



APPLICATION ACCEPTED: March 4, 2009  
PLANNING COMMISSION: September 10, 2009  
BOARD OF SUPERVISORS: September 14, 2009 @ 4:00 PM

# County of Fairfax, Virginia

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August 26, 2009

**CRA**

## STAFF REPORT

**APPLICATIONS RZ 2009-PR-006  
Concurrent w/ PCA 2004-PR-003-02  
and PCA 2009-PR-007**

### PROVIDENCE DISTRICT

**APPLICANT:** Arlington Boulevard Consolidation, LLC

**PRESENT ZONING:** R-1 and C-3

**REQUESTED ZONING:** C-3

**PARCEL(S):**

RZ 2009-PR-006:	49-3 ((9)) 6 & 6A
PCA 2004-PR-003-02:	49-3 ((9)) 7A pt. & 11A pt. and 49-3((1)) 135
PCA 2009-PR-007:	49-3 ((1)) 104B

**ACREAGE:**

RZ 2009-PR-006:	33,976 sq. ft. (0.78 acres)
PCA 2004-PR-003-02:	2.02 ac
PCA 2009-PR-007:	43,124 sq. ft (0.99 acres)

**FAR:**

RZ 2009-PR-006:	0.59
PCA 2004-PR-003-02:	1.40
PCA 2009-PR-007:	1.0

**OPEN SPACE:** 32% (Overall Development)

**PLAN MAP:** Office

**RZ PROPOSAL:** The applicant seeks to rezone Tax Map Parcels 49-3 ((9)) 6 & 6A totaling 33,976 square feet (0.78 acres) from R-1 to C-3 District to permit the construction of a 20,000 square foot, 2-story (35 feet tall) office building at a 0.59 FAR.

**PCA PROPOSALS:** The applicant seeks to amend PCA 2004-PR-003 previously

William O'Donnell

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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/)



approved for commercial development at a 1.50 FAR (0.64 FAR for the overall Arlington Boulevard Consolidation) to allow modifications to the approved proffers and General Development Plan (GDP) to permit an access drive for Tax Map Parcels 49-3 ((9)) 6 & 6A; a secondary access point to the approved parking structure located on Tax Map Parcel 49-3 ((1)) 104B & 135; and other site modifications. In addition, the applicant seeks to establish proffers for Parcel 104B to incorporate portions of the previously approved Office Building A and parking structure located on Parcel 104B in the overall Arlington Boulevard Consolidation and also to vacate the existing covenant on the parcel.

## **STAFF RECOMMENDATIONS:**

Staff recommends approval of RZ 2009-PR-006 subject to proffers consistent with those found in Appendix 1 of this report.

Staff recommends approval of PCA 2004-PR-003-02 subject to proffers consistent with those found in Appendix 2 of this report.

Staff recommends approval of PCA 2009-PR-007 subject to proffers consistent with those found in Appendix 2 of this report.

Staff recommends approval of a modification of the loading space requirement for office uses to permit a maximum of four loading spaces shown on the GDP.

Staff recommends approval of a waiver of the Interior Parking Lot Landscaping requirement for the upper level of the parking structure located on Tax Maps 49-3 ((1)) 104B & 135 in favor of the proposed solar panels shown on the GDP.

Staff recommends approval of a waiver of the service drive requirement along Route 50 in favor of the applicant providing inter-parcel access to the adjacent property to the west.

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.

*O:\wodonn\ZED\Rezoning\RZ 2009-PR-006 ABC Consolidation\RZ 2009-PR-006 ABC Consolidation Staff Report Cover.doc*



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

# Rezoning Application

**RZ 2009-PR-006**

Applicant: ARLINGTON BOULEVARD CONSOLIDATION LLC  
Accepted: 03/04/2009  
Proposed: COMMERCIAL  
Area: 33,976 SF OF LAND; DISTRICT - PROVIDENCE

Zoning Dist Sect:  
Located: NORTH SIDE OF PENNELL STREET  
APPROXIMATELY 500 FEET WEST OF  
INTERSECTION WITH WILLIAMS DRIVE

Zoning: FROM R- 1 TO C- 3  
Overlay Dist: CRA  
Map Ref Num: 049-3- /09/ /0006 /09/ /0006A

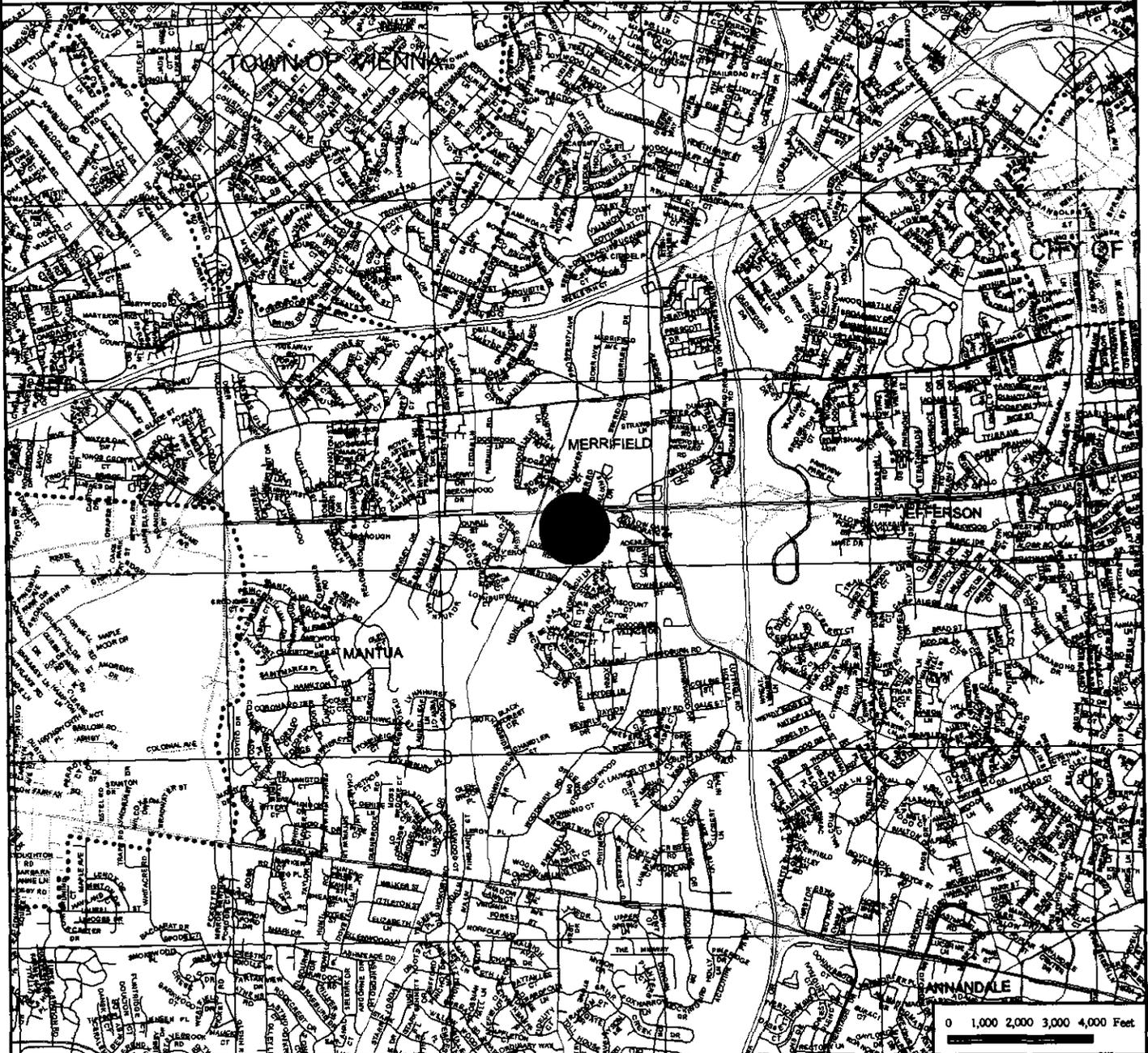
# Proffered Condition Amendment

**PCA 2009-PR-007**

Applicant: ARLINGTON BOULEVARD CONSOLIDATION LLC  
Accepted: 03/04/2009  
Proposed: TO ESTABLISH PROFFERS ON EXISTING C-3  
ZONED PROPERTY  
Area: 43,124 SF OF LAND; DISTRICT - PROVIDENCE

Zoning Dist Sect:  
Located: S. SIDE OF ARLINGTON BLVD. APPROX 450  
FT. W. OF INTERSECTION WITH WILLIAMS DRIVE

Zoning: C- 3  
Overlay Dist: CRA  
Map Ref Num: 049-3- /01/ /0104B



# Rezoning Application

## RZ 2009-PR-006

Applicant: ARLINGTON BOULEVARD CONSOLIDATION LLC  
Accepted: 03/04/2009  
Proposed: COMMERCIAL  
Area: 33,976 SF OF LAND; DISTRICT - PROVIDENCE

Zoning Dist Sect:  
Located: NORTH SIDE OF PENNELL STREET  
APPROXIMATELY 500 FEET WEST OF  
INTERSECTION WITH WILLIAMS DRIVE

Zoning: FROM R- 1 TO C- 3  
Overlay Dist: CRA  
Map Ref Num: 049-3- /09/ /0006 /09/ /0006A

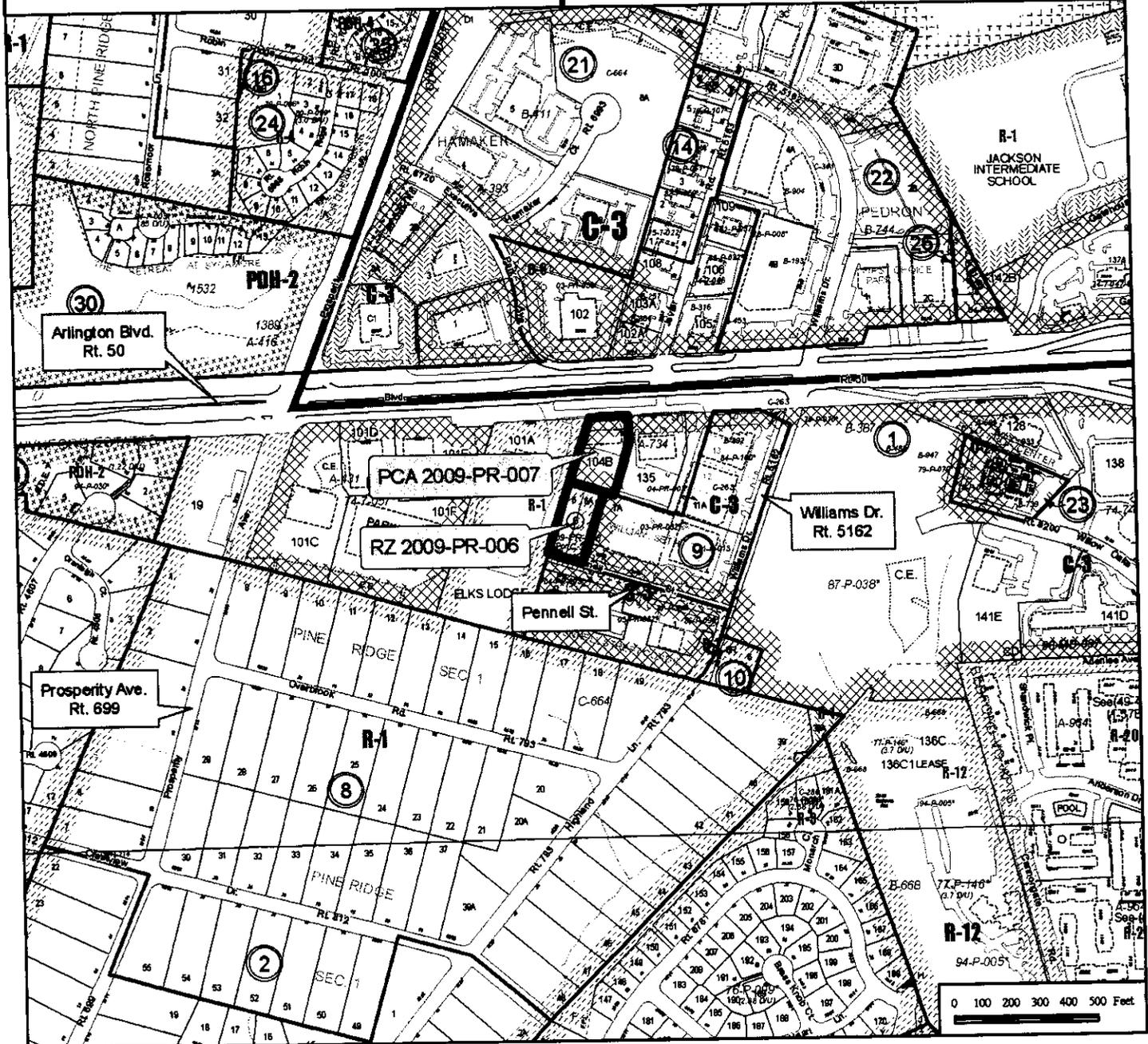
# Proffered Condition Amendment

## PCA 2009-PR-007

Applicant: ARLINGTON BOULEVARD CONSOLIDATION LLC  
Accepted: 03/04/2009  
Proposed: TO ESTABLISH PROFFERS ON EXISTING C-3  
ZONED PROPERTY  
Area: 43,124 SF OF LAND; DISTRICT - PROVIDENCE

Zoning Dist Sect:  
Located: S. SIDE OF ARLINGTON BLVD. APPROX 450  
FT. W. OF INTERSECTION WITH WILLIAMS DRIVE

Zoning: C- 3  
Overlay Dist: CRA  
Map Ref Num: 049-3- /01/ /0104B

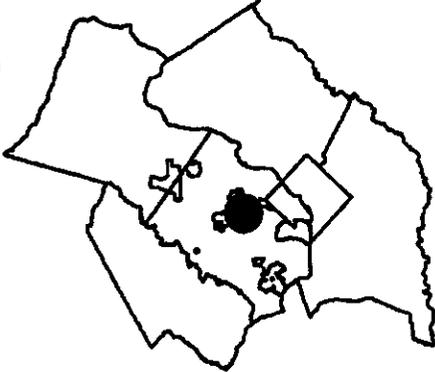


# Proffered Condition Amendment

PCA 2004-PR-003-02

Applicant:  
Accepted:  
Proposed:

ARLINGTON BOULEVARD CONSOLIDATION LLC  
03/04/2009  
AMEND RZ 2004-PR-003 PREVIOUSLY  
APPROVED FOR COMMERCIAL DEVELOPMENT  
TO PERMIT SITE MODICATIONS

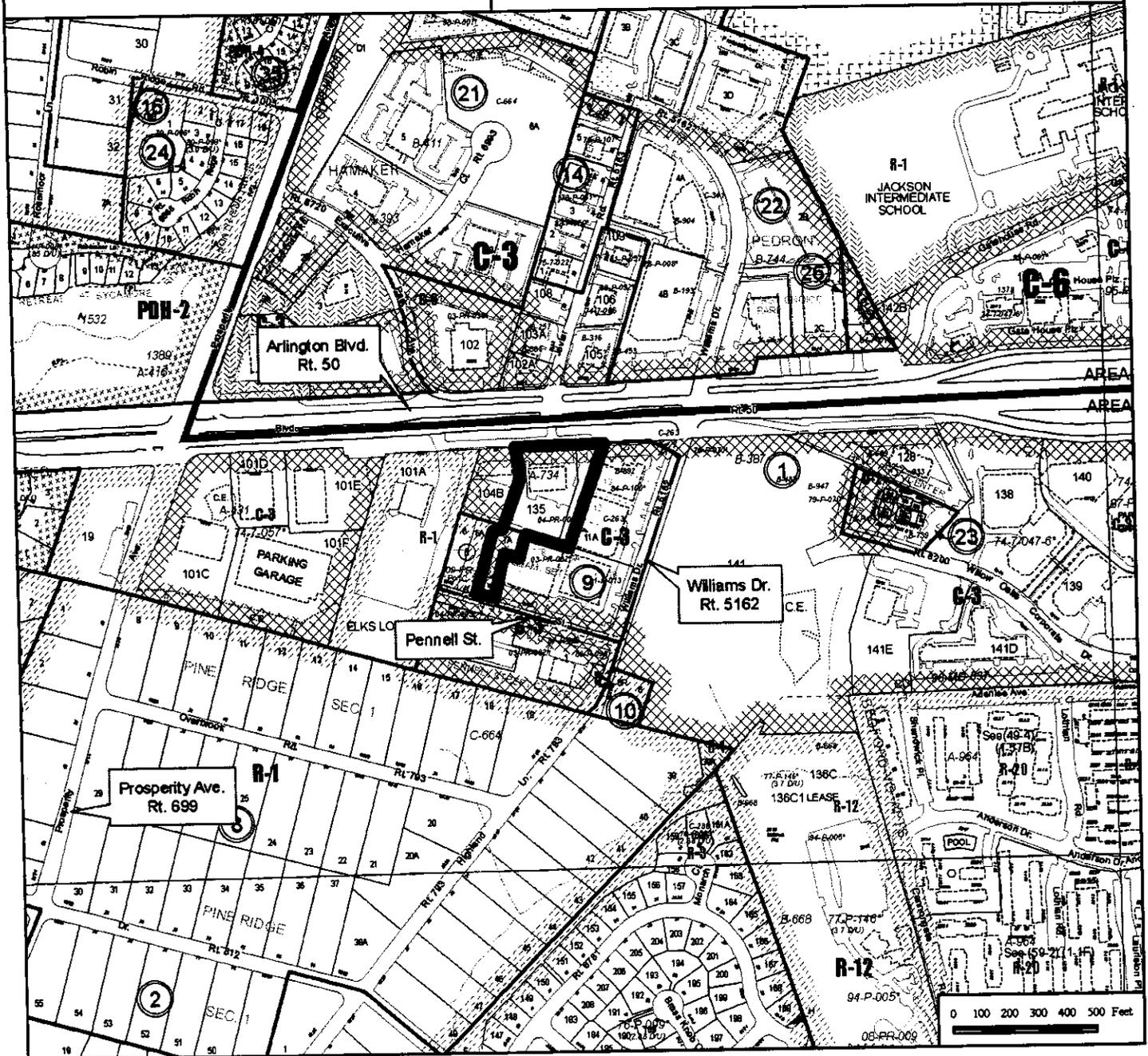


Area:  
Zoning Dist Sect:  
Located:

2.02 AC OF LAND; DISTRICT - PROVIDENCE  
SOUTH SIDE OF ARLINGTON BOULEVARD  
APPROXIMATELY 225 FEET WEST OF ITS  
INTERSECTION WITH WILLIAMS DRIVE AND  
NORTH OF PENNELL STREET

Zoning:  
Overlay Dist:  
Map Ref Num:

C-3  
CRA  
049-3- /01/ /0135 /09/ /0007A pt.  
/09/ /0011A pt.



# Arlington Boulevard Consolidation Lots 6 & 6A

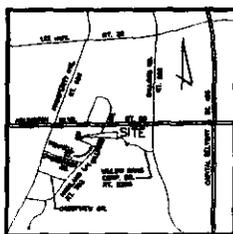
Providence District

Fairfax County, Virginia

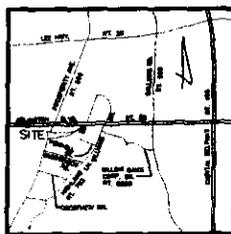
Generalized Development Plan - Lots 6 & 6A / RZ 2009-PR-006

Generalized Development Plan Amendment - Lot 104B / PCA 2009-PR-007

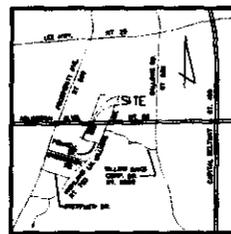
Partial Generalized Development Plan Amendment -  
Lots 7A (Pt.), 11A (Pt.) and 135 / PCA 2004-PR-003-02



VICINITY MAP - Lots 6 & 6A  
SCALE: 1" = 200'



VICINITY MAP - Lot 104B  
SCALE: 1" = 200'



VICINITY MAP - Lots 7A (Pt.), 11A (Pt.) & 135  
SCALE: 1" = 200'

Applicant:

Arlington Boulevard Consolidation LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

Sheet index

- 1. COVER SHEET
- 2. GDP / GDPA - OVERALL PLAN
- 3. GDP / GDPA - ENLARGEMENT PLAN AND OPTIONAL PLANS
- 4. NOTES AND TABULATIONS
- 5. CROSS SECTIONS
- 6. CROSS SECTIONS AND SITE DETAILS
- 7. ELEVATIONS AND PERSPECTIVES
- 8. LANDSCAPE DETAIL
- 9. ADEQUATE OUTFALL ANALYSIS
- 10. STORMWATER MANAGEMENT

Arlington Boulevard Consolidation  
Lots 6 & 6A  
Generalized Development Plan /  
Generalized Development Plan Amendments

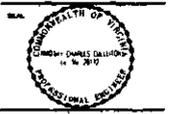
Revised August 19, 2009  
Revised July 20, 2009  
Revised May 5, 2009  
Revised September 4, 2008  
August 5, 2008





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 www.dewberry.com

**ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GENERALIZED DEVELOPMENT  
 PLAN / PARTIAL GENERALIZED  
 DEVELOPMENT PLAN AMENDMENTS**  
 PREPARED BY:  
 DEWBERRY & DAVIS LLC  
 1000 NORTH 1ST STREET  
 SUITE 200  
 ARLINGTON, VA 22201  
 PHONE: 703.243.8800  
 FAX: 703.243.8801  
 WWW.DEWBERRY.COM



10/1 PLAN

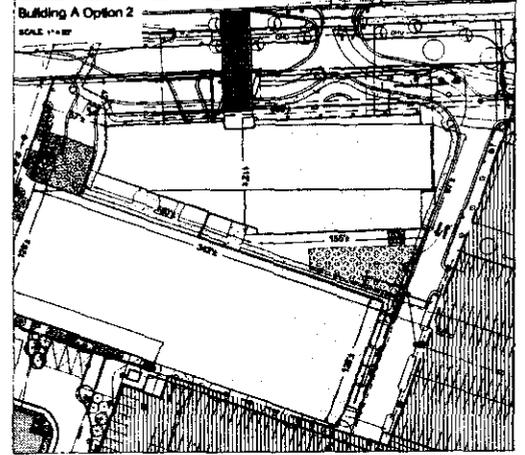
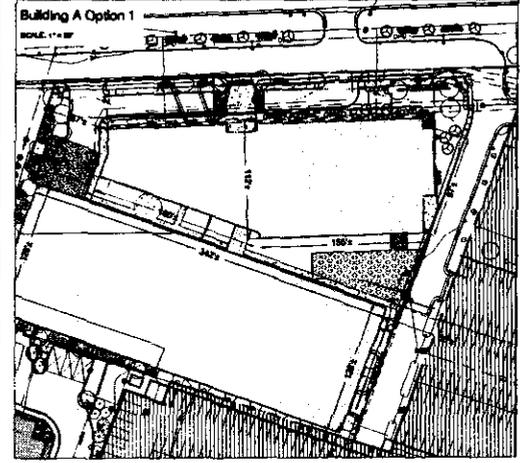


NO.	DATE	BY	DESCRIPTION
1	06/14/19	APM	ISSUE FOR PERMIT
2	07/25/19	APM	ISSUE FOR PERMIT
3	08/05/19	APM	ISSUE FOR PERMIT
4	09/04/19	APM	ISSUE FOR PERMIT

DESIGNED BY: APM  
 APPROVED BY: [Signature]  
 CHECKED BY: [Signature]  
 DATE: August 5, 2019

TITLE  
**ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GDP / GDPA  
 ENLARGEMENT PLAN  
 AND OPTIONAL PLANS**

PROJECT NO.



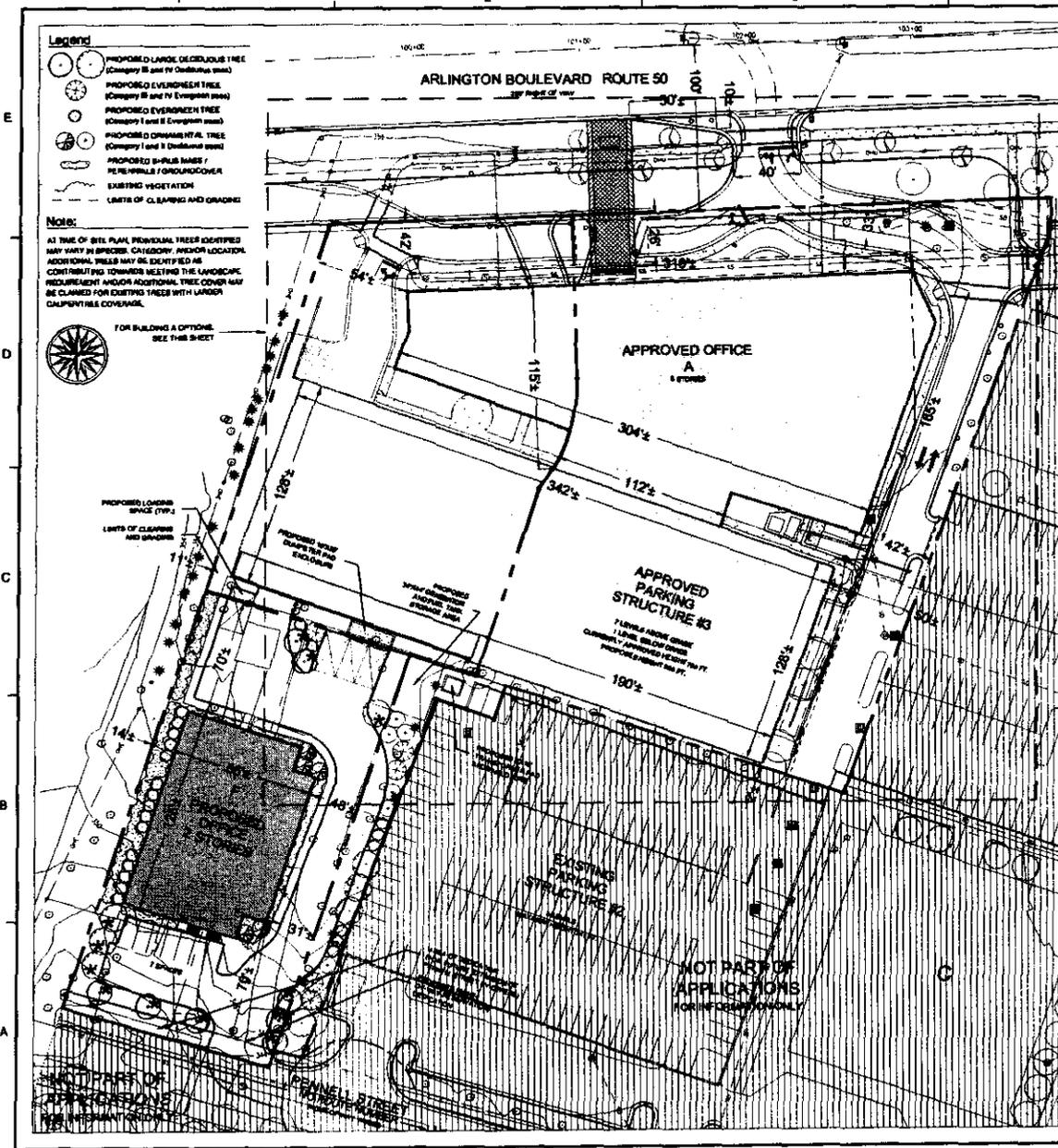
**Parking Lot Landscaping Tabulation  
 Lots 6 & 6A**

PARKING LOT AREA: 12,889 SF  
 PARKING LOT LANDSCAPING REQUIRED (8%): 1,030 SF  
 PARKING LOT LANDSCAPING PROPOSED (8.2%): 1,052 SF  
 12 PROPOSED TREES @ AVG. 175 SF EA = 2,100 SF  
 \* TREES COUNTED TOWARD PARKING LOT LANDSCAPING REQUIREMENT

**Tree Canopy Tabulation - Lots 6 & 6A**

SITE AREA: 33,874 SF  
 TREE CANOPY REQUIRED (11%): 3,726 SF  
 AREA OF EXISTING TREES TO REMAIN: 2,917 SF  
 AREA OF PROPOSED LANDSCAPING: 3,085 SF  
 15 TREES @ AVG. 175 SF EA = 2,625 SF  
 3 TREES @ AVG. 100 SF EA = 300 SF  
 3 TREES @ AVG. 150 SF EA = 450 SF  
 11 TREES @ AVG. 30 SF EA = 330 SF  
 TOTAL TREE COVER PROPOSED (11.2%): 3,705 SF

**Note:**  
 THE PARKING LOT LANDSCAPING AND TREE CANOPY TABULATIONS ARE PRELIMINARY. THE TABULATIONS ARE INTENDED TO REFLECT THE APPROXIMATE LANDSCAPING AND CANOPY REQUIREMENTS FOR THE PROPOSED DEVELOPMENT PROGRAM. FINAL CALCULATIONS WILL BE PROVIDED WITH THE SUBMITTAL OF SUBMITTAL DOCUMENTS AT THE TIME OF THE PLAN REVISIONS. AT THE TIME OF SITE PLAN REVISIONS, TREES IDENTIFIED AS HAVING LANDSCAPING REQUIREMENTS, TREES MAY BE IDENTIFIED AS CONTRIBUTING TOWARD MEETING THE LANDSCAPING REQUIREMENT AND/OR ADDITIONAL TREE CANOPY MAY BE CLAIMED FOR EXISTING TREES WITH LARGER CALIPER TREE COVERAGE.



