

PROFFERS FOR METRO PARK  
RZ/FDP 1998-LE-048  
July 30, 1999

Pursuant to Section 15.2-2303 A of the Code of Virginia, 1950, as amended and recodified, and Section 18-203 of the Zoning Ordinance of Fairfax County (1978 amended), the property owners and Applicant in this zoning application proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference 90-1 ((1)) – 23, 23A, 24, 26, 27, 28, 29, 31A and 31B (hereinafter referred to as the "Walker Property") and Parcels 11B, 11C (Walker and Parcels 11B and 11C hereinafter referred to collectively as the "Property") will be in accordance with following conditions if, and only if, said Rezoning request for the PDC District at the FAR requested is granted. In the event said application is denied, these proffers shall be null and void. The Applicant, for itself, its successors and assigns, agrees that these proffers shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board of Supervisors of Fairfax County, Virginia in accordance with applicable County and State statutory procedures these, if accepted, proffers supersede all previous proffers or development conditions on the Property. The Applicant further agrees that these proffers shall remain fully binding on the Applicant and its successors or assigns and any and all future owners of the Property. The proffered conditions are:

The Applicant agrees that the development will be in substantial conformance with the submitted CDP/FDP (including either Alternative "A" and "B") dated November, 1998 and revised through June 28, 1999. Subject to the proffers and the provisions of Sections 18-204 and 16-403 of the Zoning Ordinance, the Applicant reserves the right to make minor modifications to the approved development plan in order to address engineering and architectural issues at the time of final site plan approval.

1. Pursuant to Section 2-308 of the Zoning Ordinance, subject to the approval of full density credit, the Applicant shall dedicate Parcel 11C to the County of Fairfax for use solely as undisturbed open space and buffer upon submission of the site plan for the second building on the Property and maintain it as undisturbed open space until dedication.
2. The Property will be developed at a floor area ratio (FAR) not to exceed .55 for office uses. The combined FAR for all uses as shown on the CDP/FDP and as defined below shall not exceed .62. Office uses shall not exceed 960,400 gross floor area (GFA), specialty retail uses as defined below shall not exceed 18,800 GFA, hotel suites, which the Applicant may construct above the specialty retail as shown on the CDP/FDP, shall not exceed 102,200 GFA, and a child care center

shall not exceed 7,200 GFA. The maximum daily enrollment of the child care center shall not exceed 99. The total FAR of .62 includes density credit for dedication of right of way and Parcel 11C as set forth in proffer 1 above.

3. *Accessory uses shall be permitted within the office buildings as said term is defined in Section 20-300 of the Zoning Ordinance. In addition to the uses shown for each of the buildings, Applicant may establish all, any, or any other combination of the uses set forth in Note 10 on the CDP/FDP. Any secondary retail uses located within office uses shall not reduce the 18,800 gross floor area of permitted specialty retail uses.*
4. *Specialty retail is defined as retail uses, business service and supply establishments, personal service establishments, including but not limited to by way of example: dry cleaner, shoe repair, stationer, mailing and copying facilities, financial services, florist, delicatessen, fast food restaurant, coffee shop, etc., and eating establishments designed primarily for tenants and their employees.*
5. *In conjunction with the Laurel Grove Baptist Church, the Applicant shall, at Applicant's expense, restore the existing residence on Parcel 24 to its original use as a School House building, circa 1880. The restoration shall commence with construction on the Walker Property and be completed pursuant to specifications agreed upon between the Church and the Applicant. The Applicant will enter into an agreement with the Laurel Grove Baptist church, so that the building will be maintained, and the Church may use the building for its own activities and as a museum and teaching tool in the community. The Applicant shall establish a non-profit Laurel Grove Association, which will include members of the Church and the community, to provide additional support for the use of the restored Schoolhouse.*
6. *The Applicant shall provide a non-exclusive, private access easement to Walker Lane through its parking lot to the Laurel Grove Baptist Church parking lot (Parcel 25) upon construction of the parking lot.*
7. *During construction of the new Walker Lane, the Applicant, as a safety measure, shall provide fencing along the northern property line of the Laurel Grove Baptist Church and will provide access across its property to the Church. Pursuant to an agreement with the Church, the Applicant shall provide a temporary stone driveway to be maintained by the Applicant, to the Church parking lot.*

