedestrian Enhancements. The Applicant shall contribute \$10,000 toward other areawide pedestrian enhancements to be used by the County within the vicinity of the IFH Site. Such contribution shall be made prior to the approval of the site plan for any Initial Phase expansion (as provided in Proffer 3.C.).

9. Crosswalks.

- A. ~~Gallows Road. Concurrent with~~ Prior to issuance of the construction of first Non-RUP, exclusive of core and shell, for any Initial Phase expansion (as provided in Proffer 3.C.), the Applicant shall, subject to VDOT approval, install a painted crosswalk crossing Gallows Road at the southern side of the Inova Fairfax Hospital Blue Entrance. ~~Concurrent with the construction of the Gallows Road improvements (Proffer 6.B.), and subject to the approval of VDOT, the Applicant shall install a painted crosswalk crossing Gallows Road at the southern side of the Willow Oaks Corporate Drive intersection.~~ Concurrent with the construction of the Gallows Road improvements (Proffer 6.B.), the Applicant shall also install a pedestrian countdown signal for the Gallows Road crossing at the Fairfax

Hospital Blue Entrance and make modifications to the existing signal in such location as may be necessary, all subject to the approval of VDOT.

A. Woodburn Road. Concurrent with the construction of the WoodburnGallows Road improvements (Proffer 6.B.), and 6.C.), and subject to the approval of VDOT, the Applicant shall install a painted crosswalk and pedestrian countdown signal for the crossing of Gallows Road at the southern side of the Willow Oaks Corporate Drive intersection.

B. Woodburn Road. Concurrent with the construction of the Woodburn Road improvements (Proffer 6.D.), and subject to the approval of VDOT, the Applicant shall install painted crosswalk(s) and pedestrian countdown signal(s) for crossing Woodburn Road at the western side of the new hospital boulevardproposed Centers for Excellence Boulevard entrance to provide an improved connection from the IFH Site to Pine Ridge Park.

10. Bicycle Facilities. The Applicant shall provide indoor and/or outdoor bicycle racks ~~in locations convenient to the main building entrances to the WHPT on the IFH Site, and in the event of Option 2, the County Building. The~~ the Woodburn Site. On the IFH Site, the Applicant shall also provide indoorinstall bicycle racks, providing that provide spaces for a minimum total of eighty four (84)140 bicycles, within and among the existing "Staff Parking Garage", the "Blue Garage" and the "Gray Parking Garage" all as shown on the GDP/SEA Plat to serve employees of the Inova Fairfax Hospital Campus. Bicycle racks shall be located outdoors, with convenient access to building entrances, and within the existing parking garages shown on the GDP/SEA Plat. As part of this 84140-space requirement, the Applicant shall provide lockers or cages for a minimum of ten (10) bicycles for employees in the "Staff Parking Garage". In the event of Option 2, the Applicant shall provide additional such facilities in the new garage shown on the GDP/SEA Plat to serve the County Building. As part of the wayfinding signage program (Proffer 21), the Applicant shall include locations for "share the road" signs for areas on the IFH Site and Woodburn Road along the Application Property's frontage where bicycles will share the travelway with other vehicles. Within this sign plan the Applicant will also designate locations for signs to be located on the IFH Site directing bicyclists to the bicycle parking. The final location and design of the signage, the garage bike racks and the bike lockers/cages shall be ~~shown on the site plan for the Initial Phase expansion, and the Applicant shall provide a copy of such site plan sheet to~~ subject to review by FCDOT. Subject to necessary approvals, if any, the Applicant shall install such bicycle racks, lockers/cages and signs prior to issuance of the first Non-RUP, exclusive of core and shell, for any Initial Phase expansion (as provided in Proffer 3.C.). Both the IFH Site and the County Building shall include shower and changing room facilities for employees, which improvements shall be provided prior to issuance of the first Non-RUP, exclusive of core and shell, for the WHPT and the County Building, respectively.

11. Bus Services.

A. Bus Route. Following completion of the reconstruction of the internal travelways associated with the WHPT (See Proffer 6.FG.i.), the Applicant shall allow Fairfax

County and WMATA buses to access the Application Property in a route that enters the Application Property from Woodburn Road heading north along the western access travelway on the Woodburn Site, to the new bus facilities (described below), then turning right onto the new hospital boulevard travelway and then proceeding along the new hospital boulevard travelway southward to the new traffic light at Woodburn Road; provided, however, the specific bus route may be modified as agreed by the Applicant, FCDOT and/or WMATA without requiring a PCA. The terms allowing bus access to the Application Property are subject to a pending agreement(s) between the Applicant, FCDOT and/or WMATA. In the meantime, the Applicant agrees that buses may continue to circulate on the Application Property as they have done in the past, or via the reconfigured drop-off in the event of construction of an Initial Phase expansion to the Existing Tower Building (as described in Proffer 6.FG.ii.). The bus circulation route may be modified on a temporary basis as required for construction staging.

B. Bus Facilities.

- (i) The Applicant shall construct new bus facilities in the location shown on the GDP/SEA Plat. Such facilities shall consist of three (3) canopied bus bays; an approximately 25 foot wide paved pedestrian area for bus passengers; ~~and two (2) lighted shelters of a similar design as shown on Sheet 8 of the GDP. In addition; and a bicycle rack to accommodate a minimum of 5 bicycles (to be included within the total 140 bicycle spaces to be provided by Proffer 10). In addition, the Applicant shall ~~install~~ install with such facilities a free standing lighted information kiosk to be provided by FCDOT and additional conduit for future IT applications as recommended by FCDOT. The number and location of bus bays may be modified on a temporary basis as required for construction staging so long as at least two bus bays are provided during such temporary periods. ~~In addition, the~~~~
- (ii) The Applicant shall also install at least one trash receptacle at the new bus facilities described herein, and the Applicant shall be responsible to ensure the receptacle(s) are emptied on a regular basis.
- (iii) The Applicant shall install a concrete pad at the bus stop along the Gallows Road frontage of the IFH Site in ~~such final~~ a location of the bus stop as may be required as a result of to be established with the Gallows Road improvements set forth in Proffer 6.B. above. The Applicant shall also install a concrete pad at the bus stop on the east side of Gallows Road in connection with the construction of the sidewalk as provided in Proffer 8.C. ~~E.~~
- (iv) These bus facility improvements shall be constructed prior to issuance of the first Non-RUP, excluding core and shell, for the WHPT; provided,

however, that the Zoning Administrator may approve a later date for completion of the improvements without requiring a PCA upon demonstration by the Applicant that despite diligent efforts and due to factors beyond the Applicant's control, the required improvements have been delayed.

12. Taxi Stand. The Applicant shall establish an on-site taxi waiting area for approximately 10 standard taxis, in a location as shown on the GDP/SEA Plat or at such other location(s) as may be approved by FCDOT prior to issuance of the first Non-RUP, excluding core and shell, for any Initial Phase expansion (as provided in Proffer 3.C.).
13. Merrifield Shuttle. The Applicant shall continue to provide its existing shuttle service between the Dunn Loring Metro Station and Inova Fairfax Hospital (and in the future the Inova Willow Oaks Site as described in Proffer 14.A.(ii)(a)). In addition, the Applicant shall reasonably cooperate with others who are working to establish a Merrifield Area shuttle service and shall encourage and support the location of a shuttle stop for that service on the IFH Site. Following the time that a Merrifield Area shuttle service is in operation, the Applicant may terminate its existing shuttle service if it is determined, in coordination with FCDOT, that the two shuttle services are redundant. Upon such time, if any, that the Applicant's independent service is eliminated, the Applicant shall contribute annually to the Merrifield Area shuttle on a pro rata basis as determined by agreement with FCDOT. The Applicant shall not terminate its shuttle service until such time, if any, that such an agreement is reached.