- Legend**
- PROPOSED LARGE DECIDUOUS TREE (Category III and IV (Outstanding trees))
  - PROPOSED EVESGREEN TREE (Category III and IV (Evergreen trees))
  - PROPOSED EVESGREEN TREE (Category I and II (Deciduous trees))
  - PROPOSED ORNAMENTAL TREE (Category I and II (Deciduous trees))
  - PROPOSED 9+ INCH DBH / PERENNIALS / FOLIAGE COVER
  - EXISTING VEGETATION
  - LIMITS OF CLEARING AND GRADING

**Note:**  
 AT THE TIME OF SITE PLAN, INDIVIDUAL TREES IDENTIFIED MAY VARY IN SPECIES, CATEGORY, AND/OR LOCATION. ADDITIONAL TREES MAY BE IDENTIFIED AS CONTRIBUTING TOWARD MEETING THE LANDSCAPING REQUIREMENT AND/OR ADDITIONAL TREE COVER MAY BE CLAIMED FOR EXISTING TREES WITH LARGER CALIPER TREE COVERAGE.

FOR BUILDING A OPTION, SEE THIS SHEET



PROPOSED LOADING SPACE (TYP.)  
 LIMITS OF CLEARING AND GRADING

PROPOSED WIND BREAKER AND ENCLOSURE  
 PROPOSED WIND BREAKER AND ENCLOSURE

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 PROPOSED WIND BREAKER AND ENCLOSURE

**NOT PART OF APPLICATIONS**  
 (FOR INFORMATION ONLY)



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 www.dewberry.com

ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GENERALIZED DEVELOPMENT  
 PLAN / PARTIAL GENERALIZED  
 DEVELOPMENT PLAN AMENDMENTS  
 PRECINCT DISTRICT  
 FIRM IN COUNTY, VIRGINIA



SCALE  
**AS NOTED**

NO.	DATE	BY	DESCRIPTION
1	08/15/09	ADW	
2	07/20/09	ADW	
3	08/02/09	ADW	NEW SHEET

DESIGNED BY: ADW  
 APPROVED BY: ADW  
 CHECKED BY: ADW  
 DATE: August 2, 2008

PROJECT NO.  
**ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GDP / GDPA  
 CROSS SECTIONS**

PROJECT NO.

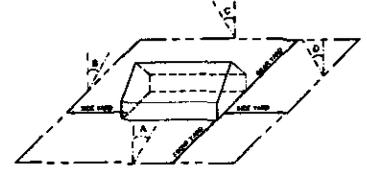
**5**

**NOTE:**

THE ILLUSTRATION AND SECTIONS PRESENTED ON THIS SHEET ARE PRELIMINARY AND ARE SHOWN TO ILLUSTRATE THE GENERAL LAYOUT AND CHARACTER OF THE PROPOSED FEATURES AND DEVELOPMENT. THEY ARE SUBJECT TO MINOR MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

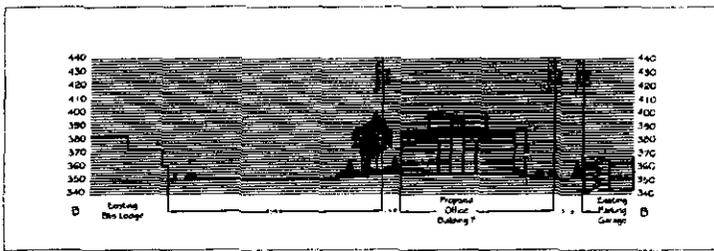


ILLUSTRATION OF POSSIBLE SOLAR SHADE PANEL

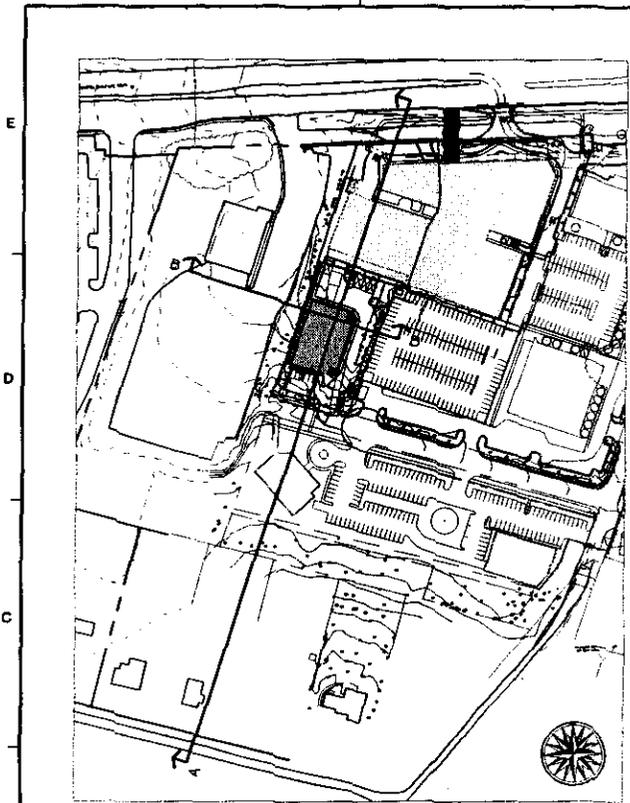


FRONT YARD:  $\leq 1$  A  $\geq 20'$  WITH A BUILDING HEIGHT OF  $\geq 20'$ . THE FRONT YARD  $\geq 10'$  BUT NOT LESS THAN  $20'$   
 SIDE YARD:  $\leq 1$  B NO REQUIREMENT  
 REAR YARD:  $\leq 1$  C  $\geq 20'$  WITH A BUILDING HEIGHT OF  $\geq 20'$ . THE REAR YARD  $\geq 10'$  BUT NOT LESS THAN  $20'$

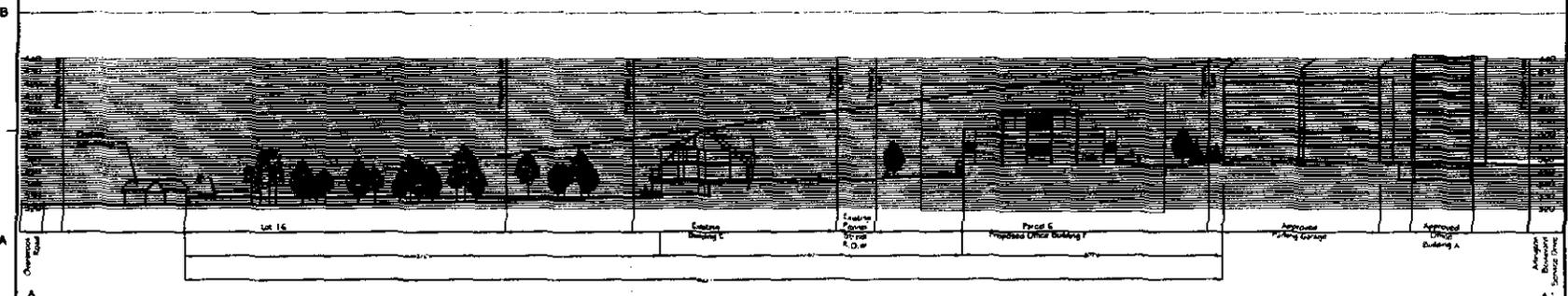
**ANGLE OF BULK PLANE**  
 MINIMUM REQUIRED YARD FOR BUILDING WITH  $20'$  HEIGHT IN THE CD DISTRICT



SECTION B-B  
 Scale: 1" = 40'



SECTION KEY  
 Scale: 1" = 100'



SECTION A-A  
 Scale: 1" = 40'

Labels in Section A-A: Lot 16, Existing Building C, Existing Tower Office 6, 0, 0, Parcel C Proposed Office Building F, Proposed Parking Garage, Proposed Office Building A, Arlington Boulevard, Boulevard Office Building A.

ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GENERALIZED DEVELOPMENT  
 PLAN / PARTIAL GENERALIZED  
 DEVELOPMENT PLAN AMENDMENTS  
 PROJECT NO. 08-00000000  
 FAYAT COUNTY, GEORGIA



SEE PLAN

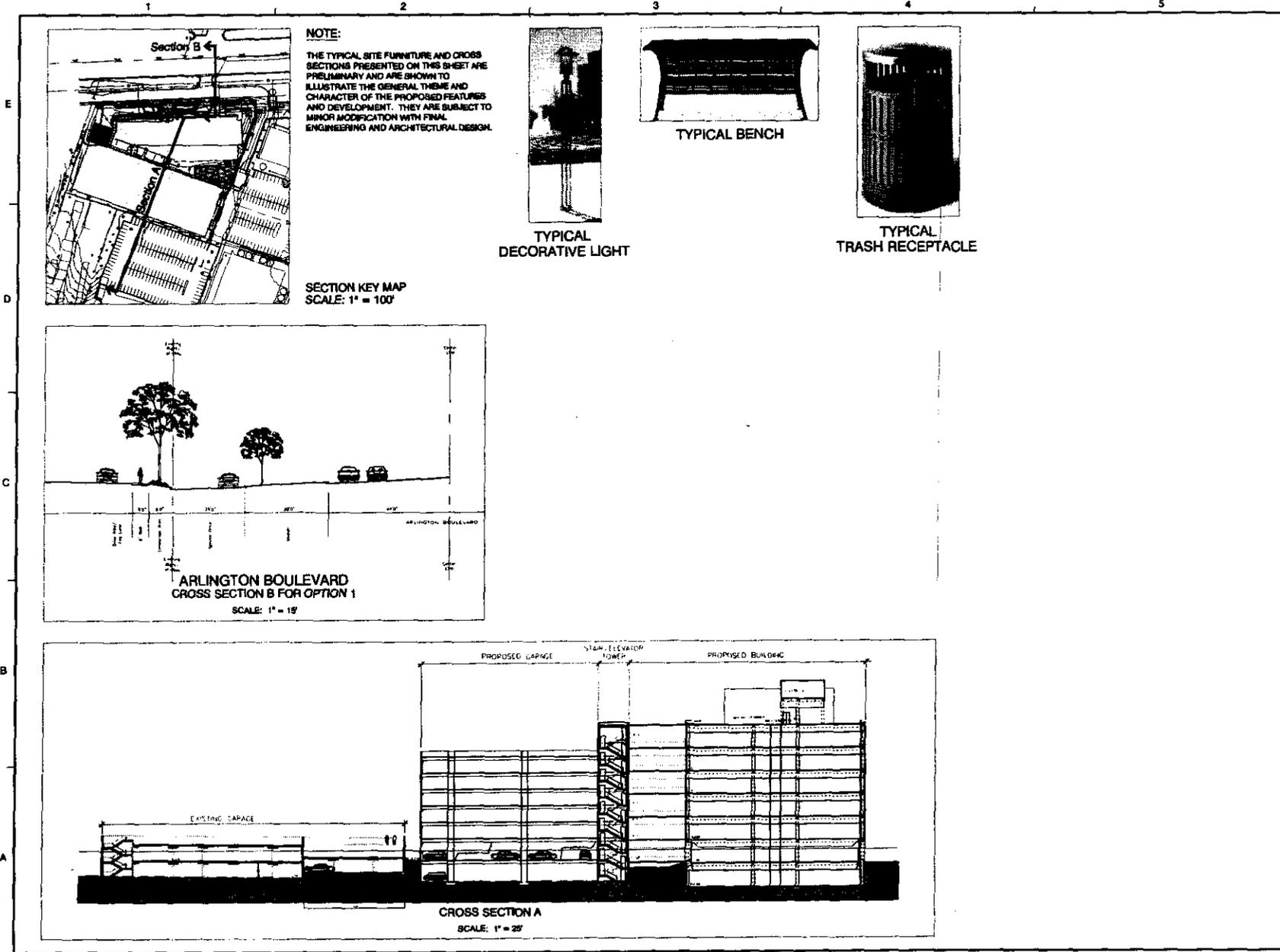
SCALE

AS NOTED

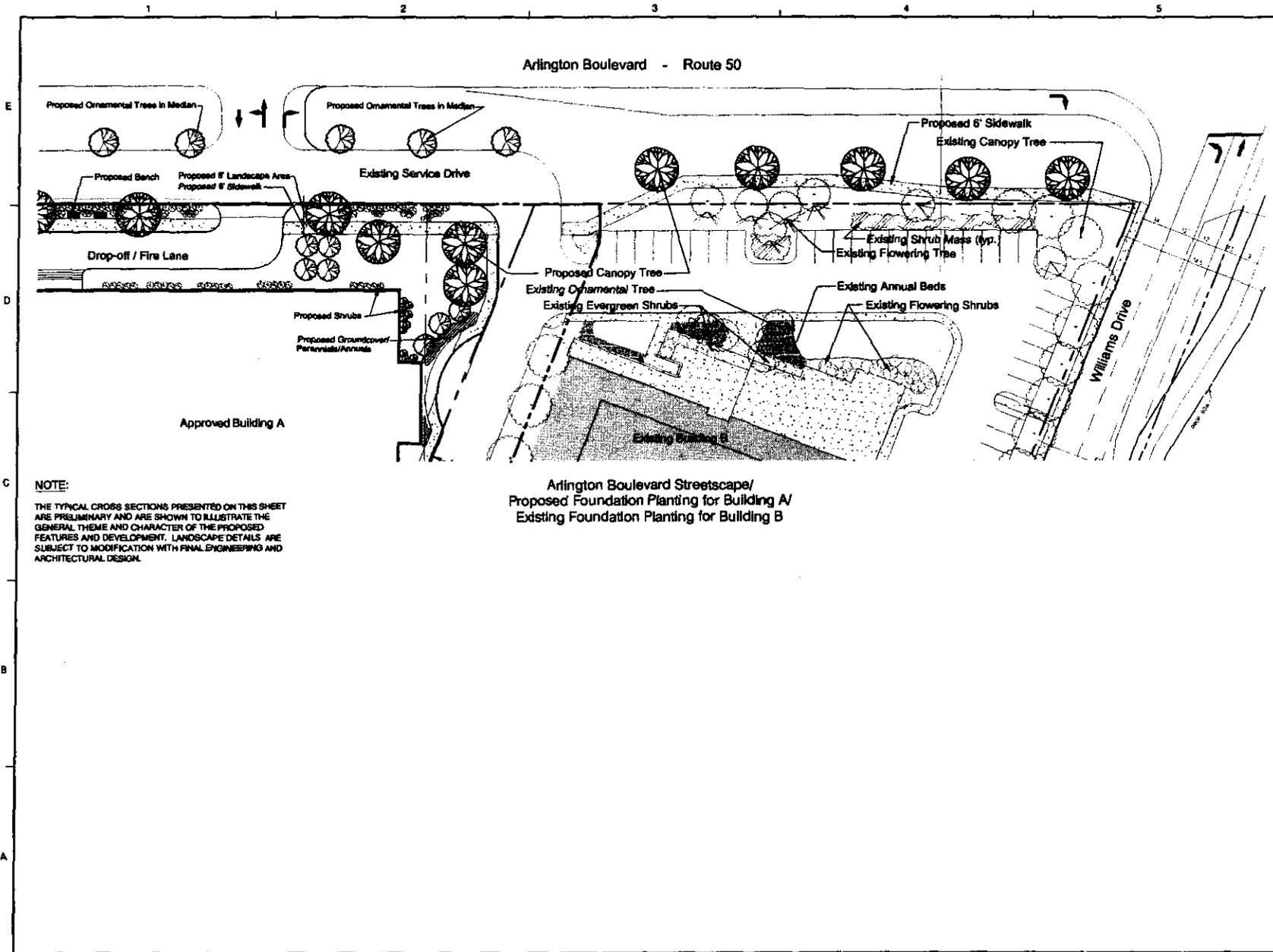
NO.	DATE	DESCRIPTION
1	08-19-08	APP
2	07-29-09	APP
3	05-05-08	APP
		New Sheet

DESIGNED BY: APP  
 APPROVED BY: [Signature]  
 CHECKED BY: PCJ  
 DATE: August 5, 2008

PROJECT NO. 08-00000000  
 ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GDP / GDPA  
 CROSS SECTIONS  
 AND SITE DETAILS







**Dewberry**

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ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GENERALIZED DEVELOPMENT  
 PLAN / PARTIAL GENERALIZED  
 DEVELOPMENT PLAN AMENDMENTS  
 PRINCEDALE DISTRICT  
 FAIRFAX COUNTY, VIRGINIA



DATE PLOTTED



NO.	DATE	BY	DESCRIPTION
1	02-19-09	APW	
2	07-20-09	APW	
3	08-03-09	APW	Issue Sheet

DRAWN BY: John  
 APPROVED BY: PC  
 CHECKED BY:  
 DATE: August 3, 2008

ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GDP / GDPA  
 LANDSCAPE  
 DETAIL

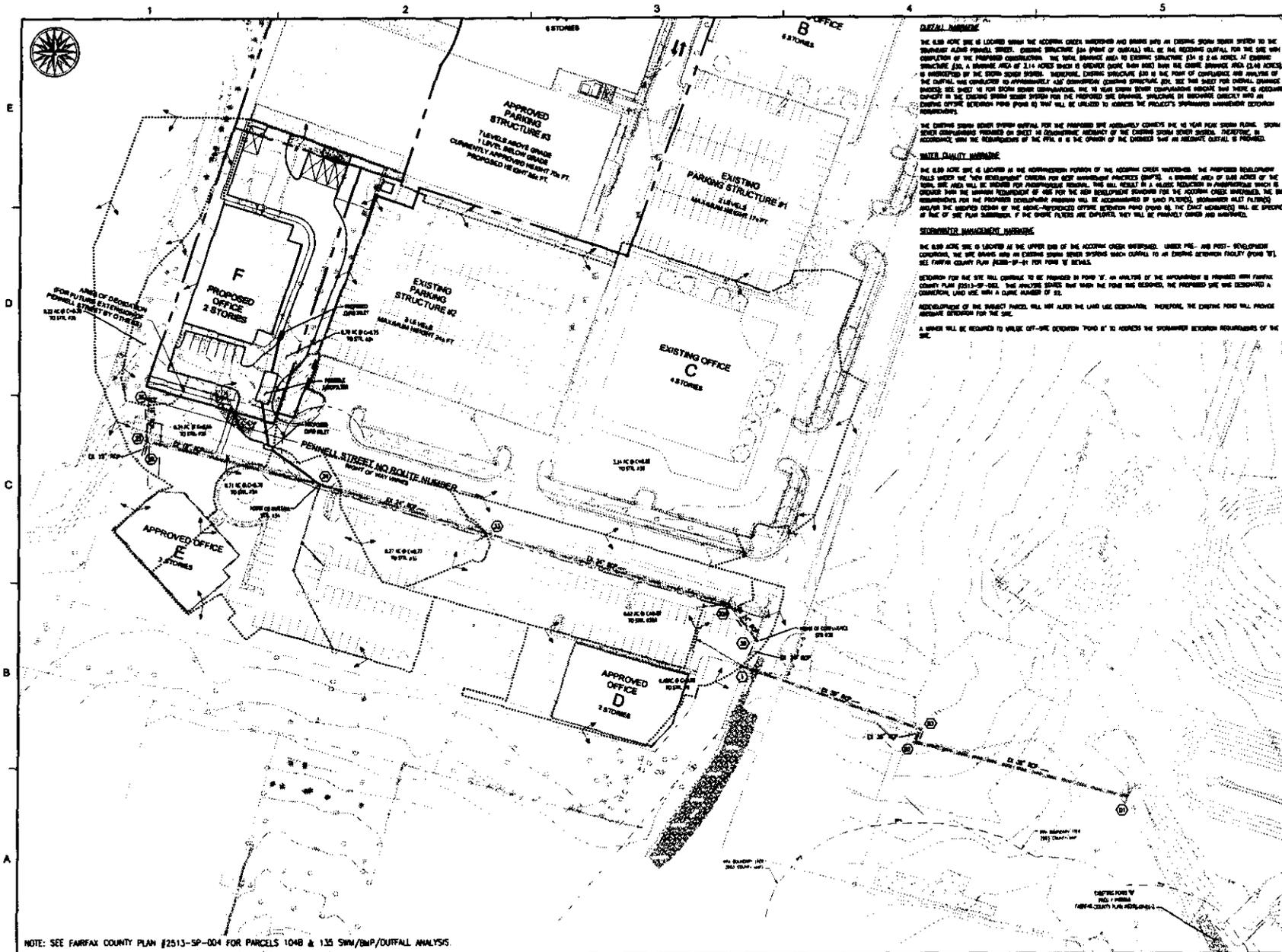
PROJECT NO.

8

SHEET NO. 8 of 10  
 M-10713

**NOTE:**  
 THE TYPICAL CROSS SECTIONS PRESENTED ON THIS SHEET  
 ARE PRELIMINARY AND ARE SHOWN TO ILLUSTRATE THE  
 GENERAL THEME AND CHARACTER OF THE PROPOSED  
 FEATURES AND DEVELOPMENT. LANDSCAPE DETAILS ARE  
 SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND  
 ARCHITECTURAL DESIGN.

Arlington Boulevard Streetscape/  
 Proposed Foundation Planting for Building A/  
 Existing Foundation Planting for Building B



NOTE: SEE FAIRFAX COUNTY PLAN #2513-SP-004 FOR PARCELS 104B & 135 SHM/IMP/OUTFALL ANALYSIS.

**DETAIL NUMBER 1**

THE 0.80 ACRE SITE IS LOCATED WITHIN THE ACCORDING CREEK WATERSHED AND DRAINAGE INTO AN EXISTING STORM SEWER SYSTEM TO THE WESTWARD ALONG PENWELL STREET. EXISTING STRUCTURE (A) (PART OF OFFICE) WILL BE THE RECEIVING OUTFALL FOR THE SITE WITH COMPLETION OF THE PROPOSED DEVELOPMENT. THE TOTAL DRAINAGE AREA TO EXISTING STRUCTURE (A) IS 2.40 ACRES. EXISTING STRUCTURE (A) A DRAINAGE AREA OF 2.14 ACRES WHICH IS GREATER THAN 2.00 ACRES WITH THE CREEK DRAINAGE AREA (0.26 ACRES) IS INTERFERED BY THE STORM SEWER SYSTEM. THEREFORE, EXISTING STRUCTURE (A) IS THE POINT OF COMPLIANCE AND ANALYSIS OF THE DRAINAGE HAS CONSIDERED TO APPROPRIATELY ADOPT CONTEMPORARY DRAINAGE STRUCTURE (B). SEE THIS SHEET FOR DRAINAGE CHANNELS. SEE SHEET 10 FOR STORM SEWER COMPUTATIONS. THE 10 YEAR STORM SEWER COMPUTATIONS HAVE BEEN 6.00 FEET DEPTH IN THE EXISTING STORM SEWER SYSTEM FOR THE PROPOSED SITE. DRAINAGE STRUCTURE (B) WILL BE LOCATED DIRECTLY WITHIN AN EXISTING OFFICE BETWEEN POND (D) AND WILL BE UTILIZED TO ADDRESS THE PROJECT'S STORMWATER MANAGEMENT REQUIREMENTS.

THE EXISTING STORM SEWER SYSTEM OUTFALL FOR THE PROPOSED SITE ACCORDINGLY CONVEYS THE 10 YEAR PEAK STORM PLUME. STORM SEWER COMPUTATIONS PROVIDED ON SHEET 10 DEMONSTRATE ADEQUACY OF THE EXISTING STORM SEWER SYSTEM. THEREFORE, IN ACCORDANCE WITH THE REQUIREMENTS OF THE FPC, IT IS THE OPINION OF THE DESIGNER THAT AN INLET, DETAIL IS PROVIDED.

**WATER QUALITY IMPROVEMENT**

THE 0.80 ACRE SITE IS LOCATED IN THE WATERSHED PORTION OF THE ACCORDING CREEK WATERSHED. THE PROPOSED DEVELOPMENT FIELDS WITHIN THE "HIGH PROTECTION" ZONING FOR BEST MANAGEMENT PRACTICES (BMPs). A BUFFERED AREA OF ONE FOOT OF THE TOTAL SITE AREA WILL BE REQUIRED FOR INTERPOLATED BUFFERING. THIS WILL RESULT IN A SLIGHT REDUCTION IN BUFFERING WHICH IS GREATER THAN THE BUFFER REQUIREMENT OF 100 FEET FOR THE BEST MANAGEMENT PRACTICES FOR THE ACCORDING CREEK WATERSHED. THE BMP REQUIREMENTS FOR THE PROPOSED DEVELOPMENT PROGRAM WILL BE ACCOMPANIED BY SAND FILTERS, STORMWATER WET FILTERS (SWWF) AND/OR THE WETTED SCUMS OF THE SAND-RETENTION OFFICE BETWEEN POND (D) AND THE EXISTING OFFICE (C) WILL BE SPECIFIED IN ONE OF THE PLAN SUBMITTALS. IF THE SAND FILTERS ARE EXISTING, THEY WILL BE PROBABLY CHECKED AND MAINTAINED.

**STORMWATER MANAGEMENT IMPROVEMENT**

THE 0.80 ACRE SITE IS LOCATED AT THE UPPER END OF THE ACCORDING CREEK WATERSHED. UNDER PRE- AND POST- DEVELOPMENT CONDITIONS, THE SITE DRAINAGE INTO AN EXISTING STORM SEWER SYSTEM WHICH DRAINS TO AN EXISTING DETENTION FACILITY (POND W), SEE FAIRFAX COUNTY PLAN #2513-SP-004 FOR FURTHER DETAILS.

SETBACKS FOR THE SITE WILL CONTINUE TO BE PROVIDED IN POND W. AN ANALYSIS OF THE IMPROVEMENTS IS PROVIDED WITH FURTHER SETBACKS FOR THE SITE WILL BE PROVIDED IN POND W. THE ANALYSIS STATES THAT WHEN THE POND IS BEYOND THE PROPOSED SITE AND BEYOND A CORNER, LAND USE WITH A LARGE NUMBER OF 25.

REDEVELOPMENT OF THE SUBJECT PARCEL WILL NOT ALTER THE LAND USE DESIGNATION. THEREFORE, THE EXISTING POND WILL PROVIDE ADEQUATE DETENTION FOR THE SITE.

A DRAIN WILL BE REQUIRED TO WETTED OFF-SITE DETENTION POND W TO ADDRESS THE STORMWATER DETENTION REQUIREMENTS OF THE SITE.



Dewberry & Davis LLC  
 1000 W. MARKET ST. SUITE 200  
 FAYETTEVILLE, VA 22030  
 TEL: 540-343-1000  
 FAX: 540-343-1001  
 WWW.DDBVA.COM

ARLINGTON BOULEVARD  
 CONSOLIDATION  
 GENERALIZED DEVELOPMENT  
 PLAN / PARTIAL GENERALIZED  
 DEVELOPMENT PLAN AMENDMENT  
 PROJECT NUMBER: 10000000000000000000  
 FAIRFAX COUNTY, VIRGINIA



SET PLAN



NO.	DATE	BY	DESCRIPTION
4	09-19-08	APV	
3	07-20-08	APV	
2	05-05-08	APV	
1	06-04-08	APV	

DESIGNED BY: APV  
 APPROVED BY: PCJ  
 CHECKED BY: August 5, 2008  
 DATE: \_\_\_\_\_  
 TITLE: ARLINGTON BOULEVARD CONSOLIDATION GDP / GDPA  
 SHM/IMP/OUTFALL ANALYSIS  
 PROJECT NO. \_\_\_\_\_



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

**DESCRIPTION OF THE APPLICATION**

The applicant, Arlington Boulevard Consolidation, LLC, has submitted three applications to add Tax Map Parcels 49-3 ((9)) 6 & 6A consisting of 0.78 acres and Tax Map Parcel 49-3 ((1)) 104B consisting of 0.99 acres, to the consolidated commercial development that was previously approved with RZ 2004-PR-003 at a 0.64 FAR on 10.74 acres. These applications include **RZ 2009-PR-006** filed on Tax Map Parcel 49-3 ((9)) 6 & 6A (Parcels 6 & 6A), **PCA 2004-PR-003-02** filed on Tax Map Parcels 49-3 ((9)) 7A pt. & 11A pt. (Parcels 7A & 11A) and Tax Map Parcel 49-3 ((1)) 135 (Parcel 135) and **PCA 2009-PR-007** filed on Tax Map Parcel 49-3 ((1)) 104B (Parcel 104B); all comprising approximately a 3.79 acre subject property and a total of 12.51 acres (the entire Arlington Boulevard Consolidation.) These applications are more specifically described below.

**RZ 2009-PR-006**

The applicant proposes to rezone 33,976 sq. ft. (0.78 acres) of land on Parcels 6 & 6A from the R-1 District to the C-3 District to implement a Comprehensive Plan Option for Sub-Unit L-3 of the Merrifield Suburban Center. This option permits the addition of a 20,000 square foot, 2-story (35 feet tall) office building (Building F) at a 0.59 Floor Area Ratio (FAR) on Parcel 6 & 6A into the overall Arlington Boulevard Consolidation program. In addition, the applicant proposes to provide specific proffers related to the proposed Building F (e.g. provision of green building techniques and transportation demand management strategies). Copies of the draft proffers, affidavit, and statement of justification are contained in Appendices 1, 3 and 6, respectively.

**PCA 2004-PR-003-02**

The applicant seeks to amend PCA 2004-PR-003 previously approved for commercial development at an overall 0.64 FAR to allow modifications to the approved proffers and General Development Plan (GDP) with no change in gross floor area (GFA) or the overall FAR. In particular, the applicant proposes the following:

- to provide an access drive for Parcels 6 & 6A, and a secondary access point to the approved parking structure located on Parcels 104B & 135;
- to increase the height of the parking structure on Parcels 104B & 135 from 70 feet to 85 feet to allow for the potential installation of solar panels on the upper level; and
- to remove a landscaped buffer that served Parcels 6 & 6A as a residential use, and other site modifications.