8. *The Applicant shall grant an easement to the Laurel Grove Baptist Church for the location and preservation of the headstones of the graves that protrude outside of the Church property (Parcel 25) upon construction of the building adjacent to the cemetery. The Applicant shall work with the Church and shall provide attractive protection for the gravesites.*
9. *There shall be a minimum twenty-five foot (25') wide vegetative buffer together with a seven-foot (7') high brick wall located along the southern boundary of the site adjacent to Lewin Park as shown on the CDP/FDP. The Applicant shall construct the wall on the northern side of the buffer and around the existing 48" caliper willow oak (tree # 15) and other identified significant, mature trees to be preserved as shown on the Buffer Area Detail sheet of the CDP/FDP. Supplemental planting for the buffer shall be provided as shown on the Buffer Area Detail. After the addition of the supplemental planting, Applicant will maintain the buffer on the southern side of the wall in its natural state. Construction of the brick wall will begin with construction of the first office building on the Walker property and will be completed on or before issuance of the non-rup for the first office building. The existing cemetery, including the existing fence and gate, located in the buffer on the southern side of the wall as shown on the CDP/FP will be preserved. A walkway access as shown on the CDP/FDP will be maintained. Applicant will flatten the slopes on the north and east to prevent further erosion.*
10. *A site lighting plan shall be submitted with each building permit application. Such lighting plan shall be designed generally in accord with the recommendations of the International Dark-Sky Association of Tucson, Arizona, including such features as full cut-off shielding, no upward pointing lights, and minimization of glare. Site lighting will be uniform and coordinated throughout. Lighting required by the County and VDOT along public streets may be excluded from Dark Sky recommendations. Site lighting, if any, along the travel lane adjacent to Lewin Park shall be shielded away from Lewin Park. Maximum pole height for site lighting standards shall be 40 feet plus foundation, provided that lighting height along the upper level parking deck facing Lewin Park shall not exceed 20 feet. Applicant shall provide the County with a copy of the recommendations of the International Dark Sky Association upon request.*
11. *Walker Lane and Metro Park Drive, subject to approval of all reviewing agencies, shall be landscaped as shown on the CDP/FDP and accompanying landscape cross-sections attached to the Proffers as Exhibit A. The Applicant shall landscape along Walker Lane to create a "boulevard effect". Both sides of Walker Lane shall be planted with double rows of shade trees. One row shall be planted between the curb and sidewalk. One row shall be planted behind the*

sidewalk. Each row will be planted 40 foot on center along Walker Lane to the extent shown on the CDP/FDP. Both sides of Metro Park Drive will be planted with a single row of shade trees. Each row will be planted 40 foot on center between the curb and sidewalk along Metro Park Drive to the extent shown on the CDP/FDP. Shade trees shall be chosen from VDOT's listing of major trees attached to the Proffers as Exhibit B, (excerpted from VDOT's "Guidelines for Planting along Virginia's Highways") and will be a minimum of two and one-half inch (2 1/2") caliper at planting. Parking lot screening, with intermittent hedging, of car bumpers shall be provided where surface parking abuts Walker Lane or Metro Park Drive. Landscaping for parking garages shall be as shown on the CDP/FDP. The Applicant reserves the right to cluster landscaping so as to provide views into the development. The Applicant, subject to vehicle and pedestrian safety considerations and VDOT approval, will landscape the median of Walker Lane as shown on the CDP/FDP. The Applicant will institute a program of seasonal flower rotation. The aforesaid landscaping shall be implemented as each building adjacent to a roadway section is constructed. Prior to installing any streetscape plantings along the public streets which does not conform with the CDP/FDP, the Applicant shall provide the Director, DPWES with correspondence from the applicable authorities that such plantings are not permitted. Such correspondence shall include all efforts by the Applicant to obtain a variance or exception from the standard preventing the installation of such plantings.