#### TRANSPORTATION DEMAND MANAGEMENT

14. Transportation Demand Management.
  - A. IFH Site. Inova has implemented a transportation demand management ("TDM") program at the IFH Site for many years and has achieved a Level 4 (PLATINUM) participant status through the Metropolitan Washington Council of Governments Regional Commuter Connections Employer Outreach Program. This Proffer 14.A. shall apply only to the IFH Site and, except as may otherwise be provided herein, shall apply upon zoning approval to all current and future development on the IFH Site.
    - (i) Employee Mode Split Goal. Mass transit, ride-sharing and other transportation strategies for the employees of Inova Fairfax Hospital shall be utilized to achieve a minimum 15% mode split for employee trips to and from the IFH Site under existing conditions during workday hours (generally between the hours of 6:00 am to 7:30 am ~~and 6:00 pm, consistent with the current AM and PM peak hours of Gallows Road~~). Upon final occupancy of any Initial Phase expansion (as provided in Proffer 3.C.), the Employee Mode Split Goal shall increase to 18%. Upon final occupancy of the WHPT, the Employee Mode Split Goal shall increase to 20%.

- (ii) TDM Components. In order to meet the applicable Employee Mode Split Goal, the Applicant shall implement a program of TDM strategies in coordination with FCDOT to include, without limitation, those items listed below. Such items may be adjusted from time to time as approved by FCDOT, without requiring a PCA, to reflect the ever-changing dynamic of transportation opportunities and constraints within the greater community.
- (a) Provide shuttle service between the Dunn Loring Metro Station and Inova Fairfax Hospital (See Proffer 13 above) and include a stop at the Inova Willow Oaks Site that is subject to PCA 87-P-038-04 upon such time as, and for so long as, Inova occupies any of the office buildings there;
  - (b) Provide a TDM Program Manager ("PM") to oversee all TDM elements and act as the liaison between the Applicant and FCDOT. The PM may be employed directly by the Applicant or be an independent contractor to the Applicant. The PM position may be part of other duties assigned to the individual;
  - (c) Participate in the Fairfax County Ride Source Program, including registering with the Guaranteed Ride Home (GRH) program offered in connection with the Metropolitan Washington Council of Governments;
  - (d) Display in the Inova Fairfax Hospital common areas transportation-related information for employees, volunteers, patients, and visitors;
  - (e) Distribute an employee benefits package to all new employees, including site-specific transit-related information referencing the nearest Metro station and bus routes, and encouraging all employees to use Metrorail, bus service, shuttle service, carpool/vanpool, bicycling, or walking;
  - (f) Maintain normal hospital shifts outside of the current AM and PM peak hours of Gallows Road, and encourage telecommuting and flextime for administrative employees as appropriate;
  - (g) Provide reserved spaces for employee carpoolers and vanpoolers ~~and hybrid vehicles~~ located proximate to building entrances;
  - (h) Provide on-site bus services (See Proffer 11 above);
  - (i) Provide for on-site bicycle storage, showers and changing facilities (See Proffer 10 above);

- (j) Hold an annual, on-site Bike-to-Work event conducted in coordination with FCDOT;
  - (k) Provide a sidewalk system designed to encourage/facilitate pedestrian circulation (See Proffer 8 above);
  - (l) Provide an on-campus child care center(s) and eating establishment(s) and other possible accessory service uses;
  - (m) Provide information to new employees about housing opportunities within the Merrifield area; and
  - (n) Coordinate with any TDM programs in place on the Inova Willow Oaks Site that is subject to PCA 87-P-038-04 ~~upon such time as, and for so long as, Inova and/or Fairfax County continue to own the Inova Willow Oaks Site.~~
- (iii) Employee Surveys. Between September and November of each calendar year starting in 2009, the PM shall conduct a survey of hospital employees on shift during the workday hours (generally between ~~7:30-6:00~~ am and ~~6:00-7:30~~ pm) (the "Employee Survey") designed to evaluate the effectiveness of the TDM measures in meeting the applicable Employee Mode Split Goal and to evaluate the need, if any, for changes to the TDM measures then in place. The PM shall coordinate the draft Employee Survey materials and the methodology for validating survey results with FCDOT at least thirty (30) days prior to each year's Employee Survey. The PM shall submit as part of each County Report (defined below) an analysis of the Employee Survey to FCDOT. Such analysis shall include at a minimum:
- (1) A description of the TDM measures in effect for the survey period and a description of how such measures have been implemented;
  - (2) The number of people surveyed and the number of people who responded;
  - (3) The results of the surveys taken during the survey period measured in terms of daily mode split, mode splits during shift changes and mode splits during the street peak hours;
  - (4) The number of employees participating in the TDM programs, displayed by category and mode of use;
  - (5) An evaluation of the effectiveness of the TDM program elements in place, including their effectiveness at achieving the applicable Employee Mode Split Goal, and, if necessary, proposed modifications; and
  - (6) A description of the uses constructed and occupied on the IFH Site at the time the survey was conducted.

- (iv) Report to County. The PM shall report annually to FCDOT on the TDM measures (the "County Report") no later than January 31<sup>st</sup> of each calendar year (beginning in 2010) after completion of the Employee Survey. The County Report shall include (a) a description of the prior year's TDM strategic efforts, including, as applicable, sample marketing materials; (b) a financial statement that includes the budget for the TDM measures and an accounting of TDM revenues and expenditures for the preceding year; (c) an analysis of the Employee Survey for the preceding year, (d) discussion of any changes to the TDM measures for the upcoming year; and (e) the budget for TDM implementation for the upcoming year.
- (v) Adjustments to Calendar and Due Dates. Upon mutual agreement between FCDOT and the PM, the due dates for the Employee Survey and/or delivery of the County Report may be extended by up to sixty (60) days.
- (vi) Meetings with FCDOT. The PM shall meet with FCDOT annually, as applicable, or as mutually agreed, to discuss the results of the Employee Survey, the County Report and the TDM measures.
- (vii) Trip Counts. If the Employee Survey reveals either: (a) an Employee Mode Split that is two (2) or more percentage points lower than the then applicable Employee Mode Split Goal; or (b) a survey response rate that is less than 20%, then the PM shall conduct an Employee Trip Count to further evaluate the effectiveness of the TDM program. Such Employee Trip Counts shall be measured on three (3) days over a maximum two-week period (but not including a week containing a county/state/federal holiday or when area public schools are not in session), generally between the hours of ~~7:30-6:00 am and 6:00-7:30 pm, consistent with to measure~~ daily mode split, mode splits during shift changes and mode splits during the current AM and PM street peak hours of Gallews Road. At least thirty (30) days prior to conducting the Employee Trip Counts, the PM shall meet with FCDOT to review and reach agreement on the dates and methodology for the Employee Trip Counts and the analyses to be done after the Employee Trip Counts are complete. The Employee Trip Counts shall include traffic counts at employee parking areas, employee vehicle occupancy counts, shuttle bus passenger counts, on-site Metro bus boarding and alighting counts, and pedestrian and bicycle counts. The Employee Trip Counts shall be conducted so that only trips generated by the employees on the IFH Site shall be accounted for (i.e. visitor and cut-through trips, etc., shall be excluded).
- (viii) Evaluation/Revisions to TDM Measures. In the event Employee Surveys and/or Trip Counts reveal that the applicable Employee Mode Split Goal is met, then the Applicant shall continue to administer the TDM measures in accordance with this Proffer. In the event Employee Surveys and/or Trip Counts reveal that the applicable Employee Mode Split Goal is not

met, then the PM shall convene a meeting with FCDOT within thirty (30) days of the completion of the Employee Surveys and/or Trip Count to review the results of the Employee Surveys and/or Trip Count and the TDM measures then in place and to develop modifications to the TDM measures and/or additional TDM measures that may be implemented. Examples of such additional strategies may include, but are not limited to, the following:

- (a) Provide one-time transit/vanpool/bike-to-work subsidies to employees through SmartBenefits or otherwise;
- (b) Establish a program for individualized employee TDM marketing to educate and encourage employees with respect to commuting alternatives;
- (c) Purchase a pool of bicycles to make available for employee use and/or increase the amount of on site bicycle facilities as an analysis of demand for such facilities may warrant;
- (d) Coordinate with an independent provider for car-sharing services to be located on the IFH Site.

In addition, an evaluation shall be made and credit given toward TDM compliance for any health care services being provided via remote technology such that vehicle trips are being reduced to the IFH Site. If and when health care services delivery through information technology is developed, the Applicant, in coordination with FCDOT, shall develop a system for identifying and recording instances where health care service delivery through information technology results in the elimination of a vehicle trip to the IFH Site. Each such identified "virtual trip" shall be credited toward the achievement of the Employee Mode Split Goal.