**PCA 2009-PR-007**

The applicant proposes to incorporate floor area (43,124 square feet at a 1.0 FAR) from a previously approved covenant on Parcel 104B into the overall Arlington Boulevard Consolidation development and to establish proffers associated with this floor area for the approved office building (Office Building A) and parking structure partially located on Parcel 104B. The proposal would increase the previously approved FAR from 0.64 FAR to a maximum of 0.67 FAR, which would be below the Comprehensive Plan Option of 0.68 FAR referenced in Sub-Unit L-3 of the Merrifield Suburban Center.

Copies of the draft proffers, affidavits, and statement of justification are contained in Appendices 2, 4, 5 and 6, respectively.

**Waivers and Modifications:**

Modification of the loading space requirement for office uses to permit a maximum of four loading spaces as shown on the GDP.

Waiver of the Interior Parking Lot Landscaping requirement for the upper level of the parking structure located on Tax Maps 49-3 ((1)) 104B & 135 in favor of the proposed solar panels shown on the GDP.

Waiver of the required service drive along Route 50, in favor of the travel lane depicted on the GDP.

**LOCATION AND CHARACTER**

**Site Description:**

The application property is bounded by Arlington Boulevard (Route 50) to the north, the Pine Ridge residential community to the south, office development and an Elks Lodge to the west, and vacant land and an existing office development to the east. The site includes six parcels; an existing single family detached dwelling unit is located on Parcel 6 & 6A and a previously approved office building and parking structure is located on Parcel 104B and Parcel 135. The applicant proposes to include Parcels 6 & 6A and Parcel 104B into the previously approved Arlington Boulevard Consolidation associated with the RZ 2004-PR-003 and PCA 2004-PR-003 rezoning applications. This consolidation currently includes two existing office buildings (occupied by Dewberry & Davis LLC); two existing parking structures; three approved, but not constructed office buildings; and one approved, but not yet constructed parking structure. See the background and analysis sections below for more details.

The application property and the surrounding areas to the north, east and west are within the Merrifield Revitalization Area. The chart below lists the uses, zoning and plan recommendations for the surrounding area.

**Surrounding Area Description:**

Direction	Use	Zoning	Plan
North	Office (across Route 50)	C-3	Office
South	2 Approved 2-story office buildings and surface parking	C-3	Office
	Pine Ridge - Single Family Detached	R-1	Residential 1 -2 du/ac
East	2 Existing Office Buildings (occupied by Dewberry & Davis LLC), and an existing 3-level parking structure	C-3	Office
West	Elks Lodge	R-1	Public Facilities

**BACKGROUND**

**Site History:**

On February 24, 1986, the Board of Supervisors approved RZ 84-P-100 for Tax Maps 49-3 ((9)) 7A and 11A to rezone 5.17 acres from the C-3 and R-1 Districts to the C-3 District. The site had an existing office building and parking structure. The application approved a second office building, a second parking structure, and the expansion of an existing parking structure. The application was approved for office development at a 0.70 FAR and included 15% open space (the previously approved buildings include the existing Dewberry and Davis office buildings and parking structures.)

On October 27, 2003, the Board of Supervisors approved RZ 2003-PR-032 to rezone 9.20 acres (Tax Maps 49-3 ((9)) 1B, 2, 2A, 3 zoned R-1 and Tax Maps 49-3 ((1)) 135; 49-3 ((9)) 7A, and 11A zoned C-3 and R-1) to the C-3 District to retain two existing office buildings (the Dewberry & Davis LLC buildings) and construct two new office buildings at an overall FAR of 0.678 and a combined total of 271,654 gross square feet of existing and approved buildings.

On May 10, 2004, the Board of Supervisors approved RZ 2004-PR-003 to rezone 10.74 acres (Tax Maps 49-3 ((9)) 1B, 2, 2A, 3, 4, 7A, and 11A, and 49-3 ((1)) 135) from the C-3 and R-1 Districts to the C-3 District to construct three new office buildings and associated parking at an overall FAR of 0.64 (a combined total of 300,000 gross square feet of existing and approved buildings.)

On June 30, 2008, the Board of Supervisors approved PCA 2004-PR-003 to amend RZ 2004-PR-003 to allow a shift in the location of an approximately 122,859 square foot office building (Building A) to the west across a property line that was shared with Tax Map Parcel 49-3 ((1)) 104B. A restrictive covenant was provided to bind Parcel 104B to the approved proffers. ***Parcel 104B is now part of the current applications and would be subject to the proposed proffers. The approved covenant is proposed to be vacated. The addition of Parcel 104B to the previously approved Arlington Boulevard Consolidation would increase the FAR from 0.64 FAR to a maximum of 0.67 FAR, which would be below the Comprehensive Plan Option of 0.68 FAR referenced in Sub-Unit L-3 of the Merrifield Suburban Center. A copy of the approved GDP and Proffers are contained in Appendix 7 of this report.***

## COMPREHENSIVE PLAN PROVISIONS

<b>Plan Area:</b>	I
<b>Planning Sector:</b>	Merrifield Suburban Center; Land Unit L; Sub-Units L2 and L3
<b>Plan Map:</b>	Office
<b>Plan Text:</b>	

In the Fairfax County Comprehensive Plan, 2007 Edition as amended through August 6, 2007, Area I, Merrifield Suburban Center, Sub-Unit L2 and L3, on pages 101 through 103, the Plan states:

### Sub-Unit L2:

Sub Unit L2 is located east of Sub-Unit L1, south of Route 50, and is planned with office and institutional uses. Parcel 49-3((1))101A is developed and planned with institutional use up to .15 FAR. Any expansion of existing institutional use or new institutional use should retain a substantial vegetative buffer area (i.e., a minimum of 75 feet in width) adjacent to the residential area to the south. **Parcel 49-3((1))104B is developed at approximately .25 FAR and planned for office use up to .5 FAR.** Parcels 49-3((9))6 and 6A, if consolidated with each other, are planned for office use up to .25 FAR; without consolidation of the two parcels, office use should not exceed .15 FAR. Any modification, expansion, and/or reuse of the existing buildings should be consistent with guidelines for Existing Uses and Buildings under the Area-Wide Land Use section.

Options: If parcel 101A, 6 and 6A consolidate, office use up to .4 FAR may be appropriate. If parcel 49-3((1))104B is included in the consolidation (i.e. consolidation of the entire sub-unit), as well as any remaining unconsolidated property in Sub-unit L4 (i.e. parcel 49-3((9))4), office use up to .60 FAR may be appropriate provided that parcel 4, which is south of Pennell Street, is limited to an intensity not to exceed .15 FAR.

As another option, parcels 49-3((9))6 and 6A could consolidate with Sub-unit L3 and L4 as indicated under Sub-unit L3's option with consolidation. If all property in Sub-units L2, L3 and L4 has been consolidated, except for parcels 101A and 104B, then parcels 101A and 104B may be appropriate for office up to .60 FAR if 101A and 104B consolidate with each other.

Under all the above options, all applicable Area-wide recommendations should apply as well as the following guidelines:

- Development proposals in this sub-unit should provide for interparcel access that connects Pennell Street to the Route 50 service road. In addition, any development proposal should provide for the extension of the service road along Route 50 between Sub-units L1 and L2.
- At a minimum, a 75-foot wide landscape buffer and screening area with a 6-foot solid barrier wall or solid barrier fence should be provided adjacent to the Pine Ridge subdivision. The solid barrier wall or solid barrier fence should be sited to preserve mature trees and should be placed where it will most effectively screen the proposed use from the first floor level of the dwelling units in the Pine Ridge Subdivision, with preference for the wall to be located in the northern portion of the buffer area. For buffer area, clearing or grading should be minimized and additional supplemental plantings should be provided to ensure adequate screening.
- Support retail and service uses should be provided and integrated within the office buildings to serve the needs of the tenants, as well as the surrounding area.
- Development should be designed with parking structures behind and/or under buildings.
- Drive-through commercial facilities are not appropriate on property fronting or having direct access to Pennell Street.
- Lighting and signs should be designed and located to minimize visual impacts on the adjacent Pine Ridge Community. For instance, parking lot lights should be directed towards Route 50, away from the Pine Ridge community.

**Height Limit:** The maximum building height in this sub-unit is 75 feet. The tallest buildings should be adjacent to Route 50, away from the residential areas. Building heights within 130 feet of the adjacent residential area, as well as parcels 49-3((9))6 and 6A, should be limited to 35 feet. See the Building Heights Map, Figure 16, and the Building Height Guidelines under the Area-Wide Urban Design section.

**[Please note that Parcel 104B is not referenced in the Plan text below. Additional discussion is provided in the Analysis sections.]**

**Sub-Unit L3:**

Sub-Unit L3 is located to the east of Sub-Unit L2, is bounded by Route 50 on the north and Williams Drive on the east. Parcel 49-3((1))135 is developed and

planned with office use up to .5 FAR. Parcels 49-3((9))7A and 11A are developed at approximately .64 FAR and planned with office use up to .7 FAR. Any modification, expansion, and/or reuse of the existing buildings should be consistent with guidelines for Existing Uses and Buildings under the Area-Wide Land Use section.

Option: As an option, if a development proposal consolidates all parcels in this sub-unit with the majority of property south of Pennell Street in Sub-unit L4 (i.e. at a minimum parcels 49-3 ((9))1B, 2, 2A and 3), **the consolidated area may be appropriate for an overall intensity that does not exceed .68 FAR.** With minimum consolidation south of Pennell Street (i.e. parcels 49-3 ((9))1B, 2, 2A and 3) the total building area under this option should not exceed 272,000 square feet. With total consolidation south of Pennell Street; the total building area under this option should not exceed 300,000 square feet. If parcels 49-3((9))6 and 6A on the north side of Pennell Street in Sub-unit L2 are added to this consolidation, an additional 20,000 square feet of development may be appropriate resulting in a maximum development potential under this option of 320,000 square feet. In all cases, the portion south of Pennell Street is limited to an intensity not to exceed .15 FAR. In addition, all applicable Area-wide recommendations should apply.

Height Limit: The maximum building height in this sub-unit is 75 feet on parcel 49-3((9))7A and 90 feet on parcels 49-3((1))135 and 49-3((9))11A. See the Building Heights Map, Figure 16, and the Building Height Guidelines under the Area-Wide Urban Design section.”

## ANALYSIS

Title of the GDP: Arlington Boulevard Consolidation Lots 6 & 6A  
 Prepared By: Dewberry & Davis LLC  
 Original and Revision Dates: August 5, 2008, as revised through August 19, 2009

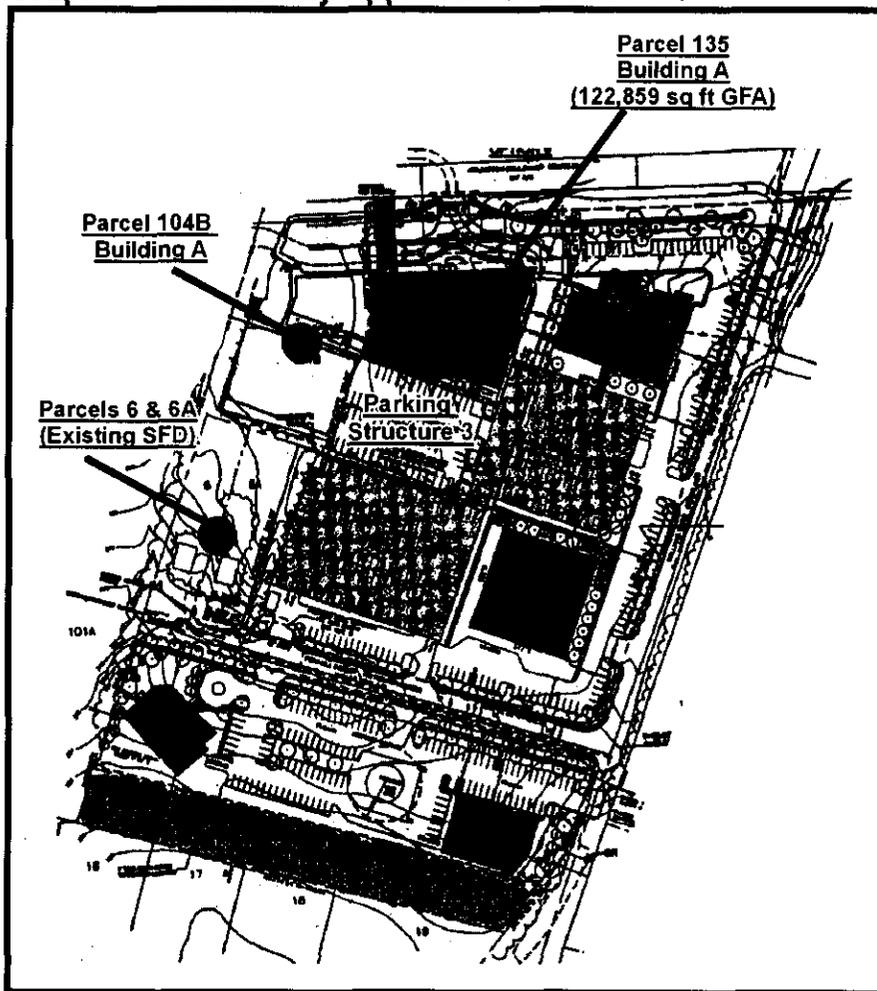
GDP Arlington Boulevard Consolidation Lots 6 & 6A	
Sheet #	Description of Sheet
1	Cover Sheet: Sheet Index, and Vicinity Map
2	Overall Plan of the GDP Existing Conditions: Existing Vegetation Map and Table, and the Curve Table
3	Enlargement Plan and Optional Plans of the GDP Certified Plat: Demonstrates the perimeter of subject property with a Curve Table
4	Site Tabulations, Bulk Plane Angle Detail and General Notes
5	Cross Sections and Solar Panel Illustration

6	Cross Sections and Site Details
7	Elevations and Perspectives
8	Landscape Details
9	SWM, BMP and Outfall Analysis
10	SWM, BMP and Outfall Analysis

Previously Approved GDP Development Plan

The previously approved rezoning application (PCA 2004-PR-003) permitted a shift in the location of a 122,859 square foot office building (Building A) and an associated seven-level parking structure to the west across a property line that was shared with Parcel 104B. A restrictive covenant was provided to bind Parcel 104B to the proffers associated with PCA 2004-PR-003. Graphic 1 shows the location of Building A and the parking structure on Parcel 104B on the previously approved GDP/SE Plat.

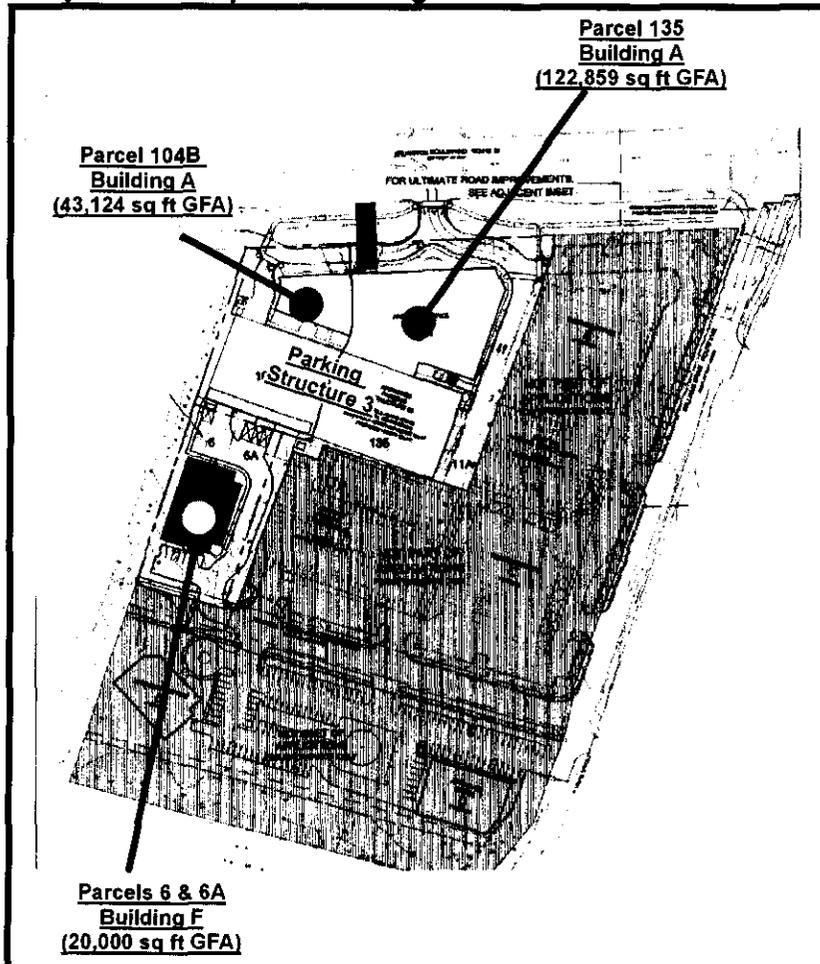
**Graphic 1: Previously Approved GDP/SE Plat**



Proposed Changes

The current applications seek to add Parcels 6 & 6A consisting of 33,976 sq. ft. (0.78 acres) of land and Parcel 104B consisting of 0.99 acres of land into the Arlington Boulevard Consolidation development program previously approved with 300,000 gross square feet of development on 10.74 acres at a 0.64 FAR. The applicant proposes to construct a 20,000 square foot, 2-story (35 feet tall) office building (Building F) on Parcel 6 & 6A and to incorporate 43,124 square feet of previously approved gross floor area (portion of Building A) on Parcel 104B into the overall Arlington Boulevard Consolidation development program. The proposal would increase the total square footage of the development program to 363,124 square feet on 544,936 square feet of land (12.51 acres) at a 0.67 FAR. Additional site modifications include changes to the approved vehicular circulation, parking and landscaping. Graphic 2 shows the proposed Building F and the proposed changes to Building A and the associated parking structure on the GDP.

**Graphic 2: Proposed Change**



Layout: As shown on Graphic 2, the applicant proposes to locate an additional 20,000 square foot rectangular shaped office building (Building F) and to incorporate a 43,124 square foot portion of the previously approved Building A that is partially located on Parcel 104B to the previously approved Arlington Boulevard Consolidation. The existing consolidation consists of two existing office buildings; three approved, but not yet constructed office buildings; and two parking structures (one existing and one approved). The proposed 20,000 square foot office building would be located on Parcel 6 & 6A which is located to the west of the existing Parking Structure 2 and south of the approved Building A and associated Parking Structure 3. In addition, the applicant proposes to install solar panels on the upper level of the Parking Structure 3 and has proffered to design Building F so as not to preclude the installation of solar panels or alternate energy sources either on the building's exterior walls, rooftop or elsewhere on the site.

Access: Access to the proposed 20,000 square foot building would be from Pennell Street, which connects to Williams Drive to the east and leads to one of two site access points from Arlington Boulevard (Route 50). The applicant has proffered to dedicate to the Board of Supervisors fee simple right-of-way to accommodate the future widening/extension of Pennell Street in a location as generally shown on the GDP and to grant the necessary easements to allow for the extension of Pennell Street to the west in the future.

Parking: The Zoning Ordinance requires a minimum of 989 parking spaces for the existing, approved and proposed uses on the site. The applicant has provided 1,457 parking spaces, which exceeds the Zoning Ordinance by 468 spaces. Of those spaces, 1220 spaces would be accommodated in structured parking and 237 spaces in surface lots.

Pedestrian access: A five (5) foot wide paved sidewalk exists along the west side of Williams Drive and would connect to the proposed five (5) foot wide sidewalks on either side of Pennell Street and to the sidewalks surrounding the proposed 20,000 square foot office building.

Landscaping & Open Space: A minimum of 15% open space is required for the site; 25% open space is provided on Parcels 6 & 6A (32% for the overall development). In addition, a minimum of 5% parking lot landscaping is required; 15.7% is provided on the site. The applicant has also proffered to provide landscaping as generally shown on the GDP, including a mix of deciduous and evergreen trees around the perimeter of the proposed office building. Any adjustments to the final type and location of vegetation and the landscape design would be permitted as approved by Urban Forest Management (UFM).

Stormwater Management (SWM): The subject property is located at the upper end of the Accotink Creek Watershed and drains into an existing storm sewer system located to the southeast along Pennell Street. The applicant is proposing to tie into this existing system, which outfalls to an existing offsite

detention pond located to the southeast of the site for SWM detention. The outfall narrative on Sheet 9 of the GDP indicates that the pond would provide adequate detention for the site. To meet BMP requirements, the applicant proposes to use sand filter(s), stormwater inlet filter(s) and/or a modified design of the offsite detention pond to reduce 46% of the phosphorus content, which would be greater than the minimum requirement of 40%. These BMP measures would be determined at the time of site plan submission and the adequacy of the proposed SWM/BMP and outfall analysis would be subject to the review and approval by DPWES at the time of site plan review.

### **Land Use Analysis**

As previously discussed, the applicant seeks to implement the Comprehensive Plan Option referenced in Sub-Unit L-3 of the Merrifield Suburban Center and to incorporate the previously approved gross floor area on Parcel 104B into the overall Arlington Boulevard Consolidation development program. No Land Use issues were identified with this request.

A previously approved proffered condition amendment (PCA 2004-PR-003) shifted the location of an approximately 122,859 square foot office building (Building A) to the west across the common property line shared with Parcel 104B. A restrictive covenant was also provided to bind Parcel 104B to the approved proffers. Parcel 104B is now included in the current applications and would be subject to the proposed proffers. The approved covenant is proposed to be vacated and the addition of Parcel 104B to the previously approved Arlington Boulevard Consolidation would increase the FAR from 0.64 FAR to a maximum of 0.67 FAR.

Parcel 104B is not included in the Plan Option in Sub-Unit L-3 of the Merrifield Suburban Center and is located in Sub-Unit L-2. The Plan recommendations for Parcel 104B include: 1) office use up to 0.5 FAR without consolidation, 2) office use up to 0.6 FAR if Parcel 104B is included in a consolidation with Parcel 6 and 6A and Parcel 101A, and 3) office use up to 0.6 FAR if Parcel 104B is consolidated with 101A. Staff feels that the intent of the consolidation option in Sub-Unit L-3 is to consolidate contiguous parcels and limit the overall development to 0.68 FAR with portions south of Pennell Street limited to 0.15 FAR. The proposal to include Parcel 104B within the overall Arlington Boulevard Consolidation would result in a 0.67 FAR as shown on Sheet 4 of the GDP and would be in harmony with the maximum 0.68 FAR referenced in Sub-Unit L-3 of the Merrifield Suburban Center Plan.

### **Environmental Analysis (Appendix 8)**

The proposed development is located in a suburban center. The Policy Plan recommends that such developments which are seeking the Comprehensive Plan Options and are located in specially designated areas such as the Merrifield Suburban Center, attain basic Leadership in Energy and Environmental Design

(LEED) certification through the U.S. Green Building Council (USGBC) or other comparable program with third party certification at a minimum.

The applicant has proffered to seek LEED for Core and Shell (CS) certification at the Silver level for the proposed office building (Building F) and to provide an escrow of \$2 per square foot if the USGBC's does not grant LEED Silver pre-certification prior to building plan approval. In addition, the applicant has proffered to design Building F 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.

**Issue: Timing for the LEED Certification Documentation**

The current proffers state that the escrow would be released to the applicant if the applicant has provided documentation from the USGBC to the Environment and Development Review Branch (EDRB) of the Department of Planning and Zoning (DPZ) that the building has attained LEED certification within two years of issuance of the first non-RUP for the building. Staff recommends that the documentation be provided to the EDRB within one year of issuance of the first non-RUP for the 20,000 square foot office building.

**Urban Forest Management Analysis (Appendix 9)**

The Urban Forest Management Division (UFM) of the Department of Public Works and Environmental Services (DPWES) reviewed the application and indicated that commitments for tree preservation and the protection of the existing trees located off-site along the western property line should be provided.

**Resolution:**

The applicant has proffered to conform to the limits of clearing and grading as shown on the GDP and to prepare a replanting plan subject to approval by UFM for any areas protected by the limits of clearing and grading that must be disturbed. In addition, the applicant has proffered to submit a tree inventory and poor condition analysis for off-site trees located on the adjacent Parcel 49-3 ((1)) 101A, that are eight (8) inches in diameter or greater and located within 25 feet of the limits of clearing and grading, and to make all reasonable efforts to lessen the impact of on-site construction activities on off-site trees as provided in Section 12-0506.2C of the Public Facilities Manual. Staff continues to work with the applicant to seek additional commitments for a tree preservation walk through, fencing, and site monitoring.

**Transportation Analysis (See Appendix 10)**

In an attempt to address the impact of the previously approved development program in RZ 2004-PR-003 and later modified in PCA 2004-PR-003, the

applicant proffered to a number of improvements to Williams Drive, Arlington Boulevard (Route 50), and Javier Road that are shown on Sheet 2 of the GDP and referenced in the proffers. A brief summary of those improvements follows:

- Construction of right-turn deceleration lanes as approved by VDOT within existing right-of-way from eastbound Route 50 onto both the existing service drive entrance in front of the adjacent Parcel 101A and onto Williams Drive. In addition, if warranted, construct a right turn taper as approved by VDOT within existing right-of-way from eastbound Route 50 onto the site access at Javier Road as shown on the GDP.
- Construction of a new site entrance configuration shown as "Option 2" on the Sheet 3 of the GDP and to maintain two-way vehicle access to the service drive to the west, provided that an interim site entrance configuration, (shown as "Option 1" on Sheet 3 of the GDP,) may be provided while the details of Option 2 are finalized with VDOT and FCDOT. Alternatively, the Applicant has agreed to construct the site entrance configuration shown as Option 1 on Sheet 3 of the GDP as the permanent configuration if it is determined by FCDOT and VDOT at the time of site plan approval that Option 1 is preferred;
- Restripe the southbound Javier Road and Williams Drive approaches to provide for an exclusive southbound left-turn lane and a shared through-right turn lane at such approaches;
- Modification of the existing signal phasing to eliminate split side street approaches at Javier Road and Williams Drive;
- Construction of additional lanes on Williams Drive to provide for a left-turn lane, a through-lane and a right turn lane at the northbound Williams Drive approach at Route 50;

In addition, the applicant proffered to a Transportation Demand Management Program with a 15% trip reduction goal, a \$12,000 financial incentive; a transportation coordinator and a monitoring program. The applicant has also previously proffered to provide 1) streetscape improvements and plantings as shown on the GDP, 2) sidewalks of varying widths and crosswalks, 3) bike amenities for parking/storage, and 4) a \$10,000 contribution to support the Merrifield Area shuttle service program.

In the current applications to add 20,000 square feet of office use on 6 & 6A to the Arlington Boulevard consolidation, the applicant has committed to the following road improvements:

- To construct a vehicular access to the subject property as a temporary extension of Pennell Street as shown on the GDP subject to DPWES approval; and
- To dedicate to the Board of Supervisors fee simple right-of-way to accommodate the future widening/extension of Pennell Street in a location as generally shown on the GDP and to grant the necessary easements to allow for the extension of Pennell Street to the west in the future.

The Fairfax County Department of Transportation (FCDOT) has reviewed the current applications and commented on the following:

- Inter-parcel access to the adjacent site to the west: staff acknowledges the proffer commitments to dedicate land for Pennell Street and to grant the necessary easement but requests that the inter-parcel access to the adjacent parcel to the west be shown on the GDP,
- TDM Enhancements: staff recommends the establishment of a TDM Budget for an incentive marketing program and the enhancement of the strategies to include taxi ride home vouchers for medical patients and a proactive INOVA related shuttle service for patients to/ from INOVA related services.
- Merrifield Shuttle: staff recommends that the applicant increase their contribution from \$10,000 to \$20,000 to support the Merrifield Area shuttle service program.

**Resolutions:**

The applicant has revised the GDP to show an inter-parcel area to be dedicated for a future extension of Pennell Street by others and has agreed to grant the necessary easements to allow for the extension of Pennell Street to the west in the future. The applicant has also revised the TDM Program to include a \$10,000 budget for an incentive marketing program and taxi-ride home vouchers for medical patients or a possible shuttle service between the Application Property and INOVA Fairfax Hospital as part of their TDM strategy. Staff feels that those issues are now adequately addressed. However, the applicant has not agreed to increase the contribution to the Merrifield Shuttle Service program from \$10,000 to \$20,000. Staff feels that it is desirable for the applicant to increase their contribution since the shuttle service program is an important goal of the Merrifield Suburban Center redevelopment plan and will continue to work with the applicant.

In addition, the Virginia Department of Transportation (VDOT) reviewed the application and offered additional comments, which include:

- proposed improvements will be required to meet the National Highway System requirements,
- the proposed throat length of the site access at Javier Road will be required to meet Access Management Requirements,
- a request for the provision of a continuous right turn lane on Arlington Boulevard (Route 50) between the existing medical Office Building driveway (adjacent property to the west) and Elks Lodge Driveway,
- a request for a right turn taper from east bound Arlington Boulevard (Route 50) at the Javier Road access point, and
- additional signal modifications at the Arlington Boulevard intersections with Javier Road and Williams Drive. Staff provided the applicant with these VDOT comments.

The applicant has revised the proffers to include language which indicates that right turn deceleration lanes onto the existing service drive entrance in front of Tax Map Parcel 49-3 ((1)) 101A and Williams Drive would be constructed as approved by VDOT. A right turn taper from Route 50 onto the site access at Javier Road would also be provided as shown on the GDP and approved by VDOT. The applicant further revised the proffers to include language which indicates that the throat length of the site access at Javier Road would be provided to the greatest extent possible given the design constraints presented by the service drive and site access in such area. Staff feels that final determination of these commitments would be made at the time of site plan review. If the proposed turn lane configurations and tapers are not in conformance with the GDP, then a proffered condition amendment may be required.