12. Buildings shall not exceed the height shown on the CDP/FDP. (Provided, however, the calculation of building height shall exclude parapet walls and all other structures specified in Section 2-506 of the Zoning Ordinance.) The height of the parking structures shall not exceed 50 feet, and the hotel suites shall not exceed 61 feet. The Child Care facility shall not exceed 40 feet in height.
13. The architectural styling of all buildings, parking structures, and signage shall be compatible and of high quality typified by unified themes. The exterior of all buildings will be constructed of materials such as precast concrete and/or masonry, or brick with complementary architectural details such as architectural metal, stone, glass, or E.I.F.S. The ultimate development will be consistently designed and well coordinated. The first office building shall conform to the elevation and sketch attached as Exhibit C to these proffers. Building elevation design for all buildings (except the first) shall be returned to the Planning Commission for administrative review for conformance with the standards specified in this Proffer 13.
14. All office buildings shall have parapets and penthouses to reasonably shield roof mounted mechanical equipment from view. The exterior walls of elevator and

*mechanical equipment penthouses shall be of materials compatible with the building to present a harmonious appearance.*

- 15. Facade, directional, and monument signage shall be coordinated throughout the project. All permanent freestanding signs shall be monument type; pole signs shall not be permitted. Buildings mounted corporate logos shall be permitted. A comprehensive sign plan shall be submitted with the site plan for the second building to be constructed on the Property in accordance with the provision of Article 12, Signs, subject to this Proffer 15.*
- 16. Pedestrian benches with trash receptacles of a coordinated design shall be provided in appropriate numbers for the office areas, but not less than one for every 30,000 square feet of building area beginning with the construction of the second building on the Property or earlier at Applicant's option. Such pedestrian benches and trash receptacles will be placed at appropriate locations related to open space and bus shelters.*
- 17. As shown on the CDP/FDP, the development of the subject Property will include pedestrian linkages between the parking areas, the buildings, and the open space areas as each building is developed. In addition, there shall be a sidewalk at the southwestern corner of the site connecting to the existing eight-foot (8') trail along the Franconia/Springfield Parkway, subject to permission from VDOT. The Applicant will actively seek permission from VDOT when the site plan for the second building is processed and construct as part of the second building's site improvements or earlier at Applicant's option. If permission is denied, it will demonstrate its efforts to DPWES.*
- 18. An acoustically solid fence shall be provided around all sides of the outside play area for the child care center.*

*Noise attenuation shall be provided in the office buildings adjacent to the railroad tracks as follows:*

- A. Exterior wall shall have a laboratory sound transmission class (STC) rating of at least 39.*
- B. Doors and windows shall have a laboratory sound transmission class (STC) rating of at least 28.*
- C. Measures to seal and caulk between surfaces should follow methods approved by the American Society for Testing and Materials to minimize sound transmission.*

19. *If right in/right out access is granted on the Franconia/Springfield Parkway allowing access to Walker Lane, then, subject to VDOT and County approval, the Applicant shall design and construct an additional right-turn lane on westbound Route 7900 (to serve the Metro station loop separately from the Frontier Drive right-turn lane). The existing shoulder along westbound Route 7900 will be converted to a lane using curb and gutter tying in at the existing jersey barrier at the CSX railroad bridge and extending to the right in/right out entrance; the pavement structure shall meet VDOT standards. Re-striping of westbound Route 7900 (including the CSX railroad bridge) shall be done by Applicant to allow this additional right-turn lane to be carried over the bridge. Applicant shall also construct a deceleration lane into the right in/right out using the existing shoulder and adding curb and gutter. The sketch attached illustrates the proposed improvements.*
20. *Subject to VDOT and County approval, when the gross floor area on the Property exceeds 391,940 GFA of office, or earlier at Applicant's option, then upon issuance of the next building permit, Applicant will construct an additional left turn lane on the eastbound Franconia/Springfield Parkway onto northbound Beulah Street, thereby creating dual left turn lanes within existing VDOT right of way. The Applicant will modify the existing traffic signal heads at that intersection to accommodate the improvements noted above. Applicant shall not be required to obtain additional right of way or easements. Subject to VDOT approval, Applicant's construction of the left turn lane will be generally consistent with the following standards:*
- A. *A lane transition on eastbound Route 7900 west of its intersection with Beulah Street;*
  - B. *The lane transition shall be made approximately 600 feet in length;*
  - C. *The existing paved shoulder on eastbound Route 7900 shall be converted to a right turn lane by converting the existing ditch section to a curb and gutter section; pavement structure shall meet VDOT standards;*
  - D. *The two existing through lanes on eastbound Route 7900 shall be transitioned south approximately 12 feet to allow an additional left turn lane to be constructed next to the existing left turn lane.*
21. *The Applicant has dedicated and is constructing Walker Lane as a public street.*