The PM shall submit any such revisions to FCDOT within thirty (30) days following this meeting and request in writing FCDOT's review and concurrence. If no written response is provided by FCDOT within sixty (60) days, the PM's revisions shall be deemed approved. Following approval of the revisions, the PM shall implement the TDM provisions as developed in consultation with FCDOT.

- (ix) Financial Incentives. In the event Employee Surveys and/or Trip Counts conducted following full occupancy of the WHPT (deemed to be the time upon which Non-RUPs have been issued for 80% or more of the floor area within the WHPT) reveal that the applicable Employee Mode Split Goal is not met for two consecutive years, then the Applicant shall contribute according to the following schedule:

- (a) ~~\$5001,000~~ for each one-tenth (1/10) of a percentage point less than the applicable Employee Mode Split Goal (which would be 20% at such time) but greater than or equal to a 15% mode split. For example a mode split of 16.3% would result in a contribution of ~~\$18,500.37,000.~~  $(20.0 - 16.3 \times 10 \times \text{\$5001,000})$ ; plus
- (b) ~~\$7501,500~~ for each one-tenth (1/10) of a percentage point less than a 15% mode split but greater than or equal to a 10% mode split. For example a mode split of 12.5% would result in a contribution of ~~\$43,750.87,500.~~  $[(20.0 - 15.0 \times 10 \times \text{\$5001,000}) + (15.0 - 12.5 \times 10 \times \text{\$7501,500})]$ ; plus
- (c) ~~-\$12,000~~ for each one-tenth (1/10) of a percentage point less than a 10% mode split. For example a mode split of 7.5% would result in a contribution of ~~\$87,500.175,000.~~  $[(20.0 - 15.0 \times 10 \times \text{\$5001,000}) + (15.0 - 10.0 \times 10 \times \text{\$7501,500}) + (10.0 - 7.5 \times 10 \times \text{\$12,000})]$ .

This provision for financial incentives shall remain in effect for so long as Proffer 14.A.(x) requires the Survey and Reporting Requirements to be met, ~~or until this Proffer 14.A.(ix) becomes null and void pursuant to Proffer 14.B.(x)~~; provided, however, that there shall be a cap of \$200,000 on the aggregate of all contributions required to be paid hereunder. Any contribution payments made pursuant to this Proffer 14.A.(ix) shall be utilized as follows: one-half (1/2) of any contribution payment shall be used by the Applicant to provide additional TDM measures on the IFH Site such as those described in Proffer 14.A.(viii); and the other one-half (1/2) of any contribution payment shall be paid to Fairfax County for use in supporting TDM/transportation enhancements in the Merrifield area.

- (x) Continuation of Survey and Reporting Requirements. The PM shall continue the Employee Surveys, County Reports and, if applicable, the Trip Counts on an annual basis until such time as two (2) consecutive Employee Surveys conducted starting at least one (1) full calendar year after the WHPT has been fully occupied show that the applicable Employee Mode Split Goal has been met. Following such time, the PM shall conduct additional Employee Surveys and make County Reports at three (3) year intervals. If it is reasonably determined through any of the tri-annual surveys/reports that the applicable Employee Mode Split Goal is no longer being met, the Applicant shall revert to the process of annual Employee Surveys and County Reports, as well as implementation of additional strategies and penalties if applicable, until such time as two (2) consecutive Employee Surveys show that the applicable Employee Mode Split Goal has been met, whereupon the process of tri-annual surveys/reports shall be resumed. Upon such time that three (3) consecutive tri-annual surveys/reports show that the applicable Employee

Mode Split Goal continues to be met, no additional survey/report shall be required. Beyond such time, however, if FCDOT has reason to believe there are problems with the TDM program, the Applicant shall cooperate with FCDOT to review and reasonably address the concerns.

- (xi) Enforcement. If the PM fails to timely submit the County Report for the Application Property to FCDOT as required by this Proffer, or as the requirement may be extended, the County may thereafter issue the PM a notice stating that the PM has violated the terms of this Proffer and providing the PM sixty (60) days within which to cure such violation. If after such sixty (60) day period the PM has not submitted the delinquent County Report, then the Applicant shall be subject to a penalty of \$100 per day payable to Fairfax County to be used for transit or transportation related improvements in the vicinity of the Application Property until such time as the report is submitted to FCDOT.

B. Woodburn Site. This Proffer 14.B. shall apply only to the Woodburn Site and only in the event of Proposed Development Option 2. In the event Option 2 is necessary, the owner will negotiate a separate agreement with FCDOT on the specific terms and responsibilities regarding TDM for the Woodburn Site.

- ~~(i) Employee Mode Split Goal. Mass transit, ride-sharing and other transportation strategies for the employees of the County Building shall be utilized to achieve a minimum 20% mode split for employee trips to and from the Woodburn Site during weekday Peak Hours.~~
- ~~(ii) Peak Hours Defined. For purposes of this Proffer, the relevant weekday "Peak Hours" shall be that 60 minute period during which the highest weekday volume of mainline trips occurs between 6:00 to 9:00 AM and 4:00 to 7:00 PM, as determined by mechanical and/or manual traffic counts conducted at two select locations along Gallows Road between Woodburn Road and Route 50 and at one location along Woodburn Road between Tobin Road and Gallows Road as approved in consultation with the Fairfax County Department of Transportation ("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 at a time of year that reflects typical travel demand conditions (e.g. September to May, not during a holiday week or when area public schools are not in session). The relevant Peak Hours shall be defined in conjunction with each of the Employee Trip Counts (as defined below) required pursuant to this Proffer. The methodology for determining the Peak Hours may be modified subject to approval of FCDOT, but without requiring a PCA, in order to respond to technological and/or other improvements in trip counting.~~

- (iii) ~~TDM Components.~~ In order to meet the Employee Mode Split Goal, the Applicant shall implement TDM strategies as determined in coordination with FCDOT including the requirement to provide a PM to oversee all TDM elements and act as the liaison between the Applicant and FCDOT. The PM may be employed directly by the Applicant or be an independent contractor to the Applicant. The PM position may be part of other duties assigned to the individual.
- (iv) ~~Employee Surveys.~~ Between September and November beginning with the year following issuance of the first Non RUP for the County Building, exclusive of shell and core, the PM shall conduct a survey of hospital employees (the "Employee Survey") designed to evaluate the effectiveness of the TDM measures in meeting the Employee Mode Split Goal and to evaluate the need, if any, for changes to the TDM measures then in place. The PM shall coordinate the draft Employee Survey materials and the methodology for validating survey results with FCDOT at least thirty (30) days prior to each year's Employee Survey. The PM shall submit as part of each County Report (defined below) an analysis of the Employee Surveys to FCDOT. Such analysis shall include at a minimum:
- (1) ~~A description of the TDM measures in effect for the survey period and a description of how such measures have been implemented;~~
  - (2) ~~The number of people surveyed and the number of people who responded;~~
  - (3) ~~The results of the surveys taken during the survey period;~~
  - (4) ~~The number of employees participating in the TDM programs, displayed by category and mode of use;~~
  - (5) ~~An evaluation of the effectiveness of the TDM program elements in place, including their effectiveness at achieving the Employee Mode Split Goal, and, if necessary, proposed modifications; and~~
  - (6) ~~A description of the uses constructed and occupied on the Woodburn Property at the time the survey was conducted.~~
- (v) ~~County Report.~~ The PM shall report to FCDOT on the TDM measures (the "County Report") no later than January 31<sup>st</sup> of the respective calendar year (beginning with the year following issuance of the first Non RUP for the County Building, exclusive of shell and core) after completion of the Employee Survey. The County Report shall include (a) a description of the prior year's TDM strategic efforts, including, as applicable, sample marketing materials; (b) a financial statement that includes the budget for the TDM measures and an accounting of TDM revenues and expenditures for the preceding year; (c) an analysis of the Employee Survey for the preceding year; (d) discussion of any changes to the TDM measures for the upcoming year; and (e) the budget for TDM implementation for the upcoming year.