#### **Public Facilities Analysis**

*Fairfax County Park Authority (Appendix 11)*

The Fairfax County Park Authority reviewed the application and requested a contribution of \$0.27 per square foot of new development to offset impacts to the limited public park and recreational facilities in the Merrifield Suburban Center. The applicant has proffered \$0.27 per square foot of GFA for the 20,000 square foot office building for a total of \$5,400.

#### *Stormwater Analysis (Appendix 12)*

As previously discussed, the applicant proposes to address stormwater detention through an existing system which outfalls to an existing offsite detention pond located to the southeast of the site. The outfall narrative on Sheet 9 of the GDP indicates that the pond would provide adequate detention for the site. To meet BMP requirements, the applicant proposes to use sand filter(s), stormwater inlet

filer(s) and/or a modified design of the offsite detention pond to reduce 46% of the phosphorus content, which would be greater than the minimum requirement of 40%. These BMP measures would be determined at the time of site plan submission and the adequacy of the proposed SWM/BMP and outfall analysis would be subject to the review and approval by DPWES at the time of site plan review.

The Department of Public Works and Environmental Services (DPWES) reviewed the application and indicated that a drainage complaint was filed from 3125 Williams Drive. DPWES staff also indicated that the applicant must determine the origin of the flooding event at site plan. If inadequacies in the storm drain system located upstream of the existing pond caused the flooding, then the applicant would have to show that the concern is currently resolved at site plan review. If the origin of the flooding event was downstream, then no further action would be required since the concern would be outside of the extent of the review. No other issues were identified.

*Fairfax County Water Authority (Appendix 13)*

The Fairfax County Water Authority has reviewed this application and has indicated that adequate domestic water service is available at the site from existing 24-inch water mains located along Arlington Boulevard (Route 50) and a 6-inch water main located along Pennell Street. No issues from the proposed development were identified.

*Fire and Rescue Analysis (Appendix 14)*

The property is serviced by the Fairfax County Fire and Rescue Department Station #430, Merrifield. The requested rezoning currently meets fire protection guidelines, as determined by the Fire and Rescue Department.

*Sanitary Sewer Analysis (Appendix 15)*

The application property is located within the Accotink Creek (M-2) Watershed, and would be sewered into the Norman M. Cole Pollution Control Plant (NMCPCP). There is an existing 8-inch line located on the subject property, which is deemed adequate for the proposed use at this time.

**ZONING ORDINANCE PROVISIONS (Appendix 16)**

<b>Bulk Standards (C-3)</b>		
<b>Standard</b>	<b>Required</b>	<b>Provided</b>
Lot Size	20,000 square feet	33,976 sq. ft. (RZ 2009-PR-006)

<b>Bulk Standards (C-3)</b>		
<b>Standard</b>	<b>Required</b>	<b>Provided</b>
		2.02 ac (PCA 2004-PR-003-02) 43,124 sq. ft (PCA 2009-PR-007) 3.79 acres (total land area for subject property)
		10.74 acres (RZ 2004-PR-003) 12.51 acres (overall dev.)
Lot Width	100 feet	128 feet (subject property) 548.28 feet (overall dev.)
Building Height	90 feet	35 feet: Building F (subject property) 85 feet: Parking Structure 3 (subject property) 90 feet: Building A (PCA 2004-PR-003)
Front Yard	25° ABP (16 feet for a 35 foot tall building and 42 feet for a 90 foot tall building), but not less than 40 feet	70 feet: Building F (subject property) 42 feet: Building A (PCA 2004-PR-003)
Rear Yard	20° ABP (13 feet for a 35 foot tall building and 33 feet for a 90 foot tall building), but not less than 25 feet	70 feet: Building F (subject property)
FAR	1.00	0.59 (RZ 2009-PR-006 area) 1.40 (PCA 2004-PR-003-02 area) 1.00 (PCA 2009-PR-007 area) 0.67 (overall dev.)
Open Space	15%	25% (RZ 2009-PR-006 area) 3% (PCA 2004-PR-003-02 area) 15% (PCA 2009-PR-007 area) 32% (overall dev.)
<b>Parking</b> Parking Spaces	989 spaces	1,457 spaces (overall dev.)

**Transitional Screening and Barrier Requirements:**

No transitional screening or barriers are required.

**Waivers/Modifications:**

Modification of the loading requirement in favor of the loading spaces provided on the CDPA/FDPA.

The applicant proposes 20,000 gross square feet of additional office development in Merrifield Commercial Revitalization Area. Paragraph 14 of Section 11-203 of the Zoning Ordinance requires one (1) space for the first 10,000 square feet of gross floor area, plus one (1) space for each additional 20,000 square feet or major fraction thereof. Paragraph 15 of Section 11-202 of the Zoning Ordinance indicates that in no instance shall more than five (5) off-street loading spaces be required for a given use or building except as may be determined by the Director. The applicant proposes to provide 4 loading spaces for the Buildings A and F. A modification of the loading space requirement was requested. The applicant believes that a minimum of 4 loading spaces are adequate for the proposed office uses. Staff does not object to the waiver request since the request is consistent with other office development in the area.

Waiver of the Interior Parking Lot Landscaping requirement for the upper level of the parking structure located on Tax Maps 49-3 ((1)) 104B & 135 in favor of the proposed solar panels shown on the GDP.

The applicant requests a waiver of the Interior Parking Lot Landscaping requirement for the previously approved Parking Structure 3 on Parcel 135. The Zoning Ordinance requires interior landscaping covering not less than five (5) percent of the total area of the parking lot for any parking lot of twenty (20) or more spaces. In the previously approved PCA 2004-PR-003 application, the applicant proffered to exploring the use of alternative energy sources such as solar panels on parking structures. The applicant has explored this option and would like to install shade panels that could be converted to solar panels on the top floor of Parking Structure 3 as part of the current applications instead of the providing the required parking lot landscaping for the top floor of the parking structure. Staff does not object to their request, since the applicant is proposing to exceed the parking lot landscaping requirement for the site by providing 15% parking lot landscaping around the surface parking lot located to the south of Building F and along the secondary access point to the parking structure as shown on Sheet 3 of the GDP. Staff also feels that the request to install shade panels that could be converted to solar panels on the parking structure would be consistent with environmental policies to reduce the level of energy consumption of new buildings.

Waiver of the required service drive along Route 50, in favor of the travel lane depicted on the GDP.

The applicant requests a waiver of the service drive requirement along Route 50 in favor of the travel lane depicted on the GDP. Staff does not object to this waiver as the applicant has provided inter-parcel access to the adjacent property to the west along Arlington Boulevard.

## **CONCLUSIONS AND RECOMMENDATIONS**

### **Staff Conclusions**

Staff concludes that the subject application is in harmony with the Comprehensive Plan and in conformance with the applicable Zoning Ordinance provisions with the implementation of the Proffers contained in Appendix 1 and 2.

### **Staff Recommendations**

Staff recommends approval of RZ 2009-PR-006 subject to proffers consistent with those found in Appendix 1 of this report.

Staff recommends approval of PCA 2004-PR-003-02 subject to proffers consistent with those found in Appendix 2 of this report.

Staff recommends approval of PCA 2009-PR-007 subject to proffers consistent with those found in Appendix 2 of this report.

Staff recommends approval of a modification of the loading space requirement for office uses to permit a maximum of four loading spaces as shown on the GDP.

Staff recommends approval of a waiver of the Interior Parking Lot Landscaping requirement for the upper level of the parking structure located on Tax Map Parcel 49-3((1)) 104B & 135 in favor of the proposed solar panels shown on the GDP.

Staff recommends approval of a waiver of the service drive requirement along Route 50 in favor of the applicant providing inter-parcel access to the adjacent property to the west.

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.

## **APPENDICES**

1. Draft Proffers RZ 2009-PR-006
2. Draft Proffers PCA 2004-PR-003-02 and PCA 2009-PR-007
3. Affidavit for RZ 2009-PR-006
4. Affidavit for PCA 2004-PR-003-02
5. Affidavit for PCA 2009-PR-007
6. Statement of Justification
7. Approved Development Plan and Proffers for PCA 2004-PR-003
8. Plan Citations, Land Use and Environmental Analysis
9. Urban Forest Management Analysis
10. Transportation Analysis
11. Park Authority Analysis
12. Stormwater Management Analysis
13. Water Service Analysis
14. Fire and Rescue Analysis
15. Sanitary Sewer Analysis
16. Applicable Zoning Ordinance Provisions
17. Glossary of Terms

**PROFFERS**  
**RZ 2009-PR-006**  
**ARLINGTON BOULEVARD CONSOLIDATION LLC**  
**August 19, 2009**

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950, as amended, and Section 18-204 of the Zoning Ordinance of Fairfax County, 1978, as amended, ARLINGTON BOULEVARD CONSOLIDATION LLC, (the "Applicant") for the owners, themselves, their successors and assigns in RZ 2009-PR-006 (the "Application"), filed for property identified as Fairfax County Tax Map 49-3 ((9)) 6 and 6A (the "Application Property") hereby agrees to the following proffers, provided that the Board of Supervisors approves the Application.

1. Development Plan. Development of the Application Property shall be in substantial conformance with the Generalized Development Plan/Generalized Development Plan Amendment/Partial Generalized Development Plan Amendment prepared by Dewberry & Davis LLC, dated August 5, 2008, as revised through August 19, 2009, and consisting of 10 sheets (the "GDP").
2. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDP and these proffers may be permitted as determined by the Zoning Administrator.
3. Proposed Development/Uses. Development on the Application Property shall include a maximum of 20,000 square feet of gross floor area ("GFA"). This does not include cellar area as provided in the Zoning Ordinance. Except as otherwise provided herein, the Application Property may be used for office and accessory service uses as permitted in the Fairfax County Zoning Ordinance. No drive through commercial facilities shall be located on the Application Property.
4. Cellar Use. Cellar floor area within Building F shall not be occupied by uses that generate independent peak hour single occupancy vehicle trips to the Application Property. For purposes of this Proffer 4, the relevant peak hour(s) shall be 8:00 – 9:00 AM and 5:00 – 6:00 PM.
5. Parking. As noted on the GDP, the majority of the required parking for Building F shall be located in the parking garage to be constructed on the adjacent parcels 49-3 ((1)) 104B and 135 (PCA 2004-PR-003-02 and PCA 2009-PR-007). Limited surface parking shall also be provided on the Application Property as shown on the GDP.
6. Road Dedication. The Applicant shall dedicate to the Board of Supervisors fee simple right-of-way to accommodate the future widening/extension of Pennell Street in a location as generally shown on the GDP. Such dedication shall occur as part of the site plan for Building

F or upon demand by Fairfax County whichever is first. Density credit shall be reserved for the Application Property as permitted by the provisions of Par. 4 of Sect. 2-308 of the Fairfax County Zoning Ordinance for all dedications described herein and/or on the GDP and/or as may be required by Fairfax County or VDOT.

7. Site Access. The Applicant shall construct vehicular access to the Application Property as shown on the GDP subject to DPWES approval.
8. Future Extension of Pennell Street. The Applicant acknowledges that Pennell Street may be extended in the future by others as generally shown on the GDP to connect to Tax Map parcel 49-3 ((1)) 101A as may be approved by FCDOT and/or VDOT. The Applicant agrees to cooperate in granting necessary easements to allow for the extension of Pennell Street.
9. Transportation Management Strategies. The use of mass transit, ride-sharing and other transportation strategies will be utilized to reduce single occupancy vehicular (SOV) traffic by employees to and from proposed Building F during morning and evening peak hours 6:00 a.m. to 9:00 a.m. and 4:00 p.m. to 7:00 p.m. by a minimum of 15 percent of the transportation generated according to the Institute of Transportation Engineers ("ITE") Trip Generation Manual 6<sup>th</sup> Edition. The transportation management strategies will be implemented after 70 percent of Building F has been occupied.

The following is a list of strategies that shall be implemented with the concurrence and approval of the Fairfax County Department of Transportation ("FCDOT"):

- A. Designation of an individual to act as the transportation coordinator for Building F whose responsibility will be to implement the transportation management strategies. The transportation management strategy position may be a part of other duties assigned to the individual(s);
- B. Participation in the Fairfax County Ride Share Program;
- C. Dissemination of information regarding Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing, and "guaranteed ride home" program sponsored by the Washington Council of Government and other relevant transit options;
- D. Making Metro maps, schedules and forms available to tenants in a common area(s) of Building F for Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing and other relevant transit options such as, for example, taxi-ride home vouchers for medical

patients or possible shuttle service between the Application Property and Inova Fairfax Hospital;

- E. Providing sheltered amenities for bicycle storage;
- F. Providing a sidewalk system designed to encourage/facilitate pedestrian circulation;
- G. Providing SmartTrip Cards and/or WMATA Metrochecks Program participation;
- H. Providing voluntary car pool/van pool programs established, under the direction of the transportation coordinator;
- I. Providing preferential parking for carpool/vanpool participants and drivers of hybrid cars;
- J. Ongoing coordination by the transportation management coordinator with the FCDOT on an annual basis, to provide opportunities for adjustments of the program in accordance with "state of the art" strategies and recommendations;
- K. Employer occupants shall be encouraged to provide alternative work schedules, including staggered work hour programs, flex-time and telework programs, and to provide information to new employees on housing opportunities in the Merrifield area.
- L. The transportation coordinator shall coordinate with any TDM programs in place on Parcels 135 and 104B that are subject to PCA 2004-PR-003-02 and PCA 2009-PR-007.
- M. The Applicant shall establish an annual budget of \$10,000 for TDM promotions such as transportation fairs.

One year after the transportation management strategies are implemented, the Applicant shall conduct a survey of the building tenants and employees in Building F to determine the transportation characteristics of building tenants and employees. This survey will help inform the basis of the transportation management program. The survey shall be submitted to the FCDOT for review and approval.

Annually thereafter, the Applicant shall conduct a multi-modal transportation split survey of tenant employees in Building F to demonstrate whether such goal of reducing SOV trips by 15% has been met to the satisfaction of the FCDOT. The yearly report shall be submitted to the FCDOT for review. If the annual multi-modal

transportation split survey indicates that the reduction has not occurred then the Applicant shall contribute an annual sum of \$0.10 per square foot of occupied gross floor area in Building F to a transportation demand management fund to be used by the transportation coordinator to implement the Transportation Management Plan for Building F.

10. Merrifield Shuttle. At the time of site plan approval for Building F the Applicant shall make a one time contribution of \$10,000 to support a Merrifield Area shuttle service. The Applicant's contribution shall be held in escrow until such time as such shuttle is in operation, and includes a stop at the Application Property and/or within the immediate area of the southwest quadrant of the Arlington Boulevard/Williams Drive intersection.
11. Limits of Clearing and Grading. The Applicant shall conform to the limits of clearing and grading as shown on the GDP, 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.
12. Off-site Trees. Notwithstanding the fact that there is no opportunity for tree preservation on the Application Property, the Applicant shall submit with the site plan for Building F a tree inventory and poor condition analysis for off-site trees located on the adjacent Parcel 49-3 ((1)) 101A, that are eight (8) inches in diameter or greater and located within 25 feet of the limits of clearing and grading, and shall make all reasonable efforts to lessen the impact of on-site construction activities on off-site trees as provided in Section 12-0506.2C of the Public Facilities Manual.
13. Landscaping. Landscaping shall be provided as generally shown on the GDP. Adjustments to the final type and location of vegetation and the landscape design shall be permitted as may be approved by UFMD.
14. Building Heights. Building F shall be limited to 35 feet in height.
15. Building Architecture. The architectural design of Building F shall be in substantial conformance with the schematic elevations shown on Sheet 5 of the GDP.
16. Green Building Practices.
  - A. The Applicant will include, as part of the site plan submission and building plan submission for Building F, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—Core and Shell

(LEED<sup>®</sup>-CS) 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 confirming that the items on the list are expected to meet at least the minimum number of credits necessary to attain LEED Silver certification for the building.

- B. In 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.
- C. Prior to building plan approval for Building F, the Applicant will submit, to the Environment and Development Review Branch of DPZ, documentation from the U.S. Green Building Council demonstrating that LEED Silver precertification under the Core and Shell program has been attained for that building. Prior to release of the bond for that 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 building.
- D. As an alternative to and in lieu of the requirements of paragraphs a - c above, or if the Applicant fails to attain LEED Silver precertification prior to building plan approval, the Applicant will, prior to building permit approval, 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 will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of certification, by the U.S. Green Building Council, under the most current version of the LEED-CS rating system or other LEED rating system determined, by the U.S. Green Building Council, to be applicable to the building. The provision to the Environment and Development Review Branch of DPZ of documentation from the U.S. Green Building Council that the building has attained LEED certification will be sufficient to

satisfy this commitment. If the applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification within two years (or such longer time 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, exclusive of core and shell, for the building, the escrow will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

17. Alternate Energy. Building F shall be designed so as not to preclude the installation of solar panels or other alternate energy sources either on the building's exterior walls, rooftop or elsewhere on the sites. The Applicant shall identify a target alternate energy source and demonstrate the building's 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.
18. Parking Lot Lighting. All outdoor lighting shall comply with the Outdoor Lighting Standards of Part 9 of Article 14 of the Zoning Ordinance. All new exterior pole mounted lighting fixtures on the Application Property shall be a maximum height of 12 feet, with fixtures directed away from, or otherwise shielded from view from, the Pine Ridge Community to the south.

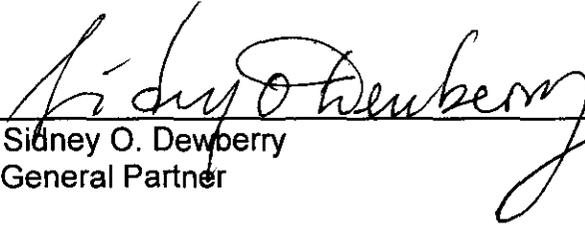
19. Stormwater Management. Stormwater management/detention ("SWM") and best management practices ("BMPs") shall be designed and constructed in accordance with Public Facility Manual ("PFM") requirements as determined by DPWES for the Application Property. Subject to DPWES approval, the Applicant shall provide for SWM (i.e. two- and ten-year detention) for the development through diversion of runoff into the Pond "B" located to the east of Williams Drive. Additional flood storage may be provided in either Pond "B" or its companion facility, Pond "A," to accommodate the increased runoff from the subject site. The Applicant shall (a) obtain written permission to use off-site facilities for detention; (b) demonstrate that off-site stormwater management facilities are designed to accommodate the Application Property (or relevant portion thereof); and (c) demonstrate that stormwater will be adequately conveyed to the off-site facilities. As reflected in PCA 87-P-038-4, the ultimate design of the off-site facilities (future retrofit of Pond "B" and Pond "A") will be prepared in accordance with current County design criteria and will provide enhanced – extended detention beyond that which is provided by the existing Ponds which currently are not designed to provide water quality treatment. In addition, the design of the ultimate off-site facilities will provide BMPs for the contributing watershed, including the area of the Application Property. Such design objectives will exceed the stormwater management and BMP performance requirements prescribed under existing Fairfax County Ordinances and the Public Facilities Manual for the Application Property. In the event that the Applicant does not receive approval and/or permission to use the off-site pond(s), a Proffered Condition Amendment shall be required to amend this proffer and the GDP to address stormwater management. The BMP requirements for the development may be accommodated in a combination of measures which may include conservation easements, sand filtration, stormwater inlet filtration and/or a modified design of the off-site pond(s) referenced above as may be approved by DPWES.
20. Park Contribution. Prior to issuance of the first building permit for Building F, the Applicant shall contribute a total of \$5,400 to the Board of Supervisors to be used for park, athletic field and/or athletic facility improvements in the general vicinity of the Application Property as determined by the Providence District Supervisor.
21. Trash Collection Hours. Regularly scheduled trash collection for the PCA Property shall occur Monday through Friday and begin no earlier than 7:00 a.m. and no later than 10:00 pm.
22. Successors and Assigns. These proffers shall bind and inure to the benefit of the Applicant and its successors and assigns.

[SIGNATURE PAGE TO FOLLOW]

**Applicant/Title Owner of Tax Map 49-3 ((9)) 6, 6A**

**ARLINGTON BOULEVARD CONSOLIDATION LLC**

By: Dewberry Investments LLLP, its Managing Member

  
By: Sidney O. Dewberry  
Its: General Partner

[SIGNATURE ENDS]

**PROFFERS**  
**PCA 2004-PR-003-02/PCA 2009-PR-007**  
**ARLINGTON BOULEVARD CONSOLIDATION LLC**  
**August 19, 2009**

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950, as amended, and Section 18-204 of the Zoning Ordinance of Fairfax County, 1978, as amended, ARLINGTON BOULEVARD CONSOLIDATION LLC, (the "Applicant") for the owners, themselves, their successors and assigns in PCA 2004-PR-003-02 and PCA 2009-PR-007 (the "PCA Applications"), filed for property identified as Fairfax County Tax Map 49-3 ((1)) 135 and 104B; and 49-3 ((9)) 11A part and 7A part (the "PCA Property") hereby agrees to the following proffers, provided that the Board of Supervisors approves the PCA Applications. The PCA Property is, among other land, currently subject to certain proffers approved with RZ 2004-PR-003 and dated May 3, 2004 (the "May 3, 2004 Proffers"), as amended by PCA 2004-PR-003. Upon approval of the PCA Applications by the Board of Supervisors, the May 3, 2004 Proffers shall remain in full force and effect except as they shall be modified, and superseded, herein with respect to the PCA Property.

1. Development Plan. Development of the PCA Property shall be in substantial conformance with the Generalized Development Plan/Generalized Development Plan Amendment/Partial Generalized Development Plan Amendment prepared by Dewberry & Davis LLC, dated August 5, 2008, as revised through August 19, 2009, and consisting of 10 sheets (the "PCA Plan"). All references in the May 3, 2004 Proffers to the "GDP" that apply to the PCA Property are hereby modified and superseded to refer to the PCA Plan. The PCA Plan will enable the construction of a single office building (identified as Building A) consisting of a maximum total of 165,983 square feet of gross floor area ("GFA") across Parcel 104B and Parcel 135. The Applicant agrees that a single site plan shall be submitted for such building.
  
4. Building Heights. Building A shall be limited to 90 feet in height. Any proposed penthouse(s) for Building A shall not exceed 25 feet in height and shall be provided in accordance with Sect. 2-506 of the Zoning Ordinance. Proposed parking structure # 3, as shown on the PCA Plan, shall not exceed 85 feet in height.
  
10. Transportation Management Strategies. The use of mass transit, ride-sharing and other transportation strategies will be utilized to reduce single occupancy vehicular (SOV) traffic by employees to and from proposed Building A during morning and evening peak hours 6:00 a.m. to 9:00 a.m. and 4:00 p.m. to 7:00 p.m. by a minimum of 15 percent of the transportation generated according to the Institute of Transportation Engineers ("ITE") Trip Generation Manual 6<sup>th</sup> Edition. The transportation

management strategies will be implemented after 70 percent of Building A has been occupied.

The following is a list of strategies that shall be implemented with the concurrence and approval of the Fairfax County Department of Transportation ("FCDOT"):

- A. Designation of an individual to act as the transportation coordinator for Building A whose responsibility will be to implement the transportation management strategies. The transportation management strategy position may be a part of other duties assigned to the individual(s);
- B. Participation in the Fairfax County Ride Share Program;
- C. Dissemination of information regarding Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing, and "guaranteed ride home" program sponsored by the Washington Council of Government and other relevant transit options;
- D. Making Metro maps, schedules and forms available to tenants in a common area(s) of Building A for Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing and other relevant transit options such as, for example, taxi-ride home vouchers for medical patients or possible shuttle service between the Application Property and Inova Fairfax Hospital;
- E. Providing sheltered amenities for bicycle storage;
- F. Providing a sidewalk system designed to encourage/facilitate pedestrian circulation;
- G. Providing SmartTrip Cards and/or WMATA Metrochecks Program participation;
- H. Providing voluntary car pool/van pool programs established, under the direction of the transportation coordinator;
- I. Providing preferential parking for carpool/vanpool participants and drivers of hybrid cars;
- J. Ongoing coordination by the transportation management coordinator with the FCDOT on an annual basis, to provide opportunities for adjustments of the program in accordance with "state of the art" strategies and recommendations;

- K. Employer occupants shall be encouraged to provide alternative work schedules, including staggered work hour programs, flex-time and telework programs, and to provide information to new employees on housing opportunities in the Merrifield area;
- L. The transportation coordinator shall encourage medical office tenants, if any, to disseminate information regarding public transit in medical office waiting rooms and on medical office websites. In addition, the transit coordinator shall, on a quarterly basis, survey medical office tenants, if any, to collect information about tenant office hours and schedules of patient visits. The purpose of this survey is to understand how the medical offices are operating (in terms of hours of operation and patient scheduling) to determine whether there are peaks in their collective schedules that the tenants may voluntarily agree to adjust to promote a more even distribution of medical office related trips throughout the day. The results of the survey shall be shared with the medical office tenants and provided to FCDOT for information purposes only.
- M. The transportation coordinator shall coordinate with any TDM programs in place on Parcels 6 and 6A that are subject to RZ 2009-PR-006.

One year after the transportation management strategies are implemented, the Applicant shall conduct a survey of the building tenants and employees in Building A to determine the transportation characteristics of building tenants and employees. This survey will help inform the basis of the transportation management program. The survey shall be submitted to the FCDOT for review and approval.

Annually thereafter, the Applicant shall conduct a multi-modal transportation split survey of tenant employees in Building A to demonstrate whether such goal of reducing SOV trips by 15% has been met to the satisfaction of the FCDOT. The yearly report shall be submitted to the FCDOT for review. If the annual multi-modal transportation split survey indicates that the reduction has not occurred then the Applicant shall contribute an annual sum of \$0.10 per square foot of occupied gross floor area in Building A to a transportation demand management fund to be used by the transportation coordinator to implement the Transportation Management Plan for Building A.

- 11. Merrifield Shuttle. At the time of site plan approval for Building A the Applicant shall make a one time contribution of \$10,000 to support a Merrifield Area shuttle service. Applicant's contribution shall be held in escrow until such time as such shuttle is in operation, and includes a stop at the PCA Property. In addition, the Applicant shall reasonably cooperate

with others who are working to establish such shuttle service in Merrifield and shall encourage and support the location of a shuttle stop to serve the PCA Property, all at no additional cost to the Applicant.

12. Bus Shelter. Prior to issuance of a Non-Residential Use Permit ("Non-RUP") for Building A, the Applicant shall install a bus shelter (with pad) along the Arlington Boulevard frontage of the PCA Property in a final location to be determined by the FCDOT. In addition, the Applicant shall construct approximately 50 feet of additional concrete between the bus shelter pad and the Arlington Boulevard curb to provide secure footing for bus riders to board/disembark. Further, the Applicant shall construct a five-foot wide concrete sidewalk that connects southward from the bus shelter to the proposed sidewalk along the front of Building A. The applicant shall maintain the area around the bus shelter, including disposing of trash in and around the receptacles located at the bus shelter.
  
14. Building Architecture. The architectural design of Building A shall be in substantial conformance with the elevations shown on Sheet 7 of the PCA Plan. All sides of Building A shall be architecturally consistent, and any mechanical penthouses shall be architecturally integrated with materials and colors consistent with those of the building. The façade of Building A shall be well-articulated and incorporate a series of vertical elements to break the horizontal scale of the building.

The façade treatment of Building A shall include a combination of building materials and shall be at least 70% masonry (brick and/or precast concrete) and glass. Other materials, which may include (but not necessarily be limited to) stone, metal, and exterior insulation finish system, may be used to provide architectural detail and fenestration to the building façade. Photographs of Buildings B and C shall be provided to the Director of the Department of Public Works and Environmental Services ("DPWES") prior to site plan approval so that the Director may determine whether Building A is architecturally compatible and similar in character with Buildings B and C. The Applicant will incorporate sustainable design elements in the final design of the rooftop of Building A such that the rooftop design meets the standard set forth in Credit 7.2 of the U.S. Green Building Council's Leadership in Energy and Environmental Design Green Building Rating System Version 2.1. The Applicant shall provide a confirmation from a qualified design professional at the time of building permit application for Building A to demonstrate that such sustainable design elements have been incorporated in the building plans.

- 14.A. Green Building Practices. The Applicant shall include a U.S. Green Building Council ("USGBC") Leadership in Energy and Environmental

Design ("LEED®") accredited professional who is also a professional engineer or architect licensed to practice in the Commonwealth of Virginia as a member of the design team for Building A. The LEED® accredited professional shall work with the team to incorporate LEED® design elements into Building A and its site so that it will be positioned to attain LEED® certification for Core and Shell (or equivalent successor certification). The Applicant shall demonstrate compliance with this commitment to the Environment and Development Review Branch of DPZ at the time of site plan second submission.

The Applicant shall provide, as part of the building plan submission for Building A, a list prepared by a LEED® accredited professional of specific credits that the Applicant anticipates attaining within the LEED® - Core and Shell Development, Version 2.0, rating system, or other LEED® or equivalent rating system applicable to the project, along with a written statement from the LEED® Accredited Professional, indicating that the items on the list should meet at least the minimum number of credits necessary to position the project to attain LEED® certification.

The Applicant shall explore the use of solar devices on the building roof and/or garage and provide a report of its findings to the Board of Supervisors and DPZ at the time of building plan submission for Building A. If Building A is to be leased, in whole or part, to medical office tenants, then the Applicant shall also explore the differences between the application of LEED criteria to medical office tenants and to general office tenants and provide a report of its findings to the Board of Supervisors and DPZ prior to issuance of the first tenant Non-RUP requested after Building A is 70% occupied.

15. Building Location. Deleted.
16. ~~No Drive Through. No drive through commercial facilities shall be located on the PCA Property.~~
17. Streetscape. The Applicant shall construct streetscape improvements along the Arlington Boulevard (Route 50) frontage of the PCA Property as shown on the PCA Plan. Benches shall be provided within the streetscape as indicated on the PCA Plan. Such improvements shall be subject to the approval of DPWES and Virginia Department of Transportation ("VDOT") and shall be completed prior to final bond release for Building A.
18. Parking Lot Lighting. All outdoor lighting shall comply with the Outdoor Lighting Standards of Part 9 of Article 14 of the Zoning Ordinance. All new exterior pole mounted lighting fixtures on the PCA Property shall be a maximum height of 12 feet, with fixtures directed away from, or otherwise

shielded from view from, the Pine Ridge Community to the south. Light poles on top of the parking garage shall be no greater in number than the minimum required to provide adequate security lighting. The Applicant shall install a device to lower lighting levels for lights in and on the garage between the hours of 11 p.m. and 6 a.m. while maintaining reasonable and adequate security lighting.

19. Stormwater Management. Stormwater management/detention ("SWM") and best management practices ("BMPs") shall be designed and constructed in accordance with Public Facility Manual ("PFM") requirements as determined by DPWES for the PCA Property. Subject to DPWES approval, the Applicant shall provide for SWM (i.e. two- and ten-year detention) for the development through diversion of runoff into the Pond "B" located to the east of Williams Drive. Additional flood storage may be provided in either Pond "B" or its companion facility, Pond "A," to accommodate the increased runoff from the subject site. The Applicant shall (a) obtain written permission to use off-site facilities for detention; (b) demonstrate that off-site stormwater management facilities are designed to accommodate the PCA Property (or relevant portion thereof); and (c) demonstrate that stormwater will be adequately conveyed to the off-site facilities. As reflected in PCA 87-P-038-4, the ultimate design of the off-site facilities (future retrofit of Pond "B" and Pond "A") will be prepared in accordance with current County design criteria and will provide enhanced – extended detention beyond that which is provided by the existing Ponds which currently are not designed to provide water quality treatment. In addition, the design of the ultimate off-site facilities will provide BMPs for the contributing watershed, including the area of the Application Property. Such design objectives will exceed the stormwater management and BMP performance requirements prescribed under existing Fairfax County Ordinances and the Public Facilities Manual for the PCA Property. In the event that the Applicant does not receive approval and/or permission to use the off-site pond(s), a Proffered Condition Amendment shall be required to amend this proffer and the PCA Plan to address stormwater management. The BMP requirements for the development may be accommodated in a combination of measures which may include conservation easements, sand filtration, stormwater inlet filtration and/or a modified design of the off-site regional pond(s) referenced above as may be approved by DPWES.
21. Landscaping. Landscaping for the PCA Property shall be provided in accordance with the Landscape Plan on Sheet 8 of the PCA Plan and similar treatment shall be extended onto Parcel 104B. The Applicant shall maintain all landscaping. Streetscape along Route 50 shall be consistent with the Merrifield Streetscape Design Manual. All new deciduous trees provided as a part of the streetscape shall be a minimum of 3.0 inches in caliper at the time of planting; new evergreen trees shall be a minimum of

six (6) to eight (8) feet in height at the time of planting. The landscape strips along the streetscape for Route 50 shall contain ground cover, understory plantings, ornamental shrubs and/or grass and flowering plants within the landscaped strip, subject to the review and approval of the Urban Forester. The secondary landscape strip shall include shade and/or flowering trees, ornamental shrubs, ground cover, flowering plants and/or grasses, subject to the review and approval of the Urban Forester. Native trees that are conducive to air quality enhancement shall be used within the landscaping strips as determined appropriate by the Urban Forestry Division.

22. Transportation Improvements. Prior to issuance of the first Non-RUP for Building A the following improvements shall be substantially completed (i.e. open and available for use by the public but not necessarily accepted by VDOT for maintenance purposes) by the Applicant subject to DPWES and VDOT timely approval:
- A. Construct right-turn deceleration lanes as approved by VDOT within existing right-of-way from eastbound Route 50 onto both the existing service drive entrance in front of the adjacent parcel 49-3 ((1)) 101A and onto Williams Drive. In addition, if warranted, construct a right turn taper as approved by VDOT within existing right-of-way from eastbound Route 50 onto the site access at Javier Road as shown on the PCA Plan.
  - B. Construct the new site entrance configuration shown as "Option 2" on the Sheet 3 of the PCA Plan and maintain two-way vehicle access to the service drive to the west; provided that an interim site entrance configuration, shown as "Option 1" on Sheet 3 of the PCA Plan, may be provided while the details of Option 2 are finalized with VDOT and FCDOT. Alternatively, the Applicant shall construct the site entrance configuration shown as Option 1 on Sheet 3 of the PCA Plan as the permanent configuration if it is determined by FCDOT and VDOT at the time of site plan approval that Option 1 is preferred. The throat length of the site access at Javier Road will be provided to the greatest extent possible given the design constraints presented by the service drive and site access in such area.
  - C. Restripe the southbound Javier Road and Williams Drive approaches to provide for an exclusive southbound left-turn lane and a shared through-right turn lane at such approaches;
  - D. Modify existing signal phasing to eliminate split side street approaches at Javier Road and Williams Drive;

- E. Construct additional lanes on Williams Drive to provide for a left-turn lane, a through-lane and a right turn lane at the northbound Williams Drive approach at Route 50;
- F. There is an existing crosswalk and pedestrian activated signal at the west side of Williams Drive, crossing Route 50. Such crosswalk and pedestrian signal shall be reconstructed as may be approved by VDOT in order to provide a pedestrian refuge within the Route 50 median and/or such crosswalk and pedestrian signal shall be removed in connection with the installation of a new crosswalk and pedestrian signal on the east side of the intersection as proffered pursuant to PCA 87-P-038-04.

In the event the applicant can demonstrate to the Zoning Administrator that timely approval has not been granted by DPWES and/or VDOT, the Non-RUPs for Building A may be issued and said improvements shall be completed and accepted into the state system prior to final bond release for Building A.

Transportation improvements 22.A (part) and 22.E are existing proffered obligations pursuant to PCA 87-P-038-4. If the Applicant and the owner of the property subject to PCA 87-P-038-4 (the "Adjacent Property") come to an agreement whereby the owner of the Adjacent Property agrees to pay its pro rata share of the cost of such improvements (and other related costs necessitated by the installation of such improvements) at such time as the owner of the Adjacent Property proceeds with development pursuant to PCA 87-P-038-4, as it may be amended from time to time, then the Applicant may submit such agreement and a plan to DPWES for DPWES to administer a pro rata contribution program through which the Adjacent Owner may reimburse the Applicant for such pro rata share. In no event shall the County be liable to the Applicant for any portion of the cost of such improvements or in any way related to the administration of such pro rata contribution program.

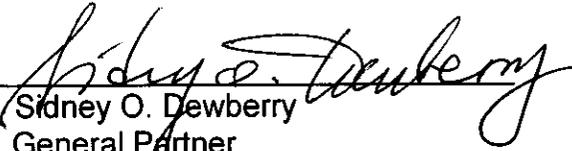
- 28. Trash Collection Hours. Regularly scheduled trash collection for the PCA Property shall occur Monday through Friday and begin no earlier than 7:00 a.m.
- 29. Successors and Assigns. These proffers shall bind and inure to the benefit of the Applicant and its successors and assigns.
- 30. Counterparts. These proffers may be executed in one or more counterparts, each of which when so executed and delivered, shall be deemed an original document, and all of which taken together shall constitute one and the same instrument.

[SIGNATURE PAGE TO FOLLOW]

**Applicant/Title Owner of Tax Map 49-3 ((1)) 135**

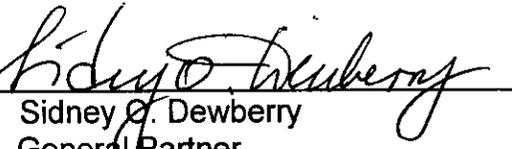
**ARLINGTON BOULEVARD CONSOLIDATION LLC**

By: Dewberry Investments LLLP, its managing member

  
By: Sidney O. Dewberry  
Its: General Partner

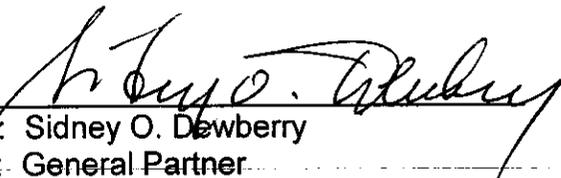
**Title Owner of Tax Map 49-3 ((9)) 11A part**

**DEWBERRY III LLLP**

  
By: Sidney O. Dewberry  
Its: General Partner

**Title Owner of Tax Map 49-3 ((9)) 7A part**

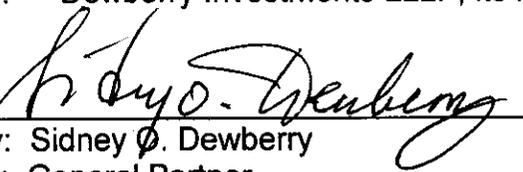
**DEWBERRY IV LLLP**

  
By: Sidney O. Dewberry  
Its: General Partner

**Title Owner of Tax Map 49-3 ((1)) 104B**

**8415 ALLIANCE LLC**

By: Dewberry Investments LLLP, its managing member

  
By: Sidney O. Dewberry  
Its: General Partner

**REZONING AFFIDAVIT**

DATE: August 3, 2009  
 (enter date affidavit is notarized)

I, Elizabeth A. McKeeby, agent, do hereby state that I am an  
 (enter name of applicant or authorized agent)

(check one)       applicant  
                           applicant's authorized agent listed in Par. 1(a) below      103850a

in Application No.(s): RZ 2009-PR-006  
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Arlington Boulevard Consolidation LLC Agents: Philip G. Yates JoAnna P. Legarreta a/k/a Josephine A. Pillis Sidney O. Dewberry J. Paul Lewis Lawrence A. McDermott (former) Jane A. Quill (former) Susan Mekenney (former) Vinh Nguyen (former) Christine M. Todd (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Applicant/Title Owner of Tax Map 49-3 ((9)) 6, 6A

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

\* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.  
 \*\* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

**Rezoning Attachment to Par. 1(a)**DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Dewberry & Davis LLC  Agents: Philip G. Yates Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	<b>Engineers/Planners/Agent</b>
M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC  Agents: Martin J. Wells Robin L. Antonucci Robert T. Kohler Christopher R. Kabatt Michael R. Pinkoske	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	<b>Transportation Consultant/ Agent</b>
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Elizabeth D. Baker Inda E. Stagg Kara M. Whisler Megan C. Shilling Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	<b>Attorneys/Planners/Agent</b>

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Arlington Boulevard Consolidation LLC
8401 Arlington Boulevard
Fairfax, Virginia 22031

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Dewberry Investments, LLLP, Managing Member
Northern Virginia Association of Realtors, Inc., Former Member
Providence Corporation, Member

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

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Dewberry & Davis LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

The Dewberry Companies LC, Member  
James L. Beight, Member  
Dennis M. Couture, Member

=====

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

=====

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

The Dewberry Companies LC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Members: Sidney O. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, Michael S. Dewberry (deceased), Thomas L. Dewberry  
The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

=====

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  
2200 Clarendon Boulevard, 13th Floor  
Arlington, Virginia 22201

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
David J. Borgardner, E. Andrew Burcher, Thomas J. Colucci, Peter M. Dolan, Jr., Jay du Von, Jerry K. Emrich, William A. Fogarty, John H. Foote, H. Mark Goetzman, Bryan H. Guidash, Michael D. Lubeley, J. Randall Minchew, M. Catharine Puskar, John E. Rinaldi, Lynne J. Strobel, Garth M. Wainman, Nan E. Walsh, Martin D. Walsh

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

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Northern Virginia Association of Realtors, Inc. f/k/a Northern Virginia Board of Realtors, Inc. (FORMER)  
8411 Arlington Boulevard  
Fairfax, VA 22031

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
A 501(c)(6) not for profit corporation with no shareholders.  
Officers: Jane A. Quill, Chairman; Susan Mekenney, Chairman-Elect; Vinh Nguyen, Secretary/Treasurer; Maggie Mueller-Tyler, COO; Christine M. Todd, CEO; James H. Foster, CFO, Mary Beth Coya, VP.

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)  
Directors-at-Large: Mary Bayat, Sue Bowers, Laura Fall, Scott Fortney, Barbara Hendrickson, Pat Kline, Diane Mun Lee, Mario Rubio, Charles T. Search, Trudy Severa, Karen Trainor, Jon Wolford

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, LLC (FORMER)  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc., Sole Member

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, Inc.  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns more than 10% of any class of stock.

=====

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

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

Rezoning Attachment to Par. 1(b)

DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Providence Corporation  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
Sidney O. Dewberry, Thomas L. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)  
Thomas L. Dewberry, President; Karen S. Grand Pre, VP; Sidney O. Dewberry, VP; Mark H. Reiner, Treasurer; Barry K. Dewberry, VP; Craig N. Thomas, Secretary  
Directors: Sidney O. Dewberry, Karen S. Grand Pre, Barry K. Dewberry, Thomas L. Dewberry

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

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

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

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

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

REZONING AFFIDAVIT

DATE: August 3, 2009  
(enter date affidavit is notarized)

102850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Dewberry Investments, LLLP  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

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

General and Limited Partner:  
Sidney O. Dewberry

Limited Partners:  
Reva A. Dewberry  
Barry K. Dewberry  
Karen S. Grand Pre  
Michael S. Dewberry (deceased)  
Thomas L. Dewberry  
The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

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

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

REZONING AFFIDAVIT

DATE: August 3, 2009  
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006  
(enter County-assigned application number(s))

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

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

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

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

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

None

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103850a

for Application No. (s): RZ 2009-PR-006
(enter County-assigned application number(s))

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

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

None

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

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

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

WITNESS the following signature:

(check one)

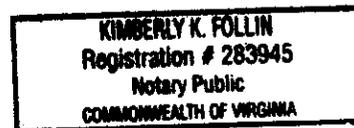
[ ] Applicant [x] Applicant's Authorized Agent
Elizabeth A. McKeeby, agent

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

Subscribed and sworn to before me this 3 day of August 2009, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011



REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

I, Sara V. Mariska, attorney/agent, do hereby state that I am an
(enter name of applicant or authorized agent)

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

103853a

in Application No.(s): PCA 2004-PR-003-02
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Includes entries for Arlington Boulevard Consolidation LLC and a list of Agents.

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

\* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
\*\* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

**Rezoning Attachment to Par. 1(a)**DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Dewberry IV LLLP f/k/a Dewberry IV Limited Partnership Agents: Philip G. Yates JoAnna P. Legarreta a/k/a Josephine A. Pillis Sidney O. Dewberry J. Paul Lewis Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Title Owner of Tax Map 49-3 ((9)) 7A pt.
Dewberry III LLLP f/k/a Dewberry III Limited Partnership Agents: Philip G. Yates JoAnna P. Legarreta a/k/a Josephine A. Pillis Sidney O. Dewberry J. Paul Lewis Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Title Owner of Tax Map 49-3 ((9)) 11A pt.
Dewberry & Davis LLC Agents: Philip G. Yates Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/Planners/Agent
M.J. Wells & Associates, Inc. f/k/a/ M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Robert T. Kohler Christopher R. Kabatt Michael R. Pinkoske	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent

(check if applicable)

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

**Rezoning Attachment to Par. 1(a)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Elizabeth D. Baker Inda E. Stagg Kara M. Whisler Megan C. Shilling Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	<b>Attorneys/Planners/Agent</b>

check if applicable)

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Arlington Boulevard Consolidation LLC
8401 Arlington Boulevard
Fairfax, Virginia 22031

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Dewberry Investments, LLLP, Managing Member
Northern Virginia Association of Realtors, Inc., Former Member
Providence Corporation, Member

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

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Dewberry & Davis LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
The Dewberry Companies LC, Member  
James L. Beight, Member  
Dennis M. Couture, Member

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
The Dewberry Companies LC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
Members: Sidney O. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, Michael S. Dewberry (deceased), Thomas L. Dewberry, The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

=====

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  
2200 Clarendon Boulevard, 13th Floor  
Arlington, Virginia 22201

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
David J. Bomgardner, E. Andrew Burcher, Thomas J. Colucci, Peter M. Dolan, Jr., Jay du Von, Jerry K. Emrich, William A. Fogarty, John H. Foote, H. Mark Goetzman, Bryan H. Guidash, Michael D. Lubeley, J. Randall Minchew, M. Catharine Puskar, John E. Rinaldi, Lynne J. Strobel, Garth M. Wainman, Nan E. Walsh, Martin D. Walsh

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Northern Virginia Association of Realtors, Inc. f/k/a Northern Virginia Board of Realtors, Inc. (FORMER)  
8411 Arlington Boulevard  
Fairfax, VA 22031

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
A 501(c)(6) not for profit corporation with no shareholders.  
Officers: Jane A. Quill, Chairman; Susan Mekenney, Chairman-Elect; Vinh Nguyen, Secretary/Treasurer; Maggie Mueller-Tyler, COO; Christine M. Todd, CEO; James H. Foster, CFO, Mary Beth Coya, VP.

=====

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)  
Directors-at-Large: Mary Bayat, Sue Bowers, Laura Fall, Scott Fortney, Barbara Hendrickson, Pat Kline, Diane Mun Lee, Mario Rubio, Charles T. Search, Trudy Severa, Karen Trainor, Jon Wolford

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, LLC (FORMER)  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc., Sole Member

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, Inc.  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns more than 10% of any class of stock.

=====

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Providence Corporation  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
Sidney O. Dewberry, Thomas L. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)  
Thomas L. Dewberry, President; Karen S. Grand Pre, VP; Sidney O. Dewberry, VP; Mark H. Reiner, Treasurer; Barry K. Dewberry, VP; Craig N. Thomas, Secretary  
Directors: Sidney O. Dewberry, Karen S. Grand Pre, Barry K. Dewberry, Thomas L. Dewberry

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

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

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

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

1038532

for Application No. (s): PCA 2004-PR-003-02
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Dewberry Investments LLLP
8401 Arlington Boulevard
Fairfax, Virginia 22031

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

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

General and Limited Partner:
Sidney O. Dewberry

Limited Partners:
Reva A. Dewberry
Barry K. Dewberry
Karen S. Grand Pre
Michael S. Dewberry (deceased)
Thomas L. Dewberry
The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

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

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

**Rezoning Attachment to Par. 1(c)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

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

Dewberry IV LLLP f/k/a Dewberry IV Limited Partnership  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

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

Managing General Partner:  
Sidney O. Dewberry

Limited Partners:  
Sidney O. Dewberry  
Reva A. Dewberry  
Barry K. Dewberry  
Karen S. Grand Pre  
Michael S. Dewberry (deceased)  
Thomas L. Dewberry  
The Michael S. Dewberry Revocable Trust  
w/a/d 11/23/05 f/b/o The Stephanie A.  
Dewberry Marital Deduction Trust w/a/d  
11/23/05 (f/b/o Stephanie A. Dewberry)  
and The Michael S. Dewberry Credit  
Shelter Trust w/a/d 11/23/05 (f/b/o 4 minor  
children of Michael S. Dewberry)

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

**Rezoning Attachment to Par. 1(c)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number (s))

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

Dewberry III LLLP f/k/a Dewberry III Limited Partnership  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

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

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

Managing General Partner:  
Sidney O. Dewberry

General and Limited Partners:  
Sidney O. Dewberry  
Reva A. Dewberry

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

REZONING AFFIDAVIT

DATE: August 3, 2009  
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02  
(enter County-assigned application number(s))

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

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

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

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

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

None

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103853a

for Application No. (s): PCA 2004-PR-003-02
(enter County-assigned application number(s))

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

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

None

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

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

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

WITNESS the following signature:

(check one)

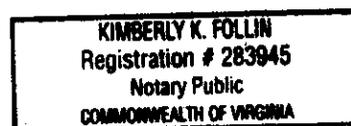
[ ] Applicant [x] Applicant's Authorized Agent

Sara V. Mariska, attorney/agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 3 day of August 2009, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011



**REZONING AFFIDAVIT**

DATE: August 3, 2009  
 (enter date affidavit is notarized)

I, Sara V. Mariska, attorney/agent, do hereby state that I am an  
 (enter name of applicant or authorized agent)

(check one)       applicant  
                           applicant's authorized agent listed in Par. 1(a) below      103854a

in Application No.(s): PCA 2009-PR-007  
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Arlington Boulevard Consolidation LLC Agents: Philip G. Yates JoAnna P. Legarreta a/k/a Josephine A. Pillis Sidney O. Dewberry J. Paul Lewis Lawrence A. McDermott (former) Jane A. Quill (former) Susan Mekenney (former) Vinh Nguyen (former) Christine M. Todd (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Applicant/Agent for Title Owner

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

\* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.  
 \*\* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

**Rezoning Attachment to Par. 1(a)**

DATE: August 3, 2009  
 (enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007  
 (enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in <b>BOLD</b> above)
8415 Alliance LLC  Agents: Philip G. Yates JoAnna P. Legarreta a/k/a Josephine A. Pillis Sidney O. Dewberry J. Paul Lewis Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Title Owner of Tax Map 49-3 ((1)) 104B
Dewberry & Davis LLC  Agents: Philip G. Yates Lawrence A. McDermott (former)	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/Planners/Agent
M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Robert T. Kohler Christopher R. Kabatt Michael R. Pinkoske	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Elizabeth D. Baker Inda E. Stagg Kara M. Whisler Megan C. Shilling Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent

(check if applicable)

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

163854a

for Application No. (s): PCA 2009-PR-007
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Arlington Boulevard Consolidation LLC
8401 Arlington Boulevard
Fairfax, Virginia 22031

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Dewberry Investments, LLLP, Managing Member
Northern Virginia Association of Realtors, Inc., Former Member
Providence Corporation, Member

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

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Dewberry & Davis LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
The Dewberry Companies LC, Member  
James L. Beight, Member  
Dennis M. Couture, Member

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

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
The Dewberry Companies LC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Members: Sidney O. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, Michael S. Dewberry (deceased), Thomas L. Dewberry, The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  
2200 Clarendon Boulevard, 13th Floor  
Arlington, Virginia 22201

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

David J. Bomgardner, E. Andrew Burcher, Thomas J. Colucci, Peter M. Dolan, Jr., Jay du Von, Jerry K. Emrich, William A. Fogarty, John H. Foote, H. Mark Goetzman, Bryan H. Guidash, Michael D. Lubeley, J. Randall Minchew, M. Catharine Puskar, John E. Rinaldi, Lynne J. Strobel, Garth M. Wainman, Nan E. Walsh, Martin D. Walsh

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Northern Virginia Association of Realtors, Inc. f/k/a Northern Virginia Board of Realtors, Inc. (FORMER)  
8411 Arlington Boulevard  
Fairfax, VA 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

A 501(c)(6) not for profit corporation with no shareholders.  
Officers: Jane A. Quill, Chairman; Susan Mekenney, Chairman-Elect; Vinh Nguyen, Secretary/Treasurer; Maggie Mueller-Tyler, COO; Christine M. Todd, CEO; James H. Foster, CFO, Mary Beth Coya, VP.

=====

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

Directors-at-Large: Mary Bayat, Sue Bowers, Laura Fall, Scott Fortney, Barbara Hendrickson, Pat Kline, Diane Mun Lee, Mario Rubio, Charles T. Search, Trudy Severa, Karen Trainor, Jon Wolford

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103854e

for Application No. (s): PCA 2009-PR-007  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, LLC (FORMER)  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc., Sole Member

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
M.J. Wells & Associates, Inc.  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns more than 10% of any class of stock.

=====

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: August 3, 2009  
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
8415 Alliance LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDER:** (enter first name, middle initial, and last name)  
Dewberry Investments LLLP, Managing Member / Member  
Northern Virginia Association of Realtors, Inc., Former Member  
Arlington Boulevard Consolidation LLC, Member

=====

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

=====

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Providence Corporation  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

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

**NAMES OF THE SHAREHOLDERS:** (enter first name, middle initial, and last name)  
Sidney O. Dewberry, Thomas L. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

=====

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)  
Thomas L. Dewberry, President; Karen S. Grand Pre, VP; Sidney O. Dewberry, VP; Mark H. Reiner, Treasurer; Barry K. Dewberry, VP; Craig N. Thomas, Secretary  
Directors: Sidney O. Dewberry, Karen S. Grand Pre, Barry K. Dewberry, Thomas L. Dewberry

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Dewberry Investments, LLLP
8401 Arlington Boulevard
Fairfax, Virginia 22031

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

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

General and Limited Partner:
Sidney O. Dewberry

Limited Partners:
Reva A. Dewberry
Barry K. Dewberry
Karen S. Grand Pre
Michael S. Dewberry (deceased)
Thomas L. Dewberry
The Michael S. Dewberry Revocable Trust u/a/d 11/23/05 f/b/o The Stephanie A. Dewberry Marital Deduction Trust u/a/d 11/23/05 (f/b/o Stephanie A. Dewberry) and The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o 4 minor children of Michael S. Dewberry)

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

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

REZONING AFFIDAVIT

DATE: August 3, 2009  
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007  
(enter County-assigned application number(s))

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

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

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

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

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

None

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

REZONING AFFIDAVIT

DATE: August 3, 2009
(enter date affidavit is notarized)

103854a

for Application No. (s): PCA 2009-PR-007
(enter County-assigned application number(s))

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

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

None

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

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

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

WITNESS the following signature:

(check one)

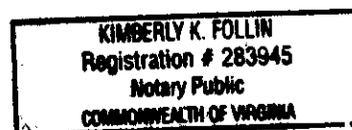
Sara V. Mariska
[ ] Applicant [x] Applicant's Authorized Agent

Sara V. Mariska, attorney/agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 3 day of August 20 09, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011





WALSH COLUCCI  
LUBBELEY EMRICH  
& WALSH PC

Timothy S. Sampson  
(703) 618-4135  
[tsampson@arl.thelandlawyers.com](mailto:tsampson@arl.thelandlawyers.com)

RECEIVED  
Department of Planning & Zoning

SEP 5 2008

Zoning Evaluation Division

September 4, 2008

Via Hand Delivery

Regina M. Coyle, Director  
Fairfax County Department of Planning & Zoning  
Zoning Evaluation Division  
12055 Government Center Parkway, #801  
Fairfax, VA 22035

Re: Statement of Justification  
Arlington Boulevard Consolidation LLC (the "Applicant")

Rezoning Application  
Tax Map: 49-3 ((9)) 6, 6A ("Parcels 6 and 6A")

Partial Proffered Condition Amendment Application  
Tax Map: 49-3 ((9)) 7A pt. and 11A pt.; and Tax Map 49-3 ((1)) 135 (respectively,  
"Parcel 7A", "Parcel 11A" and "Parcel 135")

Proffered Condition Amendment Application  
Tax Map: 49-3 ((1)) 104B ("Parcel 104B")

Dear Ms. Coyle:

Please accept this letter as a statement of justification in support of three concurrent applications filed for the above-referenced parcels. These applications propose two proffered condition amendments and the rezoning of Parcels 6 and 6A with a development plan that will incorporate those parcels into the consolidated development approved pursuant to RZ 2004-PR-003, as amended. The proposal is consistent with the recommendations of the Comprehensive Plan and requires three applications as follows.

1. Rezoning Application. The Applicant requests that Parcels 6 and 6A be rezoned from the R-1 District to the C-3 District to allow development of a two-story office building consisting of 20,000 square feet of gross floor area ("GFA"), exclusive of cellar. Primary access to the site would be from Pennell Street to the south over a portion of Parcel 7A. With the exception of limited surface spaces, parking for the new office building would be located in the parking garage to be constructed off-site on Parcel 104B and Parcel 135.

Accessory uses such as loading spaces, dumpsters, transformers and emergency generators for the existing and proposed office buildings located to the north and east are also planned on the rear portion of Lots 6 and 6A.

Parcels 6 and 6A are located within Sub-Unit L2 within Land Unit L of the Merrifield Suburban Center of the Comprehensive Plan. Parcels 6 and 6A are planned for office use. The recommendations of Sub-Unit L3 set forth an option whereby Parcels 6 and 6A may be added to the consolidation of Sub-Units L3 and L4 and developed with office up to 20,000 square feet of GFA. This application is consistent in all respects with the Comprehensive Plan recommendations.

2. Partial PCA #1. The Applicant also requests approval of a partial proffered condition amendment application for RZ 2004-PR-003. This rezoning was approved on May 10, 2004, and it was subsequently amended by Partial PCA approval on June 30, 2008. The purpose of this request is to allow the western portion of Parcel 7A to be improved as an access drive for Parcels 6 and 6A and a secondary access drive for the parking structure planned on Parcel 104B and Parcel 135 to the north. The portion of Parcel 7A that is subject to this request is currently approved, and improved, with a landscaped buffer area that served as a screen to Parcel 6A when it was in residential use. Clearly there is no need for that buffer given the present proposal.

A secondary purpose of the request is to amend the proffers with respect to the proposed parking structure that is located in part on the rear portion of Parcel 135, as described below.

Finally, the Applicant proposes to amend Proffer 9 regarding "Site Access" to allow for a limited connection between Williams Drive and Highland Lane to the south. The purpose would be to allow for controlled, private vehicular access from Highland Lane to the consolidated project.

3. PCA #2: The Applicant further requests approval of a proffered condition amendment application to instate proffers related to the parking structure that is located in part on the rear portion of Parcel 104B. The parking structure was approved with the development program that was approved pursuant to RZ 2004-PR-003, as amended. The portion of the development program on Parcel 104B is subject to a related covenant.