- ~~(vi) Adjustments to Calendar and Due Dates. Upon mutual agreement between FCDOT and the PM, the due dates for the Employee Survey and/or delivery of the County Report may be extended by up to sixty (60) days.~~
- ~~(vii) Meetings with FCDOT. The PM shall meet with FCDOT annually, as applicable, or as mutually agreed, to discuss the results of the Employee Survey, the County Report and the TDM measures.~~
- ~~(viii) Trip Counts. If the Employee Survey reveals either: (a) an Employee Mode Split that is two (2) or more percentage points lower than the Employee Mode Split Goal; or (b) a survey response rate that is less than 20%, then the PM shall conduct an Employee Trip Count to further evaluate the effectiveness of the TDM program. Such Employee Trip Counts shall be measured on three (3) days over a maximum two-week period (but not including a week containing a county/state/federal holiday or when area public schools are not in session), during the weekday Peak Hours (as defined in Proffer 14.B.ii.). At least thirty (30) days prior to conducting the Employee Trip Counts, the PM shall meet with FCDOT to review and reach agreement on the dates and methodology for the Employee Trip Counts and the analyses to be done after the Employee Trip Counts are complete. The Employee Trip Counts shall include traffic counts at employee parking areas, employee vehicle occupancy counts, shuttle bus passenger counts, on-site Metro bus boarding and alighting counts, and pedestrian and bicycle counts. The Employee Trip Counts shall be conducted so that only trips generated by the employees on the Woodburn Site shall be accounted for (i.e. visitor and cut-through trips, etc., shall be excluded).~~
- ~~(ix) Evaluation/Revisions to TDM Measures. In the event, Employee Surveys and/or Trip Counts reveal that the Employee Mode Split Goal is met, then the Applicant shall continue to administer the TDM measures in accordance with this Proffer. In the event Employee Surveys and/or Employee Trip Counts reveal that the Employee Mode Split Goal is not met, then the PM shall convene a meeting with FCDOT within thirty (30) days of the completion of the Employee Surveys and/or Trip Count to review the results of the Employee Surveys and/or Employee Trip Count and the TDM measures then in place and to develop modifications to the TDM measures and/or additional TDM measures that may be implemented. The PM shall submit any such revisions to FCDOT within thirty (30) days following this meeting and request in writing FCDOT's review and concurrence. If no written response is provided by FCDOT within sixty (60) days, the PM's revisions shall be deemed approved. Following approval of the revisions, the PM shall implement the TDM provisions as developed in consultation with FCDOT.~~

- (x) ~~Incentives.~~ In the event Employee Surveys and/or Trip Counts conducted following full occupancy of the County Building reveal that the Employee Mode Split Goal is not met for two consecutive years, then the Financial Incentives requirement applicable to the IFH Site (Proffer 14.A.(ix)) shall become null and void.
- (xi) ~~Continuation of Survey and Reporting Requirements.~~ The PM shall continue the Employee Surveys, County Reports and, if applicable, the Trip Counts on an annual basis until such time as two (2) consecutive Employee Surveys conducted starting at least one (1) full calendar year after the County Building has been fully occupied show that the Employee Mode Split Goal has been met. Following such time, the PM shall conduct additional Employee Surveys and make County Reports at three (3) year intervals. If it is reasonably determined through any of the tri-annual surveys/reports that the Employee Mode Split Goal is no longer being met, the Applicant shall revert to the process of annual Employee Surveys and County Reports, as well as implementation of additional strategies, until such time as two (2) consecutive Employee Surveys show that the Employee Mode Split Goal has been met, whereupon the process of tri-annual surveys/reports shall be resumed. Upon such time that three (3) consecutive tri-annual surveys/reports show that the Employee Mode Split Goal continues to be met, no additional survey/report shall be required.
- (xii) ~~Enforcement.~~ If the PM fails to timely submit the County Report for the Application Property to FCDOT as required by this Proffer, or as the requirement may be extended, the County may thereafter issue the PM a notice stating that the PM has violated the terms of this Proffer and providing the PM sixty (60) days within which to cure such violation. If after such sixty (60) day period the PM has not submitted the delinquent County Report, then the Applicant shall be subject to a penalty of \$100 per day payable to Fairfax County to be used for transit or transportation related improvements in the vicinity of the Application Property until such time as the report is submitted to FCDOT.

#### SITE DESIGN

15. Limits of Clearing and Grading. The Applicant shall conform to the limits of clearing and grading as shown on the GDP/SEA Plat, subject to allowances for the installation of fences, utilities, and/or trails, which shall be located in the least disruptive manner necessary as determined by the Urban Forest Management Division of DPWES ("UFMD"). A replanting plan shall be developed and implemented, subject to approval by UFMD, for any areas protected by the limits of clearing and grading that must be disturbed.

16. Tree Preservation.

- A. The Applicant shall submit a tree preservation plan as part of the site plan(s) and/or demolition plan(s) for development that includes the area(s) of “tree save” as shown on the GDP/SEA Plat.
- B. The tree preservation plan(s) shall be prepared by a professional with experience in the preparation of tree preservation plans, such as a certified arborist or landscape architect, and shall be subject to the review and approval of UFMD. The tree preservation plan shall consist of a tree survey that includes the location, species, size, crown spread and condition rating percentage of all trees 408 inches in diameter and greater, located on the Application Property that are located up to 25 feet to either side of the limits of clearing and grading in the area(s) of the “tree save” shown on the GDPA. The condition analysis ratings shall be prepared using methods outlined in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the plan.
- C. All tree preservation-related work occurring in or adjacent to the tree preservation areas shall be accomplished in a manner that minimizes damage to vegetation to be preserved, including any woody, herbaceous or vine plant species that occurs in the lower canopy environment, and to the existing top soil and leaf litter layers that provide nourishment and protection to that vegetation. Removal of any vegetation, if any, or soil disturbance in tree preservation areas, including the removal of plant species that may be perceived as noxious or invasive, such as poison ivy, greenbrier, multi-floral rose, etc. shall be subject to the review and approval of UFMD.
- D. The Applicant shall retain the services of a certified arborist or landscape architect, and shall have the limits of clearing and grading in the areas of tree preservation marked with a continuous line of flagging prior to a walk-through meeting with the UFMD to be held prior to any clearing and grading. During the tree preservation walk-through meeting, the Applicant’s certified arborist or landscape architect shall walk such limits of clearing and grading with an UFMD representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented; provided, however, that no adjustment shall be required that would affect the location and/or design of improvements shown on the GDP/SEA Plat including a requirement for additional retaining walls. Trees within the preservation areas that are identified specifically by UFMD in writing as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a

stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions.

- E. All trees shown to be preserved on the tree preservation plan 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 adjacent to the tree preservation areas as shown on the phase I & II erosion and sediment control sheets. All tree protection fencing shall be installed after the tree preservation walk-through meeting described in Proffer 4516.D. above but prior to any clearing and grading activities. The installation of all tree protection fencing shall be performed under the direct supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. At least ten (10) days prior to the commencement of any clearing or grading activities adjacent to the tree preservation areas, but subsequent to the installation of the tree protection devices, the UFMD 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.
- F. 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 respective public improvement/site plan submission. The details for these treatments shall be reviewed and approved by UFMD, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following: (1) root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches; (2) root pruning shall take place prior to any clearing and grading; (3) root pruning shall be conducted with the supervision of a certified arborist; and (4) a UFMD representative shall be informed when all root pruning and tree protection fence installation is complete.
- G. During any clearing or tree/vegetation removal in the areas adjacent to the tree preservation areas, 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 on-site 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 Tree Preservation Plan, and reviewed and approved by UFMD.
- H. The Applicant shall retain a professional arborist with experience in plant appraisal, to determine the replacement value of all trees that are 408 inches in

diameter or greater, that are located on the Application Property that are shown to be saved on the Tree Preservation Plan. These trees and their value shall be identified on the Tree Preservation Plan at the time of the first submission of the respective site plan(s). The replacement value shall take into consideration the age, size and condition of these trees and shall be determined by the so-called "Trunk Formula Method" contained in the latest edition of the Guide for Plan Appraisal published by the International Society of Arboriculture, subject to review and approval by UFM.