The purpose of the proffered condition amendments related to the parking structure is to enable the Board of Supervisors to approve a waiver of the interior parking lot landscape requirement in accordance with provisions set forth in Par 6 of Sect. 13-201 of the Zoning Ordinance and to address a minor adjustment to the height of the garage in the event solar panels are constructed on the upper level of the parking structure as an option in furtherance of a proffer that was approved in conjunction with the approval of PCA-2004-PR-003. The solar panels would be designed to provide shade to many of the parking spaces on the upper level of the parking structure which is the objective of the landscape requirement.

I believe that the partial PCA application meets the criteria for a partial proffered condition amendment pursuant to Par.6 of Sect. 18-204 of the Zoning Ordinance, in that it does not: a) adversely affect the use of the property subject to the proffered conditions but not incorporated into the application; b) does not inhibit, adversely affect, or preclude in any manner the fulfillment of the proffered conditions applicable to the area not incorporated into the application; and c) does not increase the overall improved density/intensity for the development.

As always, thank you for your attention to this matter. If you have any questions or would like additional information, please do not hesitate to contact me.

Very truly yours,

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

*Timothy S. Sampson by em*

Timothy S. Sampson

TSS/cs

cc: JoAnna P. Legarreta  
Phil Yates  
Elizabeth McKeeby



# County of Fairfax, Virginia

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

July 2, 2008

Timothy S. Sampson  
Walsh, Colucci, Lubeley, Emrich & Walsh  
2200 Clarendon Boulevard, 13<sup>th</sup> Floor  
Arlington, Virginia 22201

RE: Proffered Condition Amendment Application PCA 2004-PR-003

Dear Mr. Sampson:

Enclosed you will find a copy of an Ordinance adopted by the Board of Supervisors at a regular meeting held on June 30, 2008, approving Proffered Condition Amendment Application PCA 2004-PR-003 in the name of Arlington Boulevard Consolidation LLC. The Board's action amends the proffers for Rezoning Application RZ 2004-PR-003, previously approved for commercial development with an overall Floor Area Ratio (FAR) of 1.5 to permit modification to approved proffers and site design. The subject property is located on the south side of Arlington Boulevard and west of its intersection with Williams Drive on approximately 1.88 acres of land zoned C-3 [Tax Map 49-3 ((1)) 135 and 49-3 ((9)) 11A pt.], in the Providence District and is subject to the proffers dated June 26, 2008.

**The Board also:**

- Waived the service drive requirement along Route 50 in favor of the travel lane depicted on the Generalized Development Plan (GDP).
- Modified the transitional screening and barrier requirements along the southern, southwestern, and southeastern portions of the site in favor of the landscaping and barriers depicted on the GDP.
- Modified the loading space requirement to permit three loading spaces for Building A.

Sincerely,

Nancy Vehrs  
Clerk to the Board of Supervisors  
NV/dms  
Enclosure

Office of the Clerk to the Board of Supervisors  
12000 Government Center Parkway, Suite 533  
Fairfax, Virginia 22035

Phone: 703-324-3151 ♦ Fax: 703-324-3926 ♦ TTY: 703-324-3903

Email: [clerktothebos@fairfaxcounty.gov](mailto:clerktothebos@fairfaxcounty.gov)

<http://www.fairfaxcounty.gov/bosclerk>

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium in the Government Center at Fairfax, Virginia, on the 30<sup>th</sup> day of June, 2008, the following ordinance was adopted.

**AN ORDINANCE AMENDING THE ZONING ORDINANCE  
PROFFERED CONDITION AMENDMENT PCA 2004-PR-003**

WHEREAS, Arlington Boulevard Consolidation LLC, filed in the proper form an application to amend the proffers for RZ 2004-PR-003 hereinafter described, by amending conditions proffered and accepted pursuant to Virginia Code Ann. 15.2-2303(a), and

WHEREAS, at a duly called public hearing the Planning Commission considered the application and the propriety of amending the Zoning Ordinance in accordance therewith, and thereafter did submit to this Board its recommendation, and

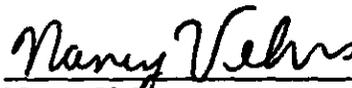
WHEREAS, this Board has today held a duly called public hearing and after due consideration of the reports, recommendation, testimony and facts pertinent to the proposed amendment, the Board is of the opinion that the Ordinance should be amended,

NOW, THEREFORE, BE IT ORDAINED, that that certain parcel of land situated in the Providence District, and more particularly described as follows (see attached legal description):

Be, and hereby is further restricted by the amended conditions proffered and accepted pursuant to Virginia Code Ann., 15.2-2303(a), which conditions are incorporated into the Zoning Ordinance as it affects said parcel, and

BE IT FURTHER ENACTED, that the boundaries of the Zoning Map heretofore adopted as a part of the Zoning Ordinance be, and they hereby are, amended in accordance with this enactment, and that said zoning map shall annotate and incorporate by reference the additional conditions governing said parcels.

GIVEN under my hand this 30<sup>th</sup> day of June, 2008.



Nancy Velts

Clerk to the Board of Supervisors

**PROFFERS**  
**ARLINGTON BOULEVARD CONSOLIDATION**  
**PCA 2004-PR-003**  
**June 26, 2008**

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950, as amended, and Section 18-204 of the Zoning Ordinance of Fairfax County, 1978, as amended, ARLINGTON BOULEVARD CONSOLIDATION LLC, (the "Applicant") for the owners, themselves, their successors and assigns in PCA 2004-PR-003 (the "PCA Application"), filed for property identified as Fairfax County Tax Map 49-3 ((1)) 135 and 49-3 ((9)) 11A part (the "PCA Property") hereby agrees to the following proffers, provided that the Board of Supervisors approves the PCA Application. The PCA Application is a "partial" proffered condition amendment application, and the PCA Property is, among other land, currently subject to proffers approved with RZ 2004-PR-003 and dated May 3, 2004 (the "May 3, 2004 Proffers"). Upon approval of this PCA Application by the Board of Supervisors, the May 3, 2004 Proffers shall remain in full force and effect except as they shall be modified, and thereby superseded, herein with respect to the PCA Property.

The approval of the PCA Application will enable the construction of a single office building across the shared property line with Tax Map Parcel 49-3 ((1)) 104B ("Parcel 104B"). Parcel 104B is not part of the PCA Property, but the obligations contained in the proffers set forth below shall apply to both the PCA Property as well as Parcel 104B, and references to "Building A" herein shall mean the entire building. The owner of Parcel 104B has executed a restrictive covenant (copy attached hereto as Exhibit A) agreeing that future development on Parcel 104B shall be restricted by the obligations contained in these proffers.

1. Development Plan. Development of the PCA Property and Parcel 104B shall be in substantial conformance with the Partial Proffered Condition Amendment Plan prepared by Dewberry & Davis LLC, dated October 9, 2007, as revised through June 26, 2008, and consisting of eleven sheets (the "PCA Plan"). All references in the May 3, 2004 Proffers to the "GDP" that apply to the PCA Property are hereby modified and superseded to refer to the PCA Plan. The PCA Plan will enable the construction of a single office building across the shared property line with Parcel 104B. The Applicant agrees that a single site plan shall be submitted for such building.
4. Building Heights. Building A shall be limited to 90 feet in height. Any proposed penthouse(s) for Building A shall not exceed 25 feet in height and shall be provided in accordance with Sect. 2-506 of the Zoning Ordinance. Proposed parking structure # 3, as shown on the PCA Plan, shall not exceed 70 feet in height.
10. Transportation Management Strategies. The use of mass transit, ride-sharing and other transportation strategies will be utilized to reduce single occupancy vehicular (SOV) traffic by employees to and from proposed Building A during morning and evening peak hours 6:00 a.m. to 9:00 a.m. and 4:00 p.m. to 7:00 p.m. by a minimum

of 15 percent of the transportation generated according to the Institute of Transportation Engineers ("ITE") Trip Generation Manual 6<sup>th</sup> Edition. The transportation management strategies will be implemented after 70 percent of Building A has been occupied.

The following is a list of strategies that shall be implemented with the concurrence and approval of the Fairfax County Department of Transportation ("FCDOT"):

- A. Designation of an individual to act as the transportation coordinator for Building A whose responsibility will be to implement the transportation management strategies. The transportation management strategy position may be a part of other duties assigned to the individual(s);
- B. Participation in the Fairfax County Ride Share Program;
- C. Dissemination of information regarding Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing, and "guaranteed ride home" program sponsored by the Washington Council of Government and other relevant transit options;
- D. Making Metro maps, schedules and forms available to tenants in a common area(s) of Building A for Metrorail, Metrobus, any available Merrifield Shuttle service, ridesharing and other relevant transit options;
- E. Providing amenities for bicycle storage;
- F. Providing a sidewalk system designed to encourage/facilitate pedestrian circulation;
- G. Providing SmartTrip Cards and/or WMATA Metrochecks Program participation;
- H. Providing voluntary car pool/van pool programs established, under the direction of the transportation coordinator;
- I. Providing preferential parking for carpool/vanpool participants and drivers of hybrid cars;
- J. Ongoing coordination by the transportation management coordinator with the FCDOT on an annual basis, to provide opportunities for adjustments of the program in accordance with "state of the art" strategies and recommendations;
- K. Employer occupants shall be encouraged to provide alternative work schedules, including staggered work hour programs, flex-time and telework programs, and to provide information to new employees on housing opportunities in the Merrifield area.
- L. The transportation coordinator shall encourage medical office tenants, if any,

to disseminate information regarding public transit in medical office waiting rooms and on medical office websites. In addition, the transit coordinator shall, on a quarterly basis, survey medical office tenants, if any, to collect information about tenant office hours and schedules of patient visits. The purpose of this survey is to understand how the medical offices are operating (in terms of hours of operation and patient scheduling) to determine whether there are peaks in their collective schedules that the tenants may voluntarily agree to adjust to promote a more even distribution of medical office related trips throughout the day. The results of the survey shall be shared with the medical office tenants and provided to FCDOT for information purposes only.

One year after the transportation management strategies are implemented, the Applicant shall conduct a survey of the building tenants and employees in Building A to determine the transportation characteristics of building tenants and employees. This survey will help inform the basis of the transportation management program. The survey shall be submitted to the FCDOT for review and approval.

Annually thereafter, the Applicant shall conduct a multi-modal transportation split survey of tenant employees in Building A to demonstrate whether such goal of reducing SOV trips by 15% has been met to the satisfaction of the FCDOT. The yearly report shall be submitted to the FCDOT for review. If the annual multi-modal transportation split survey indicates that the reduction has not occurred then the Applicant shall contribute an annual sum of \$0.10 per square foot of occupied gross floor area in Building A to a transportation demand management fund to be used by the transportation coordinator to implement the Transportation Management Plan for Building A.

11. Merrifield Shuttle. At the time of site plan approval for Building A the Applicant shall make a one time contribution of \$10,000 to support a Merrifield Area shuttle service. Applicant's contribution shall be held in escrow until such time as such shuttle is in operation, and includes a stop at the PCA Property. In addition, the Applicant shall reasonably cooperate with others who are working to establish such shuttle service in Merrifield and shall encourage and support the location of a shuttle stop to serve the PCA Property, all at no additional cost to the Applicant.
12. Bus Shelter. Prior to issuance of a Non-Residential Use Permit ("Non-RUP") for Building A, the Applicant shall install a bus shelter (with pad) along the Arlington Boulevard frontage of the PCA Property in a final location to be determined by the FCDOT. In addition, the Applicant shall construct approximately 50 feet of additional concrete between the bus shelter pad and the Arlington Boulevard curb to provide secure footing for bus riders to board/disembark. Further, the Applicant shall construct a five-foot wide concrete sidewalk that connects southward from the bus

shelter to the proposed sidewalk along the front of Building A. The applicant shall maintain the area around the bus shelter, including disposing of trash in and around the receptacles located at the bus shelter.

14. **Building Architecture.** The architectural design of Building A shall be in substantial conformance with the elevations shown on Sheets 5 and 6 of the PCA Plan. All sides of Building A shall be architecturally consistent, and any mechanical penthouses shall be architecturally integrated with materials and colors consistent with those of the building. The façade of Building A shall be well-articulated and incorporate a series of vertical elements to break the horizontal scale of the building. The façade treatment of Building A shall include a combination of building materials and shall be at least 70% masonry (brick and/or precast concrete) and glass. Other materials, which may include (but not necessarily be limited to) stone, metal, and exterior insulation finish system, may be used to provide architectural detail and fenestration to the building façade. Photographs of Buildings B and C shall be provided to the Director of the Department of Public Works and Environmental Services ("DPWES") prior to site plan approval so that the Director may determine whether Building A is architecturally compatible and similar in character with Buildings B and C. The Applicant will incorporate sustainable design elements in the final design of the rooftop of Building A such that the rooftop design meets the standard set forth in Credit 7.2 of the U.S. Green Building Council's Leadership in Energy and Environmental Design Green Building Rating System Version 2.1. The Applicant shall provide a confirmation from a qualified design professional at the time of building permit application for Building A to demonstrate that such sustainable design elements have been incorporated in the building plans.
- 14.A. **Green Building Practices.** The Applicant shall include a U.S. Green Building Council ("USGBC") Leadership in Energy and Environmental Design ("LEED®") accredited professional who is also a professional engineer or architect licensed to practice in the Commonwealth of Virginia as a member of the design team for Building A. The LEED® accredited professional shall work with the team to incorporate LEED® design elements into Building A and its site so that it will be positioned to attain LEED® certification for Core and Shell (or equivalent successor certification). The Applicant shall demonstrate compliance with this commitment to the Environment and Development Review Branch of DPZ at the time of site plan second submission.

The Applicant shall provide, as part of the building plan submission for Building A, a list prepared by a LEED® accredited professional of specific credits that the Applicant anticipates attaining within the LEED® - Core and Shell Development, Version 2.0, rating system, or other LEED® or equivalent rating system applicable to the project, along with a written statement from the LEED® Accredited Professional, indicating that the items on the list should meet at least the minimum number of credits necessary to position the project to attain LEED® certification.

The Applicant shall explore the use of solar devices on the building roof and/or garage and provide a report of its findings to the Board of Supervisors and DPZ at the time of building plan submission for Building A. If Building A is to be leased, in whole or part, to medical office tenants, then the Applicant shall also explore the differences between the application of LEED criteria to medical office tenants and to general office tenants and provide a report of its findings to the Board of Supervisors and DPZ prior to issuance of the first tenant Non-RUP requested after Building A is 70% occupied.

15. Building Location. Deleted.
16. No Drive Through. No drive through commercial facilities shall be located on the PCA Property or Parcel 104B.
17. Streetscape. The Applicant shall construct streetscape improvements along the Arlington Boulevard (Route 50) frontage of the PCA Property as shown on the PCA Plan and similar treatment shall be extended along the frontage of Parcel 104B. Benches shall be provided within the streetscape as indicated on the PCA Plan. Such improvements shall be subject to the approval of DPWES and Virginia Department of Transportation ("VDOT") and shall be completed prior to final bond release for Building A.
18. Parking Lot Lighting. All new exterior pole mounted lighting fixtures on the PCA Property and Parcel 104B shall be a maximum height of 12 feet, with fixtures directed away from, or otherwise shielded from view from, the Pine Ridge Community to the south. Light poles on top of the parking garage shall be no higher and no greater in number than the minimum required to provide adequate security lighting. The Applicant shall install a device to lower lighting levels for lights in and on the garage between the hours of 11 p.m. and 6 a.m. while maintaining reasonable and adequate security lighting.
19. Stormwater Management. Stormwater management/detention ("SWM") and best management practices ("BMPs") shall be designed and constructed in accordance with Public Facility Manual ("PFM") requirements as determined by DPWES for the PCA Property and Parcel 104B. Subject to DPWES approval, the Applicant shall provide for SWM (i.e. two- and ten-year detention) for the development through diversion of runoff into the Regional Pond "B" located to the east of Williams Drive. Additional flood storage may be provided in either Regional Pond "B" or its companion facility, Pond "A," to accommodate the increased runoff from the subject site. The Applicant shall (a) obtain written permission to use off-site facilities for detention; (b) demonstrate that off-site stormwater management facilities are designed to accommodate the PCA Property and Parcel 104B (or relevant portion thereof); and (c) demonstrate that stormwater will be adequately conveyed to the off-

site facilities. The ultimate design of the off-site facilities (future retrofit of Regional Pond "B" and Pond "A") will be prepared in accordance with current County design criteria and will provide enhanced – extended detention beyond that which is provided by the existing Ponds which currently are not designed to provide water quality treatment. In addition, the design of the ultimate off-site facilities will provide BMP's for the contributing watershed, including the area of the Application Property. Such design objectives will exceed the stormwater management and BMP performance requirements prescribed under existing Fairfax County Ordinances and the Public Facilities Manual for the PCA Property and Parcel 104B. In the event that the Applicant does not receive approval and/or permission to use the off-site pond(s), a Proffered Condition Amendment shall be required to amend this proffer and the PCA Plan to address stormwater management. The BMP requirements for the development may be accommodated in a combination of measures which may include conservation easements, sand filtration, stormwater inlet filtration and/or a modified design of the off-site regional pond(s) referenced above as may be approved by DPWES.

21. Landscaping. Landscaping for the PCA Property shall be provided in accordance with the Landscape Plan on Sheets 7 and 8 of the PCA Plan and similar treatment shall be extended onto Parcel 104B. The Applicant shall maintain all landscaping. All new deciduous trees provided as a part of the streetscape shall be a minimum of 3.0 inches in caliper at the time of planting; new evergreen trees shall be a minimum of six (6) to eight (8) feet in height at the time of planting. The landscape strips along the streetscape for Route 50 shall contain ground cover, understory plantings, ornamental shrubs and/or grass and flowering plants within the landscaped strip, subject to the review and approval of the Urban Forester. The secondary landscape strip shall include shade and/or flowering trees, ornamental shrubs, ground cover, flowering plants and/or grasses, subject to the review and approval of the Urban Forester. Native trees that are conducive to air quality enhancement shall be used within the landscaping strips as determined appropriate by the Urban Forestry Division.
22. Transportation Improvements. Prior to issuance of the first Non-RUP for Building A the following improvements shall be substantially completed (i.e. open and available for use by the public but not necessarily accepted by VDOT for maintenance purposes) by the Applicant subject to DPWES and VDOT timely approval:
  - A. Construct right-turn deceleration lanes as determined by VDOT within existing right-of-way from eastbound Route 50 onto both the existing service drive entrance in front of parcel 101A and onto Williams Drive. If VDOT and/or the FCDOT do not approve the location of the right-turn deceleration lane onto the existing service drive entrance in front of parcel 101A, then the Applicant shall construct a right-turn deceleration lane at the site access (Javier Road)

instead, as determined by FCDOT and VDOT.

- B. Construct the new site entrance configuration shown as "Option 6" on Sheet 2 of the PCA Plan and maintain two-way vehicle access to the service drive to the west; provided that an interim site entrance configuration, shown as "Option 1" on Sheet 2 of the PCA Plan, may be provided while the details of "Option 6" are finalized with VDOT and FCDOT. Alternatively, the Applicant shall construct the site entrance configuration shown as "Option 1" on Sheet 2 of the PCA Plan as the permanent configuration if it is determined by FCDOT and VDOT at the time of site plan approval that Option 1 is preferred.
- C. Restripe the southbound Javier Road and Williams Drive approaches to provide for an exclusive southbound left-turn lane and a shared through-right turn lane at such approaches.
- D. Modify existing signal phasing to eliminate split side street approaches at Javier Road and Williams Drive.
- E. Construct additional lanes on Williams Drive to provide for a left-turn lane, a through-lane and a right turn lane at the northbound Williams Drive approach at Route 50.
- F. The crosswalk and pedestrian activated signal at the west side of Williams Drive, crossing Route 50, as required in the May 3, 2004 Proffers, have been installed.
- G. The Applicant shall improve the Route 50 median in the area that it intersects the existing crosswalk at the west side of Williams Drive crossing Route 50 in order to provide a pedestrian refuge crossing Route 50.

In the event the applicant can demonstrate to the Zoning Administrator that timely approval has not been granted by DPWES and/or VDOT, the Non-RUPs for Building A may be issued and said improvements shall be completed and accepted into the state system prior to final bond release for Building A.

Transportation improvements 22.A (part) and 22.E are existing proffered obligations pursuant to RZ 87-P-038. If the Applicant and the owner of the property subject to RZ 87-P-038 (the "Adjacent Property") come to an agreement whereby the owner of the Adjacent Property agrees to pay its pro rata share of the cost of such improvements (and other related costs necessitated by the installation of such improvements) at such time as the owner of the Adjacent Property proceeds with development pursuant to RZ 87-P-038, as it may be amended from time to time, then the Applicant may submit such agreement and a plan to DPWES for DPWES to administer a pro rata contribution program through which the Adjacent Owner may reimburse the Applicant for such pro rata share. In no event shall the County be liable to the Applicant for any portion of the cost of such improvements or in any way related to the administration of such pro rata contribution program.

28. Trash Collection Hours. Regularly scheduled trash collection for the PCA Property and Parcel 104B shall occur Monday through Friday and begin no earlier than 7:00 a.m.
29. Successors and Assigns. These proffers shall bind and inure to the benefit of the Applicant and its successors and assigns.
30. Counterparts. These proffers may be executed in one or more counterparts, each of which when so executed and delivered, shall be deemed an original document, and all of which taken together shall constitute one and the same instrument.

[SIGNATURES PAGES TO FOLLOW]

Proffers

APPLICANT/OWNER OF TAX MAP 49-3 ((1)) 135

ARLINGTON BOULEVARD CONSOLIDATION LLC

By: Dewberry Investments LLLP, its Managing Member

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

Name: Sidney O. Dewberry

Its: General Partner

By: Northern Virginia Association of Realtors, Inc., its Member

By: Jane A. Quill

Name: Jane A. Quill

Its: Chairman of the Board

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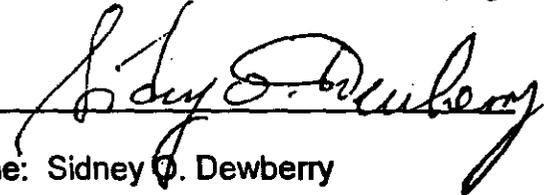
[SIGNATURES PAGES TO FOLLOW]

Proffers

APPLICANT/OWNER OF TAX MAP 49-3 ((1)) 135

ARLINGTON BOULEVARD CONSOLIDATION LLC

By: Dewberry Investments LLLP, its Managing Member

By: 

Name: Sidney O. Dewberry

Its: General Partner

By: Northern Virginia Association of Realtors, Inc., its Member

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

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

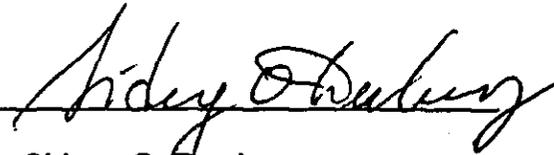
Its: \_\_\_\_\_

[SIGNATURES PAGES TO FOLLOW]

Proffers

TITLE OWNER OF TAX MAP 49-3 ((9)) 11A part

DEWBERRY III LLLP

By: 

Name: Sidney O. Dewberry

Its: General Partner

[SIGNATURES END]

**DECLARATION OF COVENANT**

This DECLARATION OF COVENANT is made effective as of the 30<sup>th</sup> day of June 2008, by **8415 ALLIANCE LLC**, a Virginia limited liability company ("Alliance"), Grantor; and **THE BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA**, a body corporate and politic, Grantee (the "County").

WHEREAS, Alliance is the owner of certain property located in Fairfax County, Virginia, designated as Fairfax County Tax Map #49-3-01-104B (the "Alliance Property"), having acquired the Alliance Property by virtue of a deed recorded in Deed Book 18530 at page 1938; and

WHEREAS, the Alliance Property is zoned to the C-3 Zoning District, and is currently improved with an office building consisting of approximately 10,429 square feet of gross floor area, and is not currently subject to any proffered conditions; and

WHEREAS, the Alliance Property is located adjacent to certain property, designated as Fairfax County Tax Map #49-3-01-135 (the "ABC Property"), said property having been conveyed to Arlington Boulevard Consolidation LLC (the "ABC Owner") by virtue of a deed recorded in Deed Book 18793 at page 863; and

WHEREAS, the ABC Property is subject to proffered conditions approved by the County pursuant to RZ 2004 PR-003 (the "Zoning Action"); and

WHEREAS, the ABC Owner filed for an amendment of the Zoning Action, pursuant to application PCA 2004-PR-003 (the "PCA"), which is scheduled for decision by the County on June 30, 2008, with proffered conditions dated June 26, 2008 more particularly set forth therein (the "PCA Proffers"); and

WHEREAS, the ABC Owner and Alliance have filed a single site plan, designated as Site Plan 2513-SP-004 (the "Site Plan") with the County, proposing to construct a single office building to be located on the Alliance Property and the ABC Property, in accordance with the Site Plan, the PCA and the PCA Proffers; and

WHEREAS, Alliance hereto desires to set forth restrictions for the Alliance Property as a result of the approval of the PCA.

NOW THEREFORE, Alliance declares that the Alliance Property shall be held, sold, occupied and conveyed, subject to this Declaration, as follows:

1. Alliance agrees to restrict future development on the Alliance Property in accordance with the PCA and the PCA Proffers, a copy of which are attached hereto as Exhibit A.

2. Alliance agrees that the interpretation of the effect of the PCA Proffers shall be as determined by the Zoning Administrator of Fairfax County (or his/her authorized designee), with the right of redress from any such interpretation as is provided by the Zoning Ordinance of Fairfax County, Virginia for proffered conditions.

3. This Declaration can be enforced by the County.

4. This Declaration shall be effective on June 30, 2008, provided the County approves the PCA, and shall thereafter run with and burden the Alliance Property until such time, if any, as the PCA Proffers are amended by the County to eliminate the obligations of those proffers as they burden the Alliance Property.

WITNESS THE FOLLOWING SIGNATURE:

8415 ALLIANCE LLC, a Virginia limited liability company

By: Dewberry Investments LLLP, its managing member

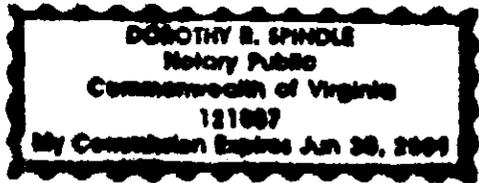
By: *Sidney O. Dewberry*  
Name: Sidney O. Dewberry  
Title: General Partner

STATE OF Virginia :  
COUNTY/CITY OF Fairfax :

The foregoing instrument was acknowledged before me this 27th day of June, 2008 by Sidney O. Dewberry, general partner of Dewberry Investments LLLP, managing member of 8415 Alliance LLC.

*Dorothy R. Spindle*  
Notary Public

My commission expires: June 30, 2009  
Registration Number: 121087







# County of Fairfax, Virginia

## MEMORANDUM

DATE: August 5, 2009

**TO:** Regina Coyle, Director  
Zoning Evaluation Division, DPZ

**FROM:** Pamela G. Nee, Chief *PNH*  
Environment and Development Review Branch, DPZ

**SUBJECT:** Land Use Analysis and Environmental Assessment: RZ 2009-PR-006/PCA 2004-PR-003-02/PCA 2009-PR-007 Arlington Blvd. Consolidation

The memorandum, prepared by Jennifer Bonnette, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the subject Rezoning (RZ) and Proffered Condition Amendment (PCA) application dated August 5, 2008 as revised through July 20, 2009 and the latest proffers dated July 28, 2009. The extent to which the application conforms to the applicable guidance contained in the Comprehensive Plan is noted. Possible solutions to remedy identified issues are suggested.

### DESCRIPTION OF THE APPLICATION

The applicant, Arlington Blvd. Consolidation, proposes to rezone two parcels from residential (R-1) to commercial (C-3) use to construct a two story, maximum 35 foot tall office building with 20,000 square feet that will replace an existing single family detached dwelling. The subject property will be incorporated into a 10.74 acre consolidated office development approved pursuant to rezoning case RZ 2004-PR-003. The floor area ratio (FAR) for the subject property will be 0.59, which will not exceed the 0.641 FAR approved for the total land area associated with RZ 2004-PR-003. The majority of the parking for the proposed office building will be provided in a parking garage located immediately to the north of the building on a portion of the consolidated development.

Additionally, the applicant proposes to provide access drives through a portion of the consolidated development to the subject property and to the parking garage that will serve the subject property. The applicant proposes to increase the height of the parking garage from the approved 70 feet to 85 feet if solar panels are constructed on the upper level in furtherance of a proffer approved with PCA 2004-PR-003. The applicant also proposes to remove a landscaped buffer that has served to buffer the subject property in its current residential use.

Department of Planning and Zoning  
Planning Division  
12055 Government Center Parkway, Suite 730  
Fairfax, Virginia 22035-5509  
Phone 703-324-1380  
Fax 703-324-3056  
[www.fairfaxcounty.gov/dpz/](http://www.fairfaxcounty.gov/dpz/)



## **LOCATION AND CHARACTER OF THE AREA**

The subject property is located to the south and west of an existing consolidated office development, which is situated between Route 50 and Pennell Street. Pennell Street terminates at the subject property. To the south of the property and Pennell Street is another office building and the Pine Ridge residential community. The Elks Lodge and office development exists to the west. The application property and surrounding areas are all within the Merrifield Suburban Center which is planned for higher intensity "Town Center" type development north of the site across Route 50. The subject property is planned for less intense development and a lower height than the office development to the north to provide a transition to the adjacent residential communities at the southern periphery of the Merrifield area.