- I. At the time of the respective site plan approvals, the Applicant shall post a cash bond or a letter of credit payable to the County of Fairfax to ensure preservation and/or replacement of the trees for which a tree value has been determined in accordance with subparagraph H. above (the "Bonded Trees") that die or are dying due to unauthorized construction activities. The letter of credit or cash deposit shall be equal to 50% of the replacement value of the Bonded Trees. At any time prior to final bond release for the improvements on the Application Property constructed adjacent to the respective tree save areas, should any Bonded Trees die, be removed, or are determined to be dying by UFMD due to unauthorized construction activities, the Applicant shall replace such trees at its expense. The replacement trees shall be of equivalent size (at full growth), species and/or canopy cover as approved by UFMD. In addition to this replacement obligation, the Applicant shall also make a payment equal to the value (as defined in accordance with subparagraph H above) of any Bonded Tree that is dead or dying or improperly removed due to unauthorized construction activity. This payment shall be made to a fund established by the County for furtherance of tree preservation objectives in the Providence District. Upon release of the bond for the improvements on the Application Property constructed adjacent to the respective tree save areas, any amount remaining in the tree bonds required by this proffer shall be returned/released to the Applicant.

17. Landscaping. Landscaping shall be provided as ~~generally~~ shown on the GDP/SEA Plat and shall be installed prior to issuance of the first Non-RUP, exclusive of core and shell, for the WHPT. Adjustments to the type and location of vegetation and the landscape design shall be permitted as may be approved by UFMD.

- A. Streetscape shall be provided as ~~generally~~ shown on the GDP/SEA Plat, with minimum three (3) inch caliper deciduous trees and eight (8) foot tall evergreen trees at the time of planting provided as screening for the cooling towers. Street furnishings and lighting shall be in conformance with the Merrifield Streetscape Design Manual.
- B. The existing trees and landscaping located south and west of the existing access travelway between the Application Property and the Woodburn Village Condominiums identified on the GDP/SEA Plat as "tree save area to be supplemented" shall not be disturbed by clearing and grading and shall be retained as a buffer between the Application Property and the Woodburn Village Condominiums, except as necessary to allow for the bus bays/shelters and related

travelway improvements as shown on the GDP/SEA Plat. ~~Additional landscaping shall be planted in this area where needed.~~ The limited clearing and grading in this area shall not include the removal of any trees on the Woodburn Village Condominiums property. Following clearing and grading activities in this area, the Applicant shall install a 6 foot high solid wall and provide additional landscaping to provide effective year-round screening, as recommended by the UFMD. The Applicant shall field locate the wall in order to minimize disturbance to existing trees. Any existing trees located in this area which are damaged or destroyed by construction activity shall be replaced, as determined by UFMD.

- C. The existing trees and landscaping located north of the “Existing Staff Parking Garage”, the existing “Blue Garage” and existing “Building # 5”, identified on the GDP/SEA Plat as “tree save area to be supplemented”, shall not be disturbed by clearing and grading and shall be retained as a buffer between the Application Property and the Amberleigh Apartments. Additional landscaping shall be planted in this area where needed to provide effective year-round screening, as recommended by the UFMD. Any existing trees located in this area which are damaged or destroyed by construction activity shall be replaced, as determined by UFMD.
- D. As part of each site plan submission, the Applicant shall submit to UFMD for review and approval a detailed landscape and tree cover plan, which shall include, among other things:
- (i) Design details for tree wells and other similar planting areas above structures and along streets;
  - (ii) Composition of the planting materials and/or structural soils used where plantings are to be located within or on top of structures and other methods to be used to ensure the viability of the proposed plantings;
  - (iii) Other information that may be requested by the UFMD.
18. Building Setback. Buildings shall be located as shown on the GDP/SEA Plat. With the exception of the Child Care Center, buildings shall be located no closer than 120 feet from the western property line of Parcel 136C.
19. Screening Fences. The grounds storage yard shall be enclosed by a solid fence or wall that is a minimum of 6 feet in height to screen it from the rest of the IFH Site. The gas tank area located adjacent to the mechanical building shall be completely enclosed by an 8-foot high fence which shall be either chain link with solid inserts or board-on-board to provide screening of the tanks and accessory equipment.
20. Lighting. Outdoor lighting shall comply with the Outdoor Lighting Standards of Part 9 of Article 14 of the Zoning Ordinance. New building mounted security lighting shall utilize full cut-off fixtures with shielding such that the lamp surface is not directly visible

from any adjacent properties. All outdoor lighting fixtures associated with the “Existing Staff Parking Garage”, as shown on the GDP/SEA Plat, shall be of a low intensity design and shall utilize full cut off fixtures which shall focus directly on the garage. Lighting within such parking structure shall be of low intensity and recessed design in order to mitigate the impact on adjacent residences. Lighting within the stair towers of such garage shall be fully shielded with full cut-off fixtures in order to mitigate the impact on adjacent residences. Parapet walls on each level of such parking garage shall be a minimum of 42 inches in height to provide adequate shielding of vehicle headlights.

21. Signage. Signage for the Application Property shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance or pursuant to approval by the Board of Supervisors in accordance with the provision set forth in Par. 7 of Sect. 9-308 of the Zoning Ordinance. The Applicant reserves the right to provide monument signage not specifically shown on the GDP/SEA Plat provided that it conforms to Article 12 and/or Board Approval in accordance with the provision set forth in Par. 7 of Sect. 9-308 of the Zoning Ordinance. The Applicant shall develop a comprehensive exterior wayfinding signage plan for the Application Property ~~prior to the issuance~~address conditions (a) during construction; (b) upon completion of the first Non-RUP, exclusive of core any Initial Phase expansion (Proffer 3.C.); and shell, for (c) upon completion of the WHPT. The Applicant shall provide copies of such signage plan to both DPZ and the Providence District Supervisor.

### ARCHITECTURAL DESIGN AND BUILDING MATERIALS

22. Building Design.
- A. Architecture and Materials. Building materials and final design of new buildings shall be compatible with ~~those~~and of comparable quality to the existing buildings.
- B. Building Height. Building heights shall be limited to the maximum heights as shown on the GDP/SEA Plat. The Applicant reserves the right to construct buildings to a lesser height than the maximum heights as shown on the GDP/SEA Plat. The Applicant reserves the right to construct the WHPT up to a height of 165 feet under Option 2 provided the maximum GFA limitations of Proffer 3 above are not exceeded. In accordance with the provisions set forth in Section 2-506 of the Zoning Ordinance, the Applicant reserves the right to install solar panels having a maximum height of fifteen (15) feet on top of any of the buildings and/or parking garages in excess of the maximum building heights proffered herein and/or shown on the GDP/SEA Plat.
- C. Alternate Energy. The WHPT and the County Building shall be designed so as not to preclude the installation of solar panels or other alternate energy sources either on the buildings’ exterior walls, rooftop or elsewhere on the respective sites. The Applicant shall identify a target alternate energy source and demonstrate the buildings’ respective design capacity not to preclude the alternate energy source at the time of building permit approval. The Applicant shall either install such an alternate energy technology concurrent with the construction of the

building, or, at the Applicant's discretion, the Applicant shall, at the time of building permit submission, submit to Environment and Development Review Branch of DPZ a return on investment (ROI) analysis of the alternate energy technology. Subsequently, the Applicant shall prepare and submit to Environment and Development Review Branch of DPZ an updated ROI on an annual basis starting on July 1 of each year following the first full year after the initial ROI is submitted and continuing for a period of three (3) years. With each ROI submission, the Applicant shall include an analysis of external sources of funds, if any, that may be available to implement the alternate energy technology. If and when the ROI shows that implementation of the alternate energy technology is economically viable but the Applicant elects, at its discretion, not to implement the alternate energy technology, the Applicant shall issue a report to the Environment and Development Review Branch of DPZ explaining its reasoning. In the event the Applicant proceeds, at its discretion, to implement alternate energy technology, the Applicant shall report annually to Environment and Development Review Branch of DPZ for a period of three (3) years on the impact of the alternate energy source on the level of energy consumption at the building and provide an estimate of green house gas reductions resulting from the technology.

~~D. — Green Building Practices — WHPT.~~

~~(i) — The Applicant shall include a U.S. Green Building Council Leadership in Energy and Environmental Design (“LEED”) accredited professional as a member of the WHPT design team. The LEED accredited professional, who may be a member of the project architect’s staff, shall work with the team to incorporate LEED design elements into the WHPT so that the WHPT will be positioned to attain LEED certification under the LEED NC, LEED CS, LEED HC or other applicable rating system. At the time of site plan submission, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating compliance with the commitment to engage such a professional.~~

D. ~~The Applicant shall include, as part of the WHPT site plan submission and building plan submission, a list prepared by the LEED accredited professional of specific credits (applicable to the respective permit submission) that the Applicant anticipates attaining within an applicable LEED rating system. The LEED accredited professional~~Smart Building. The Applicant shall design the WHPT to include conduit to provide for the installation of information and communications technology that can operate throughout the WHPT and that can connect to remote locations and networks in order to allow the Applicant, at its discretion, to equip the WHPT to provide for applications such as electronic medical records, security protocols, patient communication and virtual medical consultations. The Applicant shall demonstrate compliance with the design requirements of this Proffer prior to building permit approval for the WHPT. This proffer shall not require the Applicant to equip the WHPT with any particular application.