## **COMPREHENSIVE PLAN CITATIONS:**

### **Land Use**

In the Fairfax County Comprehensive Plan, 2007 Edition, Area I, Merrifield Suburban Center, Land Unit Recommendations, Land Unit L, Sub-Units L-2 and L-3, as amended through August 6, 2007, on pages 99 to 102, the Plan states:

### **"LAND UNIT L**

Land Unit L is approximately 64 acres and is located south of Route 50 between Prosperity Avenue and Gallows Road (see Figure 34). Existing development within this Land Unit is predominantly office with the exception of the Elks Lodge and the area known as Pennell Street which is currently vacant.

This Land Unit is envisioned to remain as developed for the most part and infill mostly with additional office development. Since most of the southern edge of the Land Unit is a transition area, both intensities and building heights are intended to decrease adjacent to the residential area to the south. In addition, substantial buffers and screening should be provided along this southern boundary.

The major transportation improvements within this Land Unit include interparcel access that connects Pennell Street to the Route 50 service road through Sub-Unit L2. Another opportunity for better circulation within this Land Unit is the extension of the service road along Route 50 to Sub-unit L1. (See Area-wide Transportation section for additional guidance.)

Guidance for evaluating development proposals is provided in the Area-Wide Recommendations under the Land Use, Urban Design, Transportation, and Public Facilities/Infrastructure sections, as well as in the following specific sub-unit recommendations. . . .

Sub-Unit L2:

Sub Unit L2 is located east of Sub-Unit L1, south of Route 50, and is planned with office and institutional uses. Parcel 49-3((1))101A is developed and planned with institutional use up to .15 FAR. Any expansion of existing institutional use or new institutional use should retain a substantial vegetative buffer area (i.e., a minimum of 75 feet in width) adjacent to the residential area to the south. Parcel 49-3((1))104B is developed at approximately .25 FAR and planned for office use up to .5 FAR. Parcels 49-3((9))6 and 6A, if consolidated with each other, are planned for office use up to .25 FAR; without consolidation of the two parcels, office use should not exceed .15 FAR. Any modification, expansion, and/or reuse of the existing buildings should be consistent with guidelines for Existing Uses and Buildings under the Area-Wide Land Use section.

Options: If parcel 101A, 6 and 6A consolidate, office use up to .4 FAR may be appropriate. If parcel 49-3((1))104B is included in the consolidation (i.e. consolidation of the entire sub-unit), as well as any remaining unconsolidated property in Sub-unit L4 (i.e. parcel 49-3((9))4), office use up to .60 FAR may be appropriate provided that parcel 4, which is south of Pennell Street, is limited to an intensity not to exceed .15 FAR.

As another option, parcels 49-3((9))6 and 6A could consolidate with Sub-unit L3 and L4 as indicated under Sub-unit L3's option with consolidation. If all property in Sub-units L2, L3 and L4 has been consolidated, except for parcels 101A and 104B, then parcels 101A and 104B may be appropriate for office up to .60 FAR if 101A and 104B consolidate with each other.

Under all the above options, all applicable Area-wide recommendations should apply as well as the following guidelines:

- Development proposals in this sub-unit should provide for interparcel access that connects Pennell Street to the Route 50 service road. In addition, any development proposal should provide for the extension of the service road along Route 50 between Sub-units L1 and L2.
- At a minimum, a 75-foot wide landscape buffer and screening area with a 6-foot solid barrier wall or solid barrier fence should be provided adjacent to the Pine Ridge subdivision. The solid barrier wall or solid barrier fence should be sited to preserve mature trees and should be placed where it will most effectively screen the proposed use from the first floor level of the dwelling units in the Pine Ridge Subdivision, with preference for the wall to be located in the northern portion of the buffer area. For buffer area, clearing or grading should be minimized and additional supplemental plantings should be provided to ensure adequate screening.
- Support retail and service uses should be provided and integrated within the office buildings to serve the needs of the tenants, as well as the surrounding area.
- Development should be designed with parking structures behind and/or under buildings.
- Drive-through commercial facilities are not appropriate on property fronting or having direct access to Pennell Street.
- Lighting and signs should be designed and located to minimize visual impacts on the adjacent Pine Ridge Community. For instance, parking lot lights should be directed towards Route 50, away from the Pine Ridge community.

**Height Limit:** The maximum building height in this sub-unit is 75 feet. The tallest buildings should be adjacent to Route 50, away from the residential areas. Building heights within 130 feet of the adjacent residential area, as well as parcels 49-3((9))6 and 6A, should be limited to 35 feet. See the Building Heights Map, Figure 16, and the Building Height Guidelines under the Area-Wide Urban Design section.

**Sub-Unit L3:**

Sub-Unit L3 is located to the east of Sub-Unit L2, is bounded by Route 50 on the north and Williams Drive on the east. Parcel 49-3((1))135 is developed and planned with office use up to .5 FAR. Parcels 49-3((9))7A and 11A are developed at approximately .64 FAR and planned with office use up to .7 FAR. Any modification, expansion, and/or reuse of the existing buildings should be consistent with guidelines for Existing Uses and Buildings under the Area-Wide Land Use section.

**Option:** As an option, if a development proposal consolidates all parcels in this sub-unit with the majority of property south of Pennell Street in Sub-unit L4 (i.e. at a minimum parcels 49-3 ((9))1B, 2, 2A and 3), the consolidated area may be appropriate for an overall intensity that does not exceed .68 FAR. With minimum consolidation south of Pennell Street (i.e. parcels 49-3 ((9))1B, 2, 2A and 3) the total building area under this option should not exceed 272,000 square feet. With total consolidation south of Pennell Street; the total building area under this option should not exceed 300,000 square feet. If parcels 49-3((9))6 and 6A on the north side of Pennell Street in Sub-unit L2 are added to this consolidation, an additional 20,000 square feet of development may be appropriate resulting in a maximum development potential under this option of 320,000 square feet. In all cases, the portion south of Pennell Street is limited to an intensity not to exceed .15 FAR. In addition, all applicable Area-wide recommendations should apply.

**Height Limit:** The maximum building height in this sub-unit is 75 feet on parcel 49-3((9))7A and 90 feet on parcels 49-3((1))135 and 49-3((9))11A. See the Building Heights Map, Figure 16, and the Building Height Guidelines under the Area-Wide Urban Design section.”

**Environment**

Fairfax County Comprehensive Plan, 2007 Edition, Policy Plan, Environment, as amended through February 25, 2008, pages 7 to 18, the Plan states:

**“Objective 2: Prevent and reduce pollution of surface and groundwater resources. Protect and restore the ecological integrity of streams in Fairfax County.**

- Policy a. Maintain a best management practices (BMP) program for Fairfax County and ensure that new development and redevelopment complies with the County’s best management practice (BMP) requirements. . . .
- Policy j. Regulate land use activities to protect surface and groundwater resources.
- Policy k. For new development and redevelopment, apply better site design and low impact development (LID) techniques. . . .

Development proposals should implement best management practices to reduce runoff pollution and other impacts. Preferred practices include: those which recharge groundwater when such recharge will not degrade groundwater quality; those which preserve as much undisturbed open space as possible; and, those which contribute to ecological diversity by the creation of wetlands or other habitat enhancing BMPs, consistent with State guidelines and regulations. . . .

**Objective 3: Protect the Potomac Estuary and the Chesapeake Bay from the avoidable impacts of land use activities in Fairfax County.**

Policy a. Ensure that new development and redevelopment complies with the County's Chesapeake Bay Preservation Ordinance. . . .

**Objective 13: Design and construct buildings and associated landscapes to use energy and water resources efficiently and to minimize short- and long-term negative impacts on the environment and building occupants.**

Policy a. Consistent with other Policy Plan objectives, encourage the application of energy conservation, water conservation and other green building practices in the design and construction of new development and redevelopment projects. These practices can include, but are not limited to:

- Environmentally-sensitive siting and construction of development
- Application of low impact development practices, including minimization of impervious cover (See Policy k under Objective 2 of this section of the *Policy Plan*)
- Optimization of energy performance of structures/energy-efficient design
- Use of renewable energy resources
- Use of energy efficient appliances, heating/cooling systems, lighting and/or other products
- Application of water conservation techniques such as water efficient landscaping and innovative wastewater technologies
- Reuse of existing building materials for redevelopment projects
- Recycling/salvage of non-hazardous construction, demolition, and land clearing debris
- Use of recycled and rapidly renewable building materials
- Use of building materials and products that originate from nearby sources
- Reduction of potential indoor air quality problems through measures such as increased ventilation, indoor air testing and use of low-emitting adhesives, sealants, paints/coatings, carpeting and other building materials.

Encourage commitments to implementation of green building practices through certification under established green building rating systems (e.g., the U.S. Green

Building Council's Leadership in Energy and Environmental Design (LEED®) program or other comparable programs with third party certification). Encourage commitments to the attainment of the ENERGY STAR® rating where applicable and to ENERGY STAR qualification for homes. Encourage the inclusion of professionals with green building accreditation on development teams. Encourage commitments to the provision of information to owners of buildings with green building/energy efficiency measures that identifies both the benefits of these measures and their associated maintenance needs.

Policy b. Ensure that zoning proposals for nonresidential development and zoning proposals for multifamily residential development of four or more stories within the Tysons Corner Urban Center, Suburban Centers, Community Business Centers and Transit Station Areas as identified on the Concept Map for Future Development incorporate green building practices sufficient to attain certification through the LEED program or its equivalent, where applicable, where these zoning proposals seek at least one of the following:

- Development in accordance with Comprehensive Plan Options;
- Development involving a change in use from what would be allowed as a permitted use under existing zoning;
- Development at the Overlay Level; or
- Development at the high end of planned density/intensity ranges. For nonresidential development, consider the upper 40% of the range between by-right development potential and the maximum Plan intensity to constitute the high end of the range. . . .

Policy d. Promote implementation of green building practices by encouraging commitments to monetary contributions in support of the county's environmental initiatives, with such contributions to be refunded upon demonstration of attainment of certification under the applicable LEED rating system or equivalent rating system.

Policy e. Encourage energy conservation through the provision of measures which support nonmotorized transportation, such as the provision of showers and lockers for employees and the provision of bicycle parking facilities for employment, retail and multifamily residential uses.”

## **COMPREHENSIVE PLAN MAP: Office**

### **LAND USE ANALYSIS**

Under the Sub-unit L3 Comprehensive Plan recommendations, as an option, if the subject property, Parcels 49-3 ((9)) 6 and 6A, in Sub-unit L2 are added to the existing land consolidation, an additional 20,000 square feet of development may be appropriate resulting in a maximum

development potential of 320,000 square feet. The applicant has proposed a 20,000 square foot office building on the subject property for a maximum consolidated development at the Plan's maximum development recommendation.

The parking structure on two parcels, 49-3 ((1)) 104B and 135, located to the north of the subject property is approved at a maximum height of 70 feet. The applicant proposes to increase the height of the parking structure to 85 feet if solar panels are constructed on the upper level in furtherance of a proffer approved with PCA 2004-PR-003. The Comprehensive Plan recommends a maximum height of 90 feet on Parcel 135 and 75 feet on Parcel 104B. The applicant proposes to exceed the maximum building height on Parcel 104B by 10 feet. An illustration of possible solar shade panels have been provided on Sheet 5 of the development plan. The plan states that the depictions are intended to show the character of the proposed feature and are subject to minor modification with final engineering and architectural design. The proposed increase in height to accommodate solar panels is found to be general conformance with the Comprehensive Plan.

The applicant has indicated in the most recent proffers that it will cooperate in granting necessary easements to allow for the extension of Pennell Street to connect to Parcel 49-3 ((1)) 101A, the Elks Lodge, in the future for furtherance of an internal street grid. Additionally, the applicant has proffered that all new exterior pole mounted lighting fixtures will be a maximum height of 12 feet, with fixtures directed away from or shielded from view from the Pine Ridge residential community to the south.

## **ENVIRONMENTAL ANALYSIS**

**Green Building/Alternative Energy** The proposed development is located in a suburban center. The Policy Plan recommends that such developments which are seeking the Comprehensive Plan Options and are located in specially designated areas such as the Merrifield Suburban Center, attain basic Leadership in Energy and Environmental Design (LEED) certification through the U.S. Green Building Council (USGBC) or other comparable program with third party certification at a minimum.

The applicant has proffered to seek LEED for Core and Shell (CS) certification at the Silver level for the office building and to provide an escrow of \$2 per square foot if the USGBC's does not grant LEED Silver pre-certification prior to building plan approval. The current proffers state that the escrow will be released to the applicant if the applicant has provided documentation from the USGBC to the Environment and Development Review Branch (EDRB) of the Department of Planning and Zoning (DPZ) that the building has attained LEED certification within two years of issuance of the first non-RUP for the building. It is recommended that documentation be provided to the EDRB within one year of issuance of the first non-RUP for this 20,000 square foot office building.

Additionally, the applicant has proffered that the office building will be designed so as not to preclude the installation of solar panels or alternate energy sources either on the building's exterior walls, rooftop or elsewhere on the site. The applicant will identify a target alternate energy source

and demonstrate the building's respective design capacity not to preclude the alternate energy source at the time of building permit approval. The applicant will either install an alternate energy technology concurrent with the construction of the building or submit to the EDRB a return on investment (ROI) analysis of the alternate energy technology at the time of building permit submission. If the applicant implements alternate energy technology, an annual report to the EDRB for three years will demonstrate the impact of the energy technology on the level of energy consumption at the building and provide an estimate of green house gas reductions resulting from the technology.

**Stormwater Management/Best Management Practices (SWM/BMP)** The subject property is located at the upper end of the Accotink Creek Watershed. SWM will be provided by an existing offsite detention pond located to the southeast of the site. The applicant's analysis indicates that the pond will provide adequate detention for the site. A drainage area of 0.60 acre of the 0.90 acre site will be treated for phosphorous removal. This will result in a 46.05 percent reduction in phosphorus which is greater than the minimum requirement of 40 percent. To meet BMP requirements, the applicant will employ sand filter(s), stormwater inlet filter(s) and/or modified design of the offsite detention pond. The BMP measures will be determined at the time of site plan submission. The applicant has provided a SWM/BMP and outfall analysis with calculations and graphics. The adequacy of the submission materials as well as any proposed SWM/BMP measures will be subject to review and approval by DPWES.

#### **COUNTYWIDE TRAILS PLAN**

No trails are depicted on the Countywide Trails Plan Map adjacent to the subject property.

PGN: JRB



# County of Fairfax, Virginia

## MEMORANDUM

May 18, 2009

**TO:** William J. O'Donnell, Jr., Planner II  
Zoning Evaluation Division, DPZ

**FROM:** Todd Nelson, Urban Forester II   
Forest Conservation Branch, DPWES

**SUBJECT:** Arlington Boulevard Consolidation Lots 6 & 6A (8414 and 8416 Pennell Street); RZ 2009-PR-006

**RE:** Request for assistance dated May 14, 2009

This review is based upon Generalized Development Plan/Partial Generalized Development Plan Amendment RZ/FDP 2009-PR-006 stamped "Received, Department of Planning and Zoning, May 6, 2009." A site visit was conducted on April 1, 2009, as part of a review of the Generalized Development Plan/Partial Generalized Development Plan Amendment RZ/FDP 2009-PR-006 stamped "Received, Department of Planning and Zoning, September 11, 2008."

General Comment: Comments of the previously submitted GDP/GDPA were provided to you in my memo dated April 9, 2009. Additional comments are provided to address the draft proffers dated May 5, 2009.

- 1. Comment:** It does not appear proffers to assure adequate tree preservation and protection throughout the development process have been provided.

**Recommendation:** Recommend the following proffer language to ensure effective tree preservation:

Tree Preservation: "The applicant shall submit a Tree Preservation Plan and Narrative as part of the first and all subsequent site plan submissions. The preservation plan and narrative shall be prepared by a Certified Arborist or a Registered Consulting Arborist, and shall be subject to the review and approval of the Urban Forest Management Division, DPWES.

The tree preservation plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved, as well as all on and off-site trees, living or dead with trunks 8 inches in diameter and greater (measured at 4 ½ -feet from the base of the trunk or



as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture) located within 25 feet to either side of the limits of clearing and grading. The tree preservation plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading shown on the GDP/GDPA and those additional areas in which trees can be preserved as a result of final engineering. The tree preservation plan and narrative shall include all items specified in PFM 12-0506 and 12-0508. 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.”

Tree Preservation Walk-Through. “The Applicant shall retain the services of a certified arborist or landscape architect, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree-preservation walk-through meeting, the Applicant’s certified arborist or landscape architect shall walk the limits of clearing and grading with an UFMD, DPWES, 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. Trees that are identified 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.”

Limits of Clearing and Grading. “The Applicant shall conform strictly to the limits of clearing and grading as shown on the GDP/GDPA, subject to allowances specified in these proffered conditions and for the installation of utilities and/or trails as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities and/or trails in areas protected by the limits of clearing and grading as shown on the GDP/GDPA, they shall be located in the least disruptive manner necessary as determined by the UFMD, DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD, DPWES, for any areas protected by the limits of clearing and grading that must be disturbed for such trails or utilities.”

Tree Preservation Fencing: “All trees shown to be preserved on the 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 as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified by the “Root Pruning” proffer below.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under

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

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

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

Demolition of Existing Structures. “The demolition of all existing features and structures within areas protected by the limits of clearing and grading areas shown on the GDP/GDPA shall be done by hand without heavy equipment and conducted in a manner that does not impact individual trees and/or groups of trees that are to be preserved as reviewed and approved by the UFMD, DPWES.”

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

Please contact me at 703-324-1770 if you have any questions.

TLN/  
UFMID #: 144780

cc: RA File  
DPZ File



## County of Fairfax, Virginia

## MEMORANDUM

DATE: July 24, 2009

**TO:** Regina Coyle, Director  
Zoning Evaluation Division  
Department of Comprehensive Planning

**FROM:** Angela Kadar Rodeheaver, Chief  
Site Analysis Section  
Department of Transportation

**FILE:** 3-4 (RZ 2009-PR-006)  
3-4 (RZ 2009-PR-007)  
3-4 (RZ 2004-PR-003)

**SUBJECT:** Transportation Impact Addendum

**REFERENCE:** RZ 2009-PR-006, PCA 2009-PR-007, PCA 2004-PR-003-02;  
Arlington Boulevard Consolidation, L.L.C.  
Traffic Zone: 1524  
Land Identification Map: 49-3 ((09)) 6, 6A

Transmitted herewith are comments from the Department of Transportation with respect to the referenced application. These comments are based on the plan dated September 4, 2008, a submitted traffic impact study and its revision dated February 18, 2009 and May 19, 2009, respectively. Also, enclosed are some comments from VDOT's memoranda of April 30, 2009, June 12, 2009 and July 15, 2009.

The applicant proposes to rezone parcels 6 and 6A from the R-1 district to the C-3 district to allow development of a two-story office building. Additional PCAs are introduced to improve overall site circulation through additional access points between lots, to adjust parking landscape covenants and to limit site access from Highland Lane.

This department has reviewed the subject application and offers the following comments:

- The applicant should provide an interparcel access, in the vicinity of the proposed two-story office building off Pennell Street, to the site to the west.
- The applicant should expand the proffered TDM program to include the newly proposed office building. Examine a commitment to participate with an INOVA courtesy van transport to link the various off-campus buildings to the INOVA Hospital Campus. Participation in the future Merrifield shuttle service would also provide another option to patronize the places between the Metro and the campus. A TDM Budget should be set up for an incentive marketing program.

Regina Coyle  
July 24, 2009  
Page two

The following are excerpts from VDOT memoranda of April 30, 2009, June 12, 2009 and July 15, 2009.

- Any improvements to the site will be required to meet the National Highway System (NHS) requirements. This may require the applicant to go through the design exception process as related to the proposed turn lane length and level-of-service requirements.
- Access via Pennell Street to west of this site should be provided. Future access to the west will be required under the upcoming changes to the VDOT Subdivision Street Acceptance Requirements.
- The reconfiguration of northbound Javier Road approach is recommended for this project.
- The throat length of the site access at Javier Road will be required to meet the Access Management Requirements which went into effect for Principal Arterial on July 1, 2008.
- A continuous right turn lane should be provided on Arlington Boulevard between the Medical Office Building driveway and the Elks Lodge Driveway.
- A right turn taper is warranted eastbound on Arlington Boulevard at Javier Road based on the VDOT Road Design Manual criteria.
- Signal modifications will be required at the Arlington Boulevard intersections with Javier and Williams Drive.
- The retiming of individual intersections can be analyzed for the entire corridor or network before any changes can be implemented.

AKR;ak cc: Michele Brickner, Director, DPW & ES  
Michael Davis, SAS



# COMMONWEALTH of VIRGINIA

## DEPARTMENT OF TRANSPORTATION

DAVID S. EKERN, P.E.  
COMMISSIONER

14685 Avion Parkway  
Chantilly, VA 20151  
(703) 383-VDOT (8368)  
June 12, 2009

Ms. Regina Coyle  
Director of Planning and Zoning  
Office of Comprehensive Planning  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5511

Re: PCA 2004-PR-003-02, RZ 2009-PR-006 & PCA 2009-PR-007  
Arlington Boulevard Consolidation, LLC  
Tax Map # 49-3((01)) 0135, ((09))1B, 2, 2A, 3, 4, 7A & 11A  
49-3((09)) 0006, & 6A  
Fairfax County

Dear Ms. Coyle:

I have reviewed the above listed plan submitted on May 19, 2009, and received on May 19, 2009. The following comments are offered:

1. A right turn lane should be provided on eastbound Rt. 50 at Javier.
2. Access via Pennell Street to the site west of this site should be provided. Future access to the west will be required under the upcoming changes to the VDOT Subdivision Street Acceptance Requirements.

If you have any questions, please call me at (703)383-2424.

Sincerely,

A handwritten signature in cursive script that reads 'Kevin Nelson'.

Kevin Nelson  
Transportation Engineer

cc: Ms. Angela Rodehaver  
fairfaxrezoningRZ2009-PR-006r2ArlBvdConsolidation6-12-09RC



# COMMONWEALTH of VIRGINIA

## DEPARTMENT OF TRANSPORTATION

DAVID S. EKERN, P.E.  
COMMISSIONER

14685 Avion Parkway  
Chantilly, VA 20151  
(703) 383-VDOT (8368)

July 15, 2009

Ms. Regina Coyle  
Director of Planning and Zoning  
Office of Comprehensive Planning  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5511

Re: RZ 2009-PR-006 Arlington Boulevard Consolidation  
Tax Map # 49-3((09)) 0006 & 6A  
Fairfax County

Dear Ms. Coyle:

In accordance with the Virginia Traffic Impact Analysis Regulations, 24 VAC 30-155, your proposed rezoning was submitted to the Virginia Department of Transportation (VDOT) for review on June 1, 2009, and received on June 3, 2009.

We have evaluated the rezoning and prepared comments on the results of our evaluation. The comments present our key findings as well as detailed comments on the future transportation improvements which will be needed to support the current and planned development in the study area.

Our comments are attached to assist the Planning Department, the Planning Commission and the Board of Supervisors in their decision making process regarding the rezoning.

Please arrange to have these comments included in the official public records, and to have both this letter and the VDOT comments placed in the official file for this rezoning. VDOT will make these documents available to the public through various means, and may post them to the VDOT website.

Please contact me if you have any further questions regarding these comments.

Sincerely,

A handwritten signature in cursive script that reads 'Kevin Nelson'.

Kevin Nelson  
Transportation Engineer

cc: Ms. Angela Rodeheaver  
5271Info2009-PR-006rz2ArlingtonBlvdCons7-15-09RC



# COMMONWEALTH of VIRGINIA

## DEPARTMENT OF TRANSPORTATION

DAVID S. EKERN, P.E.  
COMMISSIONER

14685 Avion Parkway  
Chantilly, VA 20151  
(703) 383-VDOT (8368)

July 15, 2009

Ms. Regina Coyle  
Director of Planning and Zoning  
Office of Comprehensive Planning  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5511

Re: RZ 2009-PR-006 Arlington Boulevard Consolidation  
Chapter 527 Comments  
Tax Map # 49-3((09)) 0006 & 6A  
Fairfax County

Dear Ms. Coyle:

VDOT has reviewed the above plan and traffic impact study submitted on June 1, 2009, and received on June 3, 2009. The subject site is generally located south of Arlington Boulevard (Route 50), west of Williams Drive (Route 5162), and north of Pennell Street. The study area is bounded by Arlington Boulevard (Route 50) on the north, Williams Drive on the east, Pennell Street on the south, and a medical office building driveway (adjacent intersection to the west of Javier Road) on the west. Access to the development would be provided via a service drive off of Arlington Boulevard, as well as full-movement access points on both Williams Drive and Pennell Street. The overall development consists of approximately 189,445 square feet (SF) of new office uses, located in three new buildings on the site. The proposed rezoning, the subject of the TIS, could include up to 30,000 SF of additional office uses. The proposed rezoning would generate 74 AM peak hour, 103 PM peak hour, and 1,102 daily trips.

The following minor comments are offered and do not require a full resubmittal of the study:

1. In Figure 8-1, it is not possible to construct an eastbound right turn storage pocket of 270' along Arlington Boulevard at the Elks Lodge driveway. The center to center distance between this driveway and Medical Office Building driveway is only 285'. Additionally, an acceleration lane already exists to receive east bound right turns from the Medical Office Building driveway.
2. On Page 20, it is not noted whether the improvements listed on this page are proffered improvements attached to other approved projects in the area.

**Comments on the Recommended Improvements**

1. The reconfiguration of the northbound Javier road approach is recommended for this project.
2. Retiming of individual signals can be an option for individual intersections. The impact of such an action should be analyzed for the entire corridor or network before any changes can be implemented.

**Additional VDOT Recommendations**

1. A right turn taper is warranted eastbound on Arlington Boulevard at Javier Road based on the VDOT Road Design Manual criteria.
2. A continuous right turn lane should be provided on Arlington Boulevard between the Medical Office Building driveway and the Elks Lodge driveway.
3. Signal modifications will be required at the Arlington Boulevard intersections with Javier Road and Williams Drive.
4. The throat length of the site access at Javier Road will be required to meet the Access Management Requirements which went into effect for Principal Arterials on July 1, 2008.

The TIA is found to be generally acceptable. Please contact me if you have any further questions regarding these comments.

Sincerely,



Kevin Nelson  
Transportation Engineer

cc: Ms. Angela Rodeheaver  
527Info2009-PR-009rz2ArlingtonBlvdConsComments7-15-09RC



M E M O R A N D U M

**TO:** Regina M. Coyle, Director  
Zoning Evaluation Division  
Department of Planning and Zoning

**FROM:** Sandy Stallman, Manager   
Park Planning Branch

**DATE:** May 19, 2009

**SUBJECT:** RZ 2009-PR-006 w/PCA 2004-PR-003-02 & PCA 2009-PR-007, Arlington Boulevard Consolidation – Revision - May  
Tax Map Number(s): 49-3 ((9)) 6, 6A, 7A, 11A, 49-3((1)) 104B & 135

**BACKGROUND**

The Park Authority staff has reviewed the proposed Development Plan dated August 5, 2008, for the above referenced application. The Development Plan shows the consolidation of lots 6 and 6A, totaling 0.78 acres, for a new office building with 20,000 square feet of commercial space. The consolidated parcel is to be rezoned from R-1 to C-3.

**COMPREHENSIVE PLAN CITATIONS**

**1. Park Services and New Development (The Policy Plan, Parks and Recreation Objective 6, p. 8)**

**“Objective 6: Ensure the mitigation of adverse impacts to park and recreation facilities and service levels caused by growth and land development through the provision of proffers, conditions, contributions, commitments, and land dedication.”**

“Policy c: Non-residential development should offset significant impacts of work force growth on the parks and recreation system.”

**2. Parks And Recreation Facilities (The Policy Plan, The Merrifield Suburban Center, Public Facilities/Infrastructure, p. 46-47, adopted July 21, 2003)**

“Existing public park and recreation facilities are very limited in the Merrifield Suburban Center, with the Providence Recreation Center and the ball fields at Luther Jackson Intermediate School being the only facilities. Other nearby public park facilities that serve some of the park needs for the Suburban Center include Jefferson District Park and Pine Ridge School Site. Natural resource areas within and adjacent to the Merrifield

Suburban Center include Holmes Run Stream Valley and Long Branch Stream Valley tributaries which are mostly preserved in private or public open space.

In order to meet park and recreation needs within the Merrifield Suburban Center, recreation facilities should be provided as part of new residential development with on-site facilities. Contributions should be made by both new residential and non-residential development for offsite public park facilities that serve the Merrifield Suburban Center. In addition, consideration should be given to creating public neighborhood parks within the suburban center as indicated under the Land Unit Recommendations section. Other open space amenities should be provided as part of the pedestrian system by incorporating urban parks such as pocket parks, plazas, and courtyards. These urban parks are limited in size and may include exercise stations and open areas with benches. See the Urban Design Section of the Area-Wide Recommendations for more guidance on open space amenities.”

## **ANALYSIS AND RECOMMENDATIONS**

### **Needs Assessment and Facility Standards Analysis:**

Currently, there are no parks located within a mile of this development. There is a need for all types of parkland and recreational facilities in the Merrifield Suburban Center. Existing nearby parks (Merrifield, Pine Ridge, Eakin Community, Eakin Mantua, and Accotink Stream Valley) meet only a portion of the demand for parkland generated by development in the Merrifield Suburban Center. These parks offer localized and limited facilities, while serving to protect important stream valleys along with other resources. Recreational facilities in greatest need in this area include rectangle fields, basketball courts, tennis courts, playgrounds, and trails.