E. Green Building Practices – WHPT and Initial Phase Expansion to ETB.

- (i) The Applicant will include, as part of both the WHPT and any Initial Phase expansion to the Existing Tower Building (as described in Proffer 3.C.ii.) site plan submission and building plan submission, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, or other LEED rating system determined to be applicable to the building by the U.S. Green Building Council (USGBC), that the Applicant anticipates attaining. At least one principal participant of the Applicant's project team shall be a LEED Accredited Professional, and such professional will provide certification statements at both the time of site plan review and the time of building plan review indicating confirming that the items on the list should are expected to meet at least the minimum number of credits necessary to position the project to attain such LEED Silver certification for the respective building.
- (ii) Prior to approval of a building permit, if the WHPT is positioned to attain less than a LEED Silver certification, the Applicant shall execute a separate agreement and post, for that building, 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 a fixed amount equal to \$2.00 per gross square foot of building. If the WHPT is positioned to attain a LEED Silver or higher certification, then noIn addition, prior to site plan approval, the Applicant will designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- (iii) Prior to building plan approval for the respective building, the Applicant will submit documentation, to the Environment and Development Review Branch of DPZ, regarding the U.S. Green Building Council's preliminary review of design-oriented credits in the LEED program. This documentation will demonstrate that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED Silver certification. Prior to release of the bond for the respective building, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating the status of attainment of LEED Certification from the U.S. Green Building Council for the respective building.

- (iv) As an alternative to and in lieu of the requirements of paragraphs i - iii above, or if the U.S. Green Building Council review of design-oriented credits indicates that the respective building is not anticipated to attain a sufficient number of design-related credits, along with the anticipated construction-related credits, to support attainment of LEED Silver certification, the Applicant will, prior to building permit approval for the respective building, execute a separate agreement and post a "green building escrow," in the form of cash or a letter of credit from a financial institute acceptable to DPWES as defined in the Public Facilities Manual, in the amount of \$2.00 per gross square foot of building. This escrow shall be required. The escrow, if any, will be in addition to and separate from any other necessary bond requirements and shall will be released upon demonstration of attainment of certification, by the U.S. Green Building Council, under the U.S. Green Building Council's applicable LEED most current version of the LEED-NC rating system or other LEED rating system determined, by the U.S. Green Building Council, to be applicable to the respective building. The provision of documentation to the Environment and Development Review Branch of DPZ of documentation from the U.S. Green Building Council that such the respective building has attained LEED certification shall will be sufficient to satisfy this commitment. If the Applicant applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification within two years (or such longer time as the certification process may reasonably require if the Applicant provides documentation to the satisfaction of the Environment and Development Review Branch of DPZ that USGBC review of the LEED certification has been delayed through no fault of the Applicant) of issuance of the first Non-RUP for the building, exclusive of the core and shell Non-RUP, for the respective building, the escrow shall will be released to Fairfax County as the sole remedy for failure to meet the LEED certification and shall will be posted to a fund within the County county budget supporting implementation of County county environmental initiatives.

F. Green Building Practices – IHVI Expansion.

In the event of an Initial Phase expansion to the Inova Heart and Vascular Institute (as described in Proffer 3.C.), the Applicant shall incorporate green building practices in the expansion, such as improved exterior wall performance and mechanical systems performance to improve energy efficiency; use of recycled materials; and sustainable practices during construction, and shall coordinate such efforts with the Environment and Development Review Branch of DPZ.

G. Green Building Practices – County Building.

- (i) ~~The Applicant shall include a~~ In accordance with the Fairfax County policy for sustainable public facilities greater than 10,000 square feet, the County Building will be designed and built with green building measures to attain at a minimum the U.S. Green Building Council Leadership in Energy and Environmental Design ("LEED") accredited professional as a member of the design team. The LEED accredited professional, who may be a member of the project architect's staff, shall work with the team to incorporate LEED design elements into the project so that the project will be positioned to attain LEED certification under the LEED NC, LEED CS or other applicable rating system. At the time of site plan submission, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating compliance with the commitment to engage such a professional.

~~The Applicant shall include, as part of the site plan submission and building plan submission, a list prepared by the LEED accredited professional of specific credits that the Applicant anticipates attaining within the LEED rating system. 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 project to attain LEED) Silver certification rating.~~

## ENVIRONMENT

### 23. Stormwater Management Facilities.

- A. WHPT. Stormwater detention shall be provided for the WHPT within an underground vault as represented on the GDP/SEA Plat. Subject to approval by DPWES, BMPs for the WHPT may be provided in the Willow Oaks SWM/BMP Pond (See Proffer 28), and the requirement for BMPs for the WHPT may be deferred until such time as the Willow Oaks SWM/BMP Pond is constructed. Alternatively, at the Applicant's option, the Applicant may elect to provide an on-site sand filter, or other allowable measures, to provide BMPs for the WHPT, as may be approved by DPWES. Prior to initial site plan approval, if necessary the Applicant shall execute an agreement with Fairfax County in a form satisfactory to the County Attorney (the "SWM Agreement") providing for the perpetual maintenance of the underground vault. The SWM Agreement shall address the following issues to the satisfaction of DPWES: (a) future replacement of the facility, when and as warranted; (b) requirement for liability insurance in an amount reasonably acceptable to DPWES; (c) agreement by owners and successors not to petition the County to take future maintenance responsibility or replace the underground facility; and (d) establishment of procedures to facilitate County inspection.
- B. Initial Phase.

- (i) Inova Heart and Vascular Institute. In the event of construction of an Initial Phase expansion to the Inova Heart and Vascular Institute (as described in Proffer 3.C.i.), the Applicant shall provide BMPs for BMPs for such Initial Phase as may be approved/waived by DPWES.
- (ii) Existing Tower Building. In the event of construction of an Initial Phase expansion to the Existing Tower Building (as described in Proffer 3.C.ii.), the Applicant shall provide for stormwater detention and/or BMPs for such Initial Phase as may be approved/waived by DPWES.
- C. County Building. In the event of Option 2, stormwater detention shall be provided for the County Building within an underground vault as represented on the GDP/SEA Plat. Subject to approval by DPWES, BMPs for the County Building may be provided in the Willow Oaks SWM/BMP Pond, and the requirement for BMPs for the County Building may be deferred until such time as the Willow Oaks SWM/BMP Pond is constructed. Alternatively, at the Applicant's option, the Applicant may elect to provide an on-site sand filter, or other allowable measures, to provide BMPs for the County Building, as may be approved by DPWES.
24. Low Impact Development. The Applicant shall install Fairfax County accepted Low Impact Development (LID) facilities, on the Application Property in at least ~~one~~two of the locations shown on the GDP/SEA Plat as "Possible LID Location". The LID facilities (pervious pavement or other) shall treat a total of 20,000 square feet of impervious surface and shall have a minimum phosphorous removal efficiency of 40 percent. The LID facilities will be designed in accordance with the PFM. These LID facilities are intended as demonstration facilities and shall not factor into the requisite calculations for stormwater management and BMPs. Such facilities shall be installed prior to issuance of the first Non-RUP, exclusive of core and shell, for the WHPT.
25. Erosion and Sedimentation Control. At a minimum, erosion and sedimentation control shall be provided in accordance with the Public Facilities Manual ("PFM"). If determined by DPWES at the time of site plan review that additional erosion and sedimentation control measures beyond PFM standards are needed, such additional measures shall be provided as approved by DPWES.

#### PUBLIC FACILITIES

- ~~26. FCPA and Public Schools. At the time of building permit approval(s) for the WHPT, and in the event of Option 2 the County Building, the Applicant shall make a contribution to be divided equally between the Fairfax County Park Authority for improvements in Pine Ridge Park, and the Fairfax County Public Schools for improvements to Falls Church High School athletic fields, in a total amount as follows:~~
26. WHPT. ~~The~~ The Applicant shall make a contribution to the Board of Supervisors to be used by the Fairfax County Park Authority for improvements in Pine Ridge Park, and

also for athletic facilities and/or fields in the general vicinity of the Application Property as determined by the Providence District Supervisor in consultation with the Providence District Athletic Fields Task Force. Such contribution shall be calculated at a rate of \$0.11 per square foot of GFA of new development proposed for any Initial Phase expansion (as provided in Proffer 3.C.) and for the WHPT:<sup>†</sup> and shall be paid at the time of site plan approval for the respective phases.

A. ~~County Building. The contribution shall be at a rate of \$0.27 per square foot of GFA proposed for the County Building.~~

#### WILLOW OAKS DEVELOPMENT COORDINATION

27. Connector Travelway. The GDP/SEA Plat depicts a portion of a Proposed Connector Travelway and bicycle/pedestrian trail (collectively, the “Connector Travelway”) over Parcel 136C that will connect the Application Property to 2008 Tax Map Parcel 49-3 ((1)) 141 (the “Inova Willow Oaks Site”) to the north. Construction of the Connector Travelway is a requirement of development on the Inova Willow Oaks Site and is addressed in PCA 87-P-038-04 (pending concurrently with this application). The Applicant reserves the right to construct the Connector Travelway, or portions thereof, in a final or temporary condition to facilitate construction on the Application Property prior to any development on the Inova Willow Oaks Site. However, these proffers do not require the Applicant to construct the Connector Travelway as a condition to the development, occupancy or use of the Application Property. Prior to construction of the Connector Travelway, the Applicant shall enter an agreement with the owners of the Inova Willow Oaks Site to share the cost of constructing the Connector Travelway on a basis that takes into consideration the proportionate use of the Connector Travelway by the uses on the Application Property. The Applicant shall allow the owners of the Inova Willow Oaks Site to construct, maintain and repair the portion of the Connector Travelway that is shown on the Application Property. The Applicant shall grant ingress and egress easements for public access and for public emergency and maintenance vehicles over the portion of the Connector Travelway that is shown on the Application Property.
28. Willow Oaks SWM/BMP Pond. The GDP/SEA Plat depicts a portion of a Willow Oaks SWM/BMP Pond on Parcel 136C that will serve the Inova Willow Oaks Site, among others. Construction of the Willow Oaks SWM/BMP Pond is a requirement of development on the Inova Willow Oaks Site and is addressed in PCA 87-P-038-04 (pending concurrently with this application). The Applicant reserves the right to commence construction on the Willow Oaks SWM/BMP Pond in connection with development on the Application Property in advance of development on the Inova Willow Oaks Site. However, these proffers do not require the Applicant to construct the Willow Oaks SWM/BMP Pond as a condition to the development, occupancy or use of the Application Property. The Applicant shall allow the owners of the Inova Willow

<sup>†</sup> This rate is 40% of the FCRA's \$0.27 request, representing the “Quality of Care” reduction inherent in this proposal.

Oaks Site to construct, maintain and repair the Willow Oaks SWM/BMP Pond shown on the Application Property, and the Applicant shall execute necessary deeds and plats to allow for the construction, maintenance and repair of the Willow Oaks SWM/BMP Pond. In the event the Applicant elects, at the Applicant's discretion, to commence construction on the Willow Oaks SWM/BMP Pond in connection with development on the Application Property in advance of development on the Inova Willow Oaks Site, then the Applicant shall provide for the private maintenance (by the Applicant or others) of the Willow Oaks SWM/BMP Pond as well as that portion of on-site storm sewer running generally eastward from the south end of Williams Drive to the western side of the Willow Oaks SWM/BMP pond. If required, prior to initial site plan approval, the Applicant shall provide for the execution of an agreement with Fairfax County in a form satisfactory to the County Attorney (the "SWM Agreement") providing for the perpetual maintenance of the Willow Oaks SWM/BMP pond. The SWM Agreement shall address the following issues to the satisfaction of DPWES: (a) future maintenance/repair of the facility, when and as warranted; (b) requirement for liability insurance in an amount reasonably acceptable to DPWES; (c) agreement by owners and successors not to petition the County to take future maintenance responsibility for the facility; and (d) establishment of procedures to facilitate County inspection.

#### MISCELLANEOUS

29. Advanced Density/Intensity Credit. Advanced density/intensity credit is reserved consistent with the provisions of the Fairfax County Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT pursuant to the PFM, at the time of site plan approval for the Application Property.
30. Additional Notification Requirements. The Applicant shall provide copies of the site plan(s) to the Prosperity Heights Homeowners Association and the Pine Ridge Civic Association for review and comment at such time as such plans are submitted to Fairfax County. In addition to the requirements of Par. 4 of Sect. 18-110 of the Zoning Ordinance, the Applicant shall provide the Pine Ridge Civic Association, the Prosperity Heights Association and Strathmeade Square Homeowners Association with written notification of the submission of any future Rezoning and/or Special Exception Amendment applications for the Application Property within sixty (60) days of filing such applications with Fairfax County.
31. Site Plan Copies to Supervisor and Planning Commissioner. The Applicant shall deliver copies of public improvement plans, site plans, landscape plans and tree preservation plans to the Providence District Supervisor and Planning Commissioner upon submission of such plans to DPWES.
32. No-Smoking Policy Impacts. The Applicant agrees to cooperate with the Providence District Supervisor to respond to and reasonably address complaints of surrounding property owners relating to the Applicant's "no smoking" policy at Inova Fairfax Hospital.

33. Compliance with Federal, State, and Other Local Laws/Severability. If it is found by a court of competent jurisdiction, that any portion of these Proffers violates any Federal, State or other local law, then the offending portion of these Proffers shall be deemed null and void and no longer in effect. All remaining conditions of these proffers shall remain in full force and effect.
34. Severability. Pursuant to Sect. 18-204 of the Zoning Ordinance, any portion of the Application Property may be the subject of a future Proffered Condition Amendment (“PCA”), Special Exception (“SE”), or Special Permit (“SP”) application without joinder and/or consent of the owners of the other portions of the Application Property.
35. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant, the owners and their successors and assigns.
36. 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 one and the same instrument.

[SIGNATURES BEGIN ON THE NEXT PAGE]

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APPLICANT/LESSEE (TITLE OWNER FOR ZONING PURPOSES BY VIRTUE OF A  
GROUND LEASE IN EXCESS OF 30 YEARS) OF TAX MAP 59-2 ((1)) 1A pt., 1B pt., 1C pt.,  
1D and 1E; TITLE OWNER OF TAX MAP 49-3 ((1)) 136C

**INOVA HEALTH CARE SERVICES**

**By: Inova Health System Foundation, its Sole Member**

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**By: Richard C. Magenheimer**  
**Its: Chief Financial Officer**

[SIGNATURES CONTINUE]

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TITLE OWNER OF TAX MAP 59-2 ((1)) 1A pt., 1B, 1C, 1D and 1E

**FAIRFAX COUNTY BOARD OF SUPERVISORS**

**By:** \_\_\_\_\_

**Name:** \_\_\_\_\_

**Its:** \_\_\_\_\_

[SIGNATURES CONTINUE]

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TITLE OWNER FOR ZONING PURPOSES BY VIRTUE OF A GROUND LEASE IN  
EXCESS OF 30 YEARS OF TAX MAP 49-3 (91)) 136C1.

**RONALD MCDONALD HOUSE CHARITIES OF GREATER WASHINGTON INC.**

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**By: Lisa A. Smith**  
**Its: Executive Director**

[SIGNATURES END]

## ATTACHMENT 2

### PROPOSED DEVELOPMENT CONDITIONS

#### SEA 80-P-078-15

~~May 13, 2009~~ June 17, 2009

If it is the intent of the Board of Supervisors to approve SEA 80-P-078-15 on Tax Maps 49-3 ((1) 136C, and 136C1, and 59-2 ((1)) 1A pt., 1B, 1C, 1D, 1E previously approved for a Medical Care Facility and related uses to permit an increase in building height from 90 feet up to a maximum of 165 feet, an increase in total number of beds in the medical care facility, an increase in land area and other building additions and site modifications pursuant to Sect. 9-607 and 4-304 of the Fairfax County Zoning Ordinance, the staff recommends that the Board condition the approval by requiring conformance with the following development conditions, which supersede all previously approved conditions as they pertain to this site.