### **Recreational Impact of Commercial Development:**

There will be impacts from the proposed commercial development on recreational services. Employees have a need to access recreational amenities at lunchtime or after work. The Comprehensive Plan for the Merrifield Suburban Center area calls for a combination of private and public funding to contribute toward new facilities to serve both residents and workers. Recent monetary contributions to offset the impacts of commercial development in Suburban Centers have averaged \$0.27 per square foot. Applying this rate to the proposed 20,000 square feet of new non-residential uses proposed, the Park Authority requests a contribution of \$5,400 for recreational facility development at one or more park sites located within the service area of the subject property.

FCPA Reviewer: Andy Galusha  
DPZ Coordinator: Suzianne Zottl

Copy: Cindy Walsh, Director, Resource Management Division  
Chron Binder  
File Copy



MEMORANDUM

**DATE:** May 21, 2009

**TO:** William O'Donnell, Staff Coordinator  
Zoning Evaluation Division  
Department of Planning and Zoning

**FROM:** Beth Forbes, Stormwater Engineer *BF*  
Environmental and Site Review Division  
Department of Public Works and Environmental Services

**SUBJECT:** Rezoning Application #RZ 2009-PR-006, Arlington Boulevard  
Consolidation Lots 6 & 6A, Generalized Development Plan dated May 5,  
2009, LDS Project #2513-ZONA-002-2, Tax Map #49-3-09-0006 and  
-0006A, Providence District

We have reviewed the subject application and offer the following comments:

Chesapeake Bay Preservation Ordinance (CBPO)

There is no Resource Protection Area (RPA) on this site.

Floodplain

There are no regulated floodplains on the property.

Downstream Drainage Complaints

There is a drainage complaint on file from a property located between lots 6 & 6A and the off-site pond. The owner of 3125 Williams Drive complained of house flooding in 1994. The applicant will have to determine the origin of the flooding event. If inadequacies in the storm drain system upstream of the pond were the cause of the flooding, the applicant will have to show that the concern has been resolved. If the origin of the flooding event was downstream of the pond, no further action will be required of the applicant since the concern is outside of the extent of review for this property.

Stormwater Detention

A waiver to the PFM is required in order to use an existing off-site pond to provide stormwater detention (PFM 6-0301.3).

Site Outfall

Adequate outfall calculations and narrative have been provided.



William O'Donnell, Staff Coordinator  
Rezoning Application #RZ 2009-PR-006  
Page 2 of 2

Please contact me at 703-324-1720 if you have any questions or require additional information.

BF/

cc: Craig Carinci, Director, Stormwater Planning Division  
Jeremiah Stonefield, Chief, Stormwater & Geotechnical Section, ESRD, DPWES  
Zoning Application File

# Fairfax Water

APPENDIX 13

FAIRFAX COUNTY WATER AUTHORITY  
8560 Arlington Boulevard, Fairfax, Virginia 22031  
www.fairfaxwater.org

March 27, 2009

**PLANNING & ENGINEERING  
DIVISION**

Jamie Bain Hedges, P.E.  
Director  
(703) 289-6325  
Fax (703) 289-6382

Ms. Regina Coyle, Director  
Fairfax County Department of Planning and Zoning  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5505

Re: RZ-2009-PR-006  
PCA 2004-PR-003-02  
PCA 2009-PR-007  
Arlington Boulevard Consolidation  
Lots 6 and 6A

Dear Ms. Coyle:

The following information is submitted in response to your request for a water service analysis for the above application:

1. The property can be served by Fairfax Water.
2. Adequate domestic water service is available at the site from an existing 24-inch water main located along Arlington Boulevard and a 6-inch water main located along Pennell Street. See the enclosed water system map.
3. Depending upon the configuration of the on-site water mains, additional water main extensions may be necessary to satisfy fire flow requirements and accommodate water quality concerns.

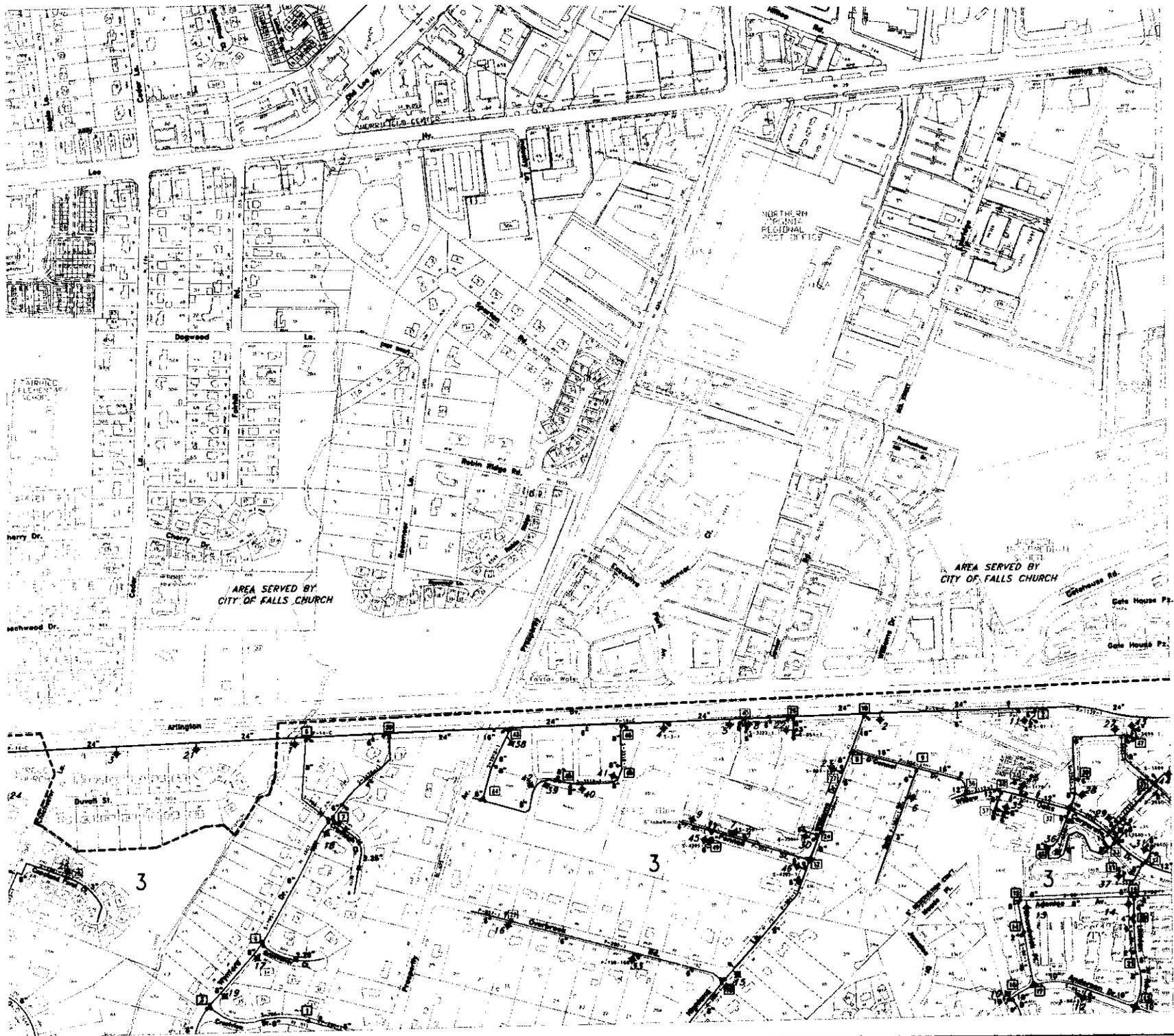
If you have any questions regarding this information please contact Dave Guerra at 703-289-6343.

Sincerely,



Traci K. Goldberg, P.E.  
Manager, Planning Department

Enclosure



AREA SERVED BY  
CITY OF FALLS CHURCH

NORTHERN  
REGIONAL  
POST OFFICE

AREA SERVED BY  
CITY OF FALLS CHURCH

Gale House Pt.

Gale House Pt.

3

3

3



# County of Fairfax, Virginia

## MEMORANDUM

DATE: March 11, 2009

**TO:** Regina Coyle, Director  
Zoning Evaluation Division  
Office of Comprehensive Planning

**FROM:** Eric Fisher (246-3501)  
Information Technology Section  
Fire and Rescue Department

**SUBJECT:** Fire and Rescue Department Preliminary Analysis of Rezoning Application RZ 2009-PR-006 concurrent with Proffered Condition Amendment PCA 2004-PR-003-02 and Proffered Condition Amendment PCA 2009-PR-007

The following information is submitted in response to your request for a preliminary Fire and Rescue Department analysis for the subject:

1. The application property is serviced by the Fairfax County Fire and Rescue Department Station #430, Merrifield
2. After construction programmed \_\_\_\_\_ this property will be serviced by the fire station \_\_\_\_\_
3. In summary, the Fire and Rescue Department considers that the subject rezoning application property:
  - a. currently meets fire protection guidelines.
  - b. will meet fire protection guidelines when a proposed fire station becomes fully operational.
  - c. does not meet current fire protection guidelines without an additional facility; however, a future station is projected for this area.
  - d. does not meet current fire protection guidelines without an additional facility. The application property is \_\_\_\_\_ of a mile outside the fire protection guidelines. No new facility is currently planned for this area.





# County of Fairfax, Virginia

## MEMORANDUM

**DATE:** March 16, 2009

**TO:** Staff Coordinator  
Zoning Evaluation Division  
Department of Planning & Zoning

**FROM:** Lana Tran (Tel: 703 324-5008)  
Wastewater Planning & Monitoring Division  
Department of Public Works & Environmental Services

**SUBJECT:** Sanitary Sewer Analysis Report

**REFERENCE:** Application No. PCA2004-PR-003-02  
Tax Map No. 049-3-/01/ /0135, /09/ /0007A, /09/ /0011A

The following information is submitted in response to your request for a sanitary sewer analysis for above referenced application:

1. The application property is located in the Accotink Creek (M-2) watershed. It would be sewerred into the Noman M. Cole Pollution Control Plant (NMCCPCP).
2. Based upon current and committed flow, there is excess capacity in the NMCCPCP at this time. For purposes of this report, committed flow shall be deemed that for which fees have been paid, building permits have been issued, or priority reservations have been established by the Board of Supervisors. No commitment can be made, however, as to the availability of treatment capacity for the development of the subject property. Availability of treatment capacity will depend upon the current rate of construction and the timing for development of this site.
3. An existing 8 inch line located on the property is adequate for the proposed use at this time.
4. The following table indicates the condition of all related sewer facilities and the total effect of this application.

<u>Sewer Network</u>	<u>Existing Use + Application</u>		<u>Existing Use + Application Previous Rezonings</u>		<u>Existing Use + Application + Comp Plan</u>	
	<u>Adeq.</u>	<u>Inadeq.</u>	<u>Adeq.</u>	<u>Inadeq.</u>	<u>Adeq.</u>	<u>Inadeq.</u>
Collector	X	---	X	---	X	---
Submain	X	---	X	---	X	---
Main/Trunk	X	---	X	---	X	---
Interceptor	---	---	---	---	---	---
Outfall	---	---	---	---	---	---

5. Other pertinent information or comments:



## COMMERCIAL DISTRICT REGULATIONS

**4-306 Lot Size Requirements**

1. Minimum lot area: 20,000 sq. ft.
2. Minimum lot width: 100 feet
3. The minimum lot size requirements presented in Par. 1 and 2 above may be waived by the Board in accordance with the provisions of Sect. 9-610.

**4-307 Bulk Regulations**

1. Maximum building height: 90 feet, subject to increase as may be permitted by the Board in accordance with the provisions of Sect. 9-607
2. Minimum yard requirements
  - A. Front yard: Controlled by a 25° angle of bulk plane, but not less than 40 feet
  - B. Side yard: No Requirement
  - C. Rear yard: Controlled by a 20° angle of bulk plane, but not less than 25 feet
3. Maximum floor area ratio: 1.00
4. Refer to Sect. 13-301 for provisions that may qualify the minimum yard requirements set forth above.

**4-308 Open Space**

15% of the gross area shall be landscaped open space

**4-309 Additional Regulations**

1. Refer to Article 2, General Regulations, for provisions which may qualify or supplement the regulations presented above.
2. Refer to Article 11 for off-street parking, loading and private street requirements.
3. Refer to Article 12 for regulations on signs.
4. Refer to Article 13 for landscaping and screening requirements.
5. Refer to Article 17 for uses and developments which are subject to site plan provisions.

## GLOSSARY

This Glossary is provided to assist the public in understanding the staff evaluation and analysis of development proposals. It should not be construed as representing legal definitions. Refer to the Fairfax County Zoning Ordinance, Comprehensive Plan or Public Facilities Manual for additional information.

**ABANDONMENT:** Refers to road or street abandonment, an action taken by the Board of Supervisors, usually through the public hearing process, to abolish the public's right-of-passage over a road or road right-of way. Upon abandonment, the right-of-way automatically reverts to the underlying fee owners. If the fee to the owner is unknown, Virginia law presumes that fee to the roadbed rests with the adjacent property owners if there is no evidence to the contrary.

**ACCESSORY DWELLING UNIT (OR APARTMENT):** A secondary dwelling unit established in conjunction with and clearly subordinate to a single family detached dwelling unit. An accessory dwelling unit may be allowed if a special permit is granted by the Board of Zoning Appeals (BZA). Refer to Sect. 8-918 of the Zoning Ordinance.

**AFFORDABLE DWELLING UNIT (ADU) DEVELOPMENT:** Residential development to assist in the provision of affordable housing for persons of low and moderate income in accordance with the affordable dwelling unit program and in accordance with Zoning Ordinance regulations. Residential development which provides affordable dwelling units may result in a density bonus (see below) permitting the construction of additional housing units. See Part 8 of Article 2 of the Zoning Ordinance.

**AGRICULTURAL AND FORESTAL DISTRICTS:** A land use classification created under Chapter 114 or 115 of the Fairfax County Code for the purpose of qualifying landowners who wish to retain their property for agricultural or forestal use for use/value taxation pursuant to Chapter 58 of the Fairfax County Code.

**BARRIER:** A wall, fence, earthen berm, or plant materials which may be used to provide a physical separation between land uses. Refer to Article 13 of the Zoning Ordinance for specific barrier requirements.

**BEST MANAGEMENT PRACTICES (BMPs):** Stormwater management techniques or land use practices that are determined to be the most effective, practicable means of preventing and/or reducing the amount of pollution generated by nonpoint sources in order to improve water quality.

**BUFFER:** Graduated mix of land uses, building heights or intensities designed to mitigate potential conflicts between different types or intensities of land uses; may also provide for a transition between uses. A landscaped buffer may be an area of open, undeveloped land and may include a combination of fences, walls, berms, open space and/or landscape plantings. A buffer is not necessarily coincident with transitional screening.

**CHESAPEAKE BAY PRESERVATION ORDINANCE:** Regulations which the State has mandated must be adopted to protect the Chesapeake Bay and its tributaries. These regulations must be incorporated into the comprehensive plans, zoning ordinances and subdivision ordinances of the affected localities. Refer to Chesapeake Bay Preservation Act, Va. Code Section 10.1-2100 et seq and VR 173-02-01, Chesapeake Bay Preservation Area Designation and Management Regulations.

**CLUSTER DEVELOPMENT:** Residential development in which the lots are clustered on a portion of a site so that significant environmental/historical/cultural resources may be preserved or recreational amenities provided. While smaller lot sizes are permitted in a cluster subdivision to preserve open space, the overall density cannot exceed that permitted by the applicable zoning district. See Sect. 2-421 and Sect. 9-615 of the Zoning Ordinance.

**COUNTY 2232 REVIEW PROCESS:** A public hearing process pursuant to Sect. 15.2-2232 (Formerly Sect. 15.1-456) of the Virginia Code which is used to determine if a proposed public facility not shown on the adopted Comprehensive Plan is in substantial accord with the plan. Specifically, this process is used to determine if the general or approximate location, character and extent of a proposed facility is in substantial accord with the Plan.

**dBA:** The momentary magnitude of sound weighted to approximate the sensitivity of the human ear to certain frequencies; the dBA value describes a sound at a given instant, a maximum sound level or a steady state value. See also Ldn.

**DENSITY:** Number of dwelling units (du) divided by the gross acreage (ac) of a site being developed in residential use; or, the number of dwelling units per acre (du/ac) except in the PRC District when density refers to the number of persons per acre.

**DENSITY BONUS:** An increase in the density otherwise allowed in a given zoning district which may be granted under specific provisions of the Zoning Ordinance when a developer provides excess open space, recreation facilities, or affordable dwelling units (ADUs), etc.

**DEVELOPMENT CONDITIONS:** Terms or conditions imposed on a development by the Board of Supervisors (BOS) or the Board of Zoning Appeals (BZA) in connection with approval of a special exception, special permit or variance application or rezoning application in a "P" district. Conditions may be imposed to mitigate adverse impacts associated with a development as well as secure compliance with the Zoning Ordinance and/or conformance with the Comprehensive Plan. For example, development conditions may regulate hours of operation, number of employees, height of buildings, and intensity of development.

**DEVELOPMENT PLAN:** A graphic representation which depicts the nature and character of the development proposed for a specific land area; information such as topography, location and size of proposed structures, location of streets, trails, utilities, and storm drainage are generally included on a development plan. A development plan is a submission requirement for rezoning to the PRC District. A **GENERALIZED DEVELOPMENT PLAN (GDP)** is a submission requirement for a rezoning application for all conventional zoning districts other than a P District. A development plan submitted in connection with a special exception (SE) or special permit (SP) is generally referred to as an SE or SP plat. A **CONCEPTUAL DEVELOPMENT PLAN (CDP)** is a submission requirement when filing a rezoning application for a P District other than the PRC District; a CDP characterizes in a general way the planned development of the site. A **FINAL DEVELOPMENT PLAN (FDP)** is a submission requirement following the approval of a conceptual development plan and rezoning application for a P District other than the PRC District; an FDP further details the planned development of the site. See Article 16 of the Zoning Ordinance.

**EASEMENT:** A right to or interest in property owned by another for a specific and limited purpose. Examples: access easement, utility easement, construction easement, etc. Easements may be for public or private purposes.

**ENVIRONMENTAL QUALITY CORRIDORS (EQCs):** An open space system designed to link and preserve natural resource areas, provide passive recreation and protect wildlife habitat. The system includes stream valleys, steep slopes and wetlands. For a complete definition of EQCs, refer to the Environmental section of the Policy Plan for Fairfax County contained in Vol. 1 of the Comprehensive Plan.

**ERODIBLE SOILS:** Soils that wash away easily, especially under conditions where stormwater runoff is inadequately controlled. Silt and sediment are washed into nearby streams, thereby degrading water quality.

**FLOODPLAIN:** Those land areas in and adjacent to streams and watercourses subject to periodic flooding; usually associated with environmental quality corridors. The 100 year floodplain drains 70 acres or more of land and has a one percent chance of flood occurrence in any given year.

**FLOOR AREA RATIO (FAR):** An expression of the amount of development intensity (typically, non-residential uses) on a specific parcel of land. FAR is determined by dividing the total square footage of gross floor area of buildings on a site by the total square footage of the site itself.

**FUNCTIONAL CLASSIFICATION:** A system for classifying roads in terms of the character of service that individual facilities are providing or are intended to provide, ranging from travel mobility to land access. Roadway system functional classification elements include Freeways or Expressways which are limited access highways, Other Principal (or Major) Arterials, Minor Arterials, Collector Streets, and Local Streets. Principal arterials are designed to accommodate travel; access to adjacent properties is discouraged. Minor arterials are designed to serve both through traffic and local trips. Collector roads and streets link local streets and properties with the arterial network. Local streets provide access to adjacent properties.

**GEOTECHNICAL REVIEW:** An engineering study of the geology and soils of a site which is submitted to determine the suitability of a site for development and recommends construction techniques designed to overcome development on problem soils, e.g., marine clay soils.

**HYDROCARBON RUNOFF:** Petroleum products, such as motor oil, gasoline or transmission fluid deposited by motor vehicles which are carried into the local storm sewer system with the stormwater runoff, and ultimately, into receiving streams; a major source of non-point source pollution. An oil-grit separator is a common hydrocarbon runoff reduction method.

**IMPERVIOUS SURFACE:** Any land area covered by buildings or paved with a hard surface such that water cannot seep through the surface into the ground.

**INFILL:** Development on vacant or underutilized sites within an area which is already mostly developed in an established development pattern or neighborhood.

**INTENSITY:** The magnitude of development usually measured in such terms as density, floor area ratio, building height, percentage of impervious surface, traffic generation, etc. Intensity is also based on a comparison of the development proposal against environmental constraints or other conditions which determine the carrying capacity of a specific land area to accommodate development without adverse impacts.

**Ldn:** Day night average sound level. It is the twenty-four hour average sound level expressed in A-weighted decibels; the measurement assigns a "penalty" to night time noise to account for night time sensitivity. Ldn represents the total noise environment which varies over time and correlates with the effects of noise on the public health, safety and welfare.

**LEVEL OF SERVICE (LOS):** An estimate of the effectiveness of a roadway to carry traffic, usually under anticipated peak traffic conditions. Level of Service efficiency is generally characterized by the letters A through F, with LOS-A describing free flow traffic conditions and LOS-F describing jammed or grid-lock conditions.

**MARINE CLAY SOILS:** Soils that occur in widespread areas of the County generally east of Interstate 95. Because of the abundance of shrink-swell clays in these soils, they tend to be highly unstable. Many areas of slope failure are evident on natural slopes. Construction on these soils may initiate or accelerate slope movement or slope failure. The shrink-swell soils can cause movement in structures, even in areas of flat topography, from dry to wet seasons resulting in cracked foundations, etc. Also known as slippage soils.

**OPEN SPACE:** That portion of a site which generally is not covered by buildings, streets, or parking areas. Open space is intended to provide light and air; open space may function as a buffer between land uses or for scenic, environmental, or recreational purposes.

**OPEN SPACE EASEMENT:** An easement usually granted to the Board of Supervisors which preserves a tract of land in open space for some public benefit in perpetuity or for a specified period of time. Open space easements may be accepted by the Board of Supervisors, upon request of the land owner, after evaluation under criteria established by the Board. See Open Space Land Act, Code of Virginia, Sections 10.1-1700, et seq.

**P DISTRICT:** A "P" district refers to land that is planned and/or developed as a Planned Development Housing (PDH) District, a Planned Development Commercial (PDC) District or a Planned Residential Community (PRC) District. The PDH, PDC and PRC Zoning Districts are established to encourage innovative and creative design for land development; to provide ample and efficient use of open space; to promote a balance in the mix of land uses, housing types, and intensity of development; and to allow maximum flexibility in order to achieve excellence in physical, social and economic planning and development of a site. Refer to Articles 6 and 16 of the Zoning Ordinance.

**PROFFER:** A written condition, which, when offered voluntarily by a property owner and accepted by the Board of Supervisors in a rezoning action, becomes a legally binding condition which is in addition to the zoning district regulations applicable to a specific property. Proffers are submitted and signed by an owner prior to the Board of Supervisors public hearing on a rezoning application and run with the land. Once accepted by the Board, proffers may be modified only by a proffered condition amendment (PCA) application or other zoning action of the Board and the hearing process required for a rezoning application applies. See Sect. 15.2-2303 (formerly 15.1-491) of the Code of Virginia.

**PUBLIC FACILITIES MANUAL (PFM):** A technical text approved by the Board of Supervisors containing guidelines and standards which govern the design and construction of site improvements incorporating applicable Federal, State and County Codes, specific standards of the Virginia Department of Transportation and the County's Department of Public Works and Environmental Services.

**RESOURCE MANAGEMENT AREA (RMA):** That component of the Chesapeake Bay Preservation Area comprised of lands that, if improperly used or developed, have a potential for causing significant water quality degradation or for diminishing the functional value of the Resource Protection Area. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

**RESOURCE PROTECTION AREA (RPA):** That component of the Chesapeake Bay Preservation Area comprised of lands at or near the shoreline or water's edge that have an intrinsic water quality value due to the ecological and biological processes they perform or are sensitive to impacts which may result in significant degradation of the quality of state waters. In their natural condition, these lands provide for the removal, reduction or assimilation of sediments from runoff entering the Bay and its tributaries, and minimize the adverse effects of human activities on state waters and aquatic resources. New development is generally discouraged in an RPA. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

**SITE PLAN:** A detailed engineering plan, to scale, depicting the development of a parcel of land and containing all information required by Article 17 of the Zoning Ordinance. Generally, submission of a site plan to DPWES for review and approval is required for all residential, commercial and industrial development except for development of single family detached dwellings. The site plan is required to assure that development complies with the Zoning Ordinance.

**SPECIAL EXCEPTION (SE) / SPECIAL PERMIT (SP):** Uses, which by their nature, can have an undue impact upon or can be incompatible with other land uses and therefore need a site specific review. After review, such uses may be allowed to locate within given designated zoning districts if appropriate and only under special controls, limitations, and regulations. A special exception is subject to public hearings by the Planning Commission and Board of Supervisors with approval by the Board of Supervisors; a special permit requires a public hearing and approval by the Board of Zoning Appeals. Unlike proffers which are voluntary, the Board of Supervisors or BZA may impose reasonable conditions to assure, for example, compatibility and safety. See Article 8, Special Permits and Article 9, Special Exceptions, of the Zoning Ordinance.

**STORMWATER MANAGEMENT:** Engineering practices that are incorporated into the design of a development in order to mitigate or abate adverse water quantity and water quality impacts resulting from development. Stormwater management systems are designed to slow down or retain runoff to re-create, as nearly as possible, the pre-development flow conditions.

**SUBDIVISION PLAT:** The engineering plan for a subdivision of land submitted to DPWES for review and approved pursuant to Chapter 101 of the County Code.

**TRANSPORTATION DEMAND MANAGEMENT (TDM):** Actions taken to reduce single occupant vehicle automobile trips or actions taken to manage or reduce overall transportation demand in a particular area.

**TRANSPORTATION SYSTEM MANAGEMENT (TSM) PROGRAMS:** This term is used to describe a full spectrum of actions that may be applied to improve the overall efficiency of the transportation network. TSM programs usually consist of low-cost alternatives to major capital expenditures, and may include parking management measures, ridesharing programs, flexible or staggered work hours, transit promotion or operational improvements to the existing roadway system. TSM includes Transportation Demand Management (TDM) measures as well as H.O.V. use and other strategies associated with the operation of the street and transit systems.

**URBAN DESIGN:** An aspect of urban or suburban planning that focuses on creating a desirable environment in which to live, work and play. A well-designed urban or suburban environment demonstrates the four generally accepted principles of design: clearly identifiable function for the area; easily understood order; distinctive identity; and visual appeal.

**VACATION:** Refers to vacation of street or road as an action taken by the Board of Supervisors in order to abolish the public's right-of-passage over a road or road right-of-way dedicated by a plat of subdivision. Upon vacation, title to the road right-of-way transfers by operation of law to the owner(s) of the adjacent properties within the subdivision from whence the road/road right-of-way originated.

**VARIANCE:** An application to the Board of Zoning Appeals which seeks relief from a specific zoning regulation such as lot width, building height, or minimum yard requirements, among others. A variance may only be granted by the Board of Zoning Appeals through the public hearing process and upon a finding by the BZA that the variance application meets the required Standards for a Variance set forth in Sect. 18-404 of the Zoning Ordinance.

**WETLANDS:** Land characterized by wetness for a portion of the growing season. Wetlands are generally delineated on the basis of physical characteristics such as soil properties indicative of wetness, the presence of vegetation with an affinity for water, and the presence or evidence of surface wetness or soil saturation. Wetland environments provide water quality improvement benefits and are ecologically valuable. Development activity in wetlands is subject to permitting processes administered by the U.S. Army Corps of Engineers

**TIDAL WETLANDS:** Vegetated and nonvegetated wetlands as defined in Chapter 116 Wetlands Ordinance of the Fairfax County Code: includes tidal shores and tidally influenced embayments, creeks, and tributaries to the Occoquan and Potomac Rivers. Development activity in tidal wetlands may require approval from the Fairfax County Wetlands Board.

#### Abbreviations Commonly Used in Staff Reports

A&F	Agricultural & Forestal District	PDH	Planned Development Housing
ADU	Affordable Dwelling Unit	PFM	Public Facilities Manual
ARB	Architectural Review Board	PRC	Planned Residential Community
BMP	Best Management Practices	RC	Residential-Conservation
BOS	Board of Supervisors	RE	Residential Estate
BZA	Board of Zoning Appeals	RMA	Resource Management Area
COG	Council of Governments	RPA	Resource Protection Area
CBC	Community Business Center	RUP	Residential Use Permit
CDP	Conceptual Development Plan	RZ	Rezoning
CRD	Commercial Revitalization District	SE	Special Exception
DOT	Department of Transportation	SEA	Special Exception Amendment
DP	Development Plan	SP	Special Permit
DPWES	Department of Public Works and Environmental Services	TDM	Transportation Demand Management
DPZ	Department of Planning and Zoning	TMA	Transportation Management Association
DU/AC	Dwelling Units Per Acre	TSA	Transit Station Area
EQC	Environmental Quality Corridor	TSM	Transportation System Management
FAR	Floor Area Ratio	UP & DD	Utilities Planning and Design Division, DPWES
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HC	Highway Corridor Overlay District	VPH	Vehicles per Hour
HCD	Housing and Community Development	WMATA	Washington Metropolitan Area Transit Authority
LOS	Level of Service	WS	Water Supply Protection Overlay District
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, DPZ
OSDS	Office of Site Development Services, DPWES	ZED	Zoning Evaluation Division, DPZ
PCA	Proffered Condition Amendment	ZPRB	Zoning Permit Review Branch
PD	Planning Division		
PDC	Planned Development Commercial		