1. This Special Exception Amendment is granted for and runs with the land indicated in this application and 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 special exception amendment plat approved with the application, as qualified by these development conditions.
3. This Special Exception Amendment is subject to the provisions of Article 17, Site Plans. Any plan submitted pursuant to the special exception shall be in substantial conformance with the approved Special Exception Amendment (SEA) Plat entitled "INOVA Fairfax Hospital Campus Generalized Development Plan/ Special Exception Amendment Plat RZ 2008-PR-009/ SEA 80-P-078-15", prepared by Dewberry and Davis LLC dated February 12, 2008, as revised through ~~April 20, 2009~~ June 10, 2009. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.
4. The height of the Women's Hospital & Patient Tower (WHPT) building shall not exceed a maximum height of 165 feet as shown on the GDP/ SEA Plat.
5. A nonresidential use permit shall not be issued for the WHPT building unless parking and loading is provided in accordance with Article 11 of the Zoning Ordinance as determined by DPWES, including any reductions or modifications that may be approved.

6. The final number of licensed beds on the subject property shall be as approved and determined by the Virginia State Health Commissioner through the Virginia Certificate of Public Need (COPN) program of the Virginia Department of Health and shall not exceed a maximum of 1,026 licensed beds as shown on the GDP/SEA Plat.

The above proposed conditions are staff recommendations and do not reflect the position of the Board of Supervisors unless and until adopted by that Board.

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 himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this special exception shall automatically expire, without notice, thirty (~~30~~36) months after the date of approval unless, at a minimum, the use has been established or construction has commenced and been diligently prosecuted for one of the buildings in the proposed development options. 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.



# County of Fairfax, Virginia

## MEMORANDUM

DATE: June 8, 2009

TO: Regina Coyle, Director  
Zoning Evaluation Division, DPZ

FROM: Angela Kadar Rodeheaver, Chief  
Site Analysis Section, DOT

FILE: 3-4 (RZ 2008-PR-009)  
3-5 (SE 80-P-078)

SUBJECT: **ADDENDUM - RZ 2008-PR-009, SEA 80-P-078-15; Inova Fairfax Hospital**  
Land Identification Maps: 49-3 ((1)) 136C, 136C1  
59-2 ((1)) 1A, 1B, 1C, 1D, 1E

This department has reviewed the subject rezoning request including the revised generalized development plan (GDP) and draft proffers each dated June 5, 2009. With these submittals the applicant has adequately addressed the outstanding issues identified in the previous report dated March 5, 2009.

### TDM/Bicycle

The Comprehensive Plan recommends an overall reduction of 15% of Single Occupant Vehicle (SOV) trips within the Merrifield Suburban Center Area. Intrinsically, it is expected that smaller developments or ones that cannot easily implement a TDM program will have difficulty achieving a 15% reduction. Larger developments and developments where land holdings are controlled by a single entity are more likely to achieve higher than a 15% reduction even if the development is relatively far away from a Metro station.

The applicant has proffered a TDM program that will set a baseline daily Non-SOV mode split of 20% for employees of the hospital campus upon buildout of the current proposal. In addition, the applicant has committed to achieve a minimum of 18% Non-SOV trips to the campus when the initial phase expansion of the heart institute is complete. These commitments exceed the Plan recommendation for the Merrifield area.

Commitments to remedy potential failures have been made. A programmatic structure will be put in place that will apply with zoning approval to the current Non-SOV mode split of 15%. This program comprises strategies to influence added Non-SOV share including the option of infusions of financial subsidies to enhance the TDM program.

Further, an agreement to proffer monetary penalties is proposed by the applicant. Following considerable discussion, the applicant has agreed to establish a maximum cap of \$200,000 for penalties. They have also agreed to increase the amount of financial exposure for possible failures within various ranges of non-attainment. In a proffer unique to the Inova

application we have agreed to allow the applicant to use one-half of any outstanding penalty funds to enhance their TDM programs. As a single owner of a large, non-profit institution it is felt that the applicant has the ability to direct a re-investment of these funds to enhancement of the operation of the TDM program.

The applicant has adequately addressed all issues identified in the previous report regarding bicycle enhancements on the campus. These include placement of an appropriate number of employee and visitor bicycle parking racks within the entire campus, provision of 'Share the Road' signage for on-campus roadways, hosting a 'Bike to Work' day event, and potential purchase of bicycles for employee use as a possible TDM remedy. The applicant had already proffered to construct a bicycle trail connecting the Inova Fairfax Hospital campus and the Willow Oaks Corporate Center area providing a critical off-road link for bike travel for areas north and south of the hospital area.

As development of the Inova Fairfax Hospital continues in the future, a re-examination of the Non-SOV mode share will also continue. For example, construction of the proffered transit center and the resulting enhancements in service provided by the Fairfax Connector should result in increases in Non-SOV travel to the campus. It is in our interest to ensure that the applicant is incentivized to be pro-active in reducing trips beyond that proffered in the current zoning proposal. As one of the County's largest employers it is appropriate that Inova take a leadership role in reducing Non-SOV travel to their employment centers.

### Road Improvements

The applicant has committed to widen Gallows Road as necessary to provide a six lane cross-section from Willow Oaks Corporate Drive to the Woodburn Road intersection which will tie in to improvements at the I-495/ Gallows Road interchange to be constructed for the HOT lanes project by Fluor/Lane. This improvement addresses Comprehensive Plan recommendations for the corridor.

Two critical issues were identified in reviewing the applicant's proposal to widen Gallows Road. The first was a concern that the proposed project be feasible. It was necessary to determine with as much certainty as possible that the widening could be constructed without large acquisitions of right-of-way as the applicant proposed. Further, the Comprehensive Plan recommends an on-road bike lane for this corridor. Staff wished to ensure that the bike lane would be constructed with Inova's improvements.

Ensuring that both the widening and the bike lanes could be accommodated required extensive discussions and review with FCDOT internal staff and, particularly, the Virginia Department of Transportation (VDOT). It was our goal to vet as much design and engineering issues as possible during the zoning stage with a broader cross-section of VDOT personnel. A number of meetings with staff and applicant participation with representatives of VDOT Land Development, Traffic Engineering, Planning, Permits, and the HOT Lanes team took place during the review of the application. This dynamic process yielded detailed plans and proffer commitments to address contingencies associated with the improvements. It is hoped that these early discussions will smooth later approval processes as the applicant submits detailed engineering drawings of the improvements.

Subsequent to our previous report, the applicant proposed an option for a two phase development plan for the site. This two-phase plan still requires the improvements to Gallows Road to be completed when the second phase (the Women's Hospital Patient Tower, or WHPT) comes on line. However, the applicant has committed to submit detailed engineering plans for the road improvements to both Gallows Road and Woodburn Road during the first phase construction to advance the review of the project.

In addition to the widening of Gallows Road, the applicant has committed to widen Woodburn Road on the hospital frontage including construction of left turn treatments for existing entrances on Woodburn Road. They have also proposed to reconfigure the approach exit lanes from I-495 South to Gallows Road to provide an exclusive through lane and 2 left turn lanes. They are also adding dual turning movements to the Gallows Road/Woodburn Road intersection. They have also proffered to construct or modify signals at various intersections on Gallows Road and Woodburn Road.

### Transit

Staff has identified the Inova campus as a transit transfer point for Fairfax Connector service in the Gallows Road corridor. Inova has been cooperative in efforts to relocate existing transit facilities as well as expanding to allow the construction of 3 bus bays, two shelters, and associated facilities to serve the transfer point. The applicant has committed to this construction. The applicant has also revised their internal roadway plans to accommodate the turning movements of buses.

We have also asked Inova to enter into a formal agreement to allow buses on the campus and Inova has agreed to this. Further, Inova has committed to continue to allow buses on the site under the current parameters until the agreement is complete.

Discussions with the applicant regarding extension of Fairfax Connector service through the campus on the planned connector road to the Willow Oaks site have taken place. The applicant expressed security concerns regarding use of this connection. Staff has examined the feasibility of this route and, as designed, the roadway and turn radii are unsuited for buses. The applicant has committed to service between the Inova campus and Willow Oaks via a proprietary shuttle. This commitment resolves this issue.

AKR/MAD