22. *The Applicant shall dedicate, at site plan processing after the second office building on the Property or prior on demand from VDOT and/or Fairfax County (whichever occurs first), the frontage on its site on the western edge of Beulah Street and provide all easements on its frontage in accordance with and in coordination with VDOT plans for the widening of Beulah Street. (VDOT Project #0613.029.309, C501 sheets 9 and 10, undated), as being adjusted to provide for a median break at Walker Lane. All frontage property required for dedication to permit said improvements shall be dedicated to the County Board of Supervisors in fee simple, at no cost to the County. The Applicant shall begin and diligently pursue construction to extend the northbound left-turn lane to the site from Beulah Street so as to provide approximately 300 feet of stacking space. Applicant will substantially complete such construction (defined as open to the motoring public, but not necessarily accepted by VDOT for maintenance) on or before issuance of the non-residential use permit (non-rup) for office GFA in excess of 425,000 GFA. When the gross floor area on the Property exceeds 560,000 GFA of office, then upon issuance of the next building permit on the Property, the Applicant shall contribute its fair share of frontage contribution for the VDOT Beulah Street Improvement Project as determined by Bonds & Agreements up to but not in excess of \$200,000 ("Contribution"). If, prior to the office GFA on the Property exceeding 560,000 GFA, the Applicant, pursuant to these proffers, has made other contributions or improvements (excluding the 300 feet of stacking set forth above) pursuant to the VDOT Beulah Street Improvement Project, this required road fund contribution shall be reduced proportionately based on the value of the contribution or construction of improvements related to the VDOT project. If, prior to the office GFA on the Property exceeding 560,000 GFA, VDOT completes or begins its Beulah Street Improvement Project, then upon completion by VDOT of the Project, Applicant will contribute its Contribution, as defined above, subject to any reduction pursuant to the preceding sentence. At the option of the Lee District Supervisor, said Contribution sum shall be allocated toward any improvements recommended by the Lee District Supervisor.*
23. *Applicant shall design, equip, and construct, at its sole cost and expense, appropriately designed signals at the Walker Lane/Beulah Street intersection and at the Metro Park Drive/Charles Arrington/Beulah Street intersection when warranted by VDOT. If, at the time the warrants are met, the Beulah Street improvements have not been completed the Applicant is entitled to install a temporary interim traffic signal in addition to the aforesaid signal. Subject to the satisfaction of VDOT warrants, the traffic signal planned for the intersection of Walker Lane/Beulah Street shall be installed prior to the gross floor area of the property exceeding 225,000 square feet. If warrants are not met at that time, the signal shall be installed when the warrants are met. The aforesaid signals are in*

addition to the interim improvements as shown on Approved Site Plan 6836-PI-1. If requested by VDOT, Applicant will conduct the warrant studies.

24. Subject to approval from CSX (or any other applicable governmental agency), at no cost to the Applicant for the right to use CSX property, the Applicant will design and construct a pedestrian walkway from the Property to the VRE platform on the following terms and conditions and consistent with the following standards:
- A. No later than October 1, 1999, the Applicant shall prepare a schematic design of an eight-foot wide asphalt walkway with a six-foot chain link fence between the CSX tracks and the trail and lights running from the Property and along the east side of the CSX tracks to the VRE platform (approximately 1800 feet). The trail shall be entirely on the property of CSX and the Applicant. The design shall indicate the distance of the trail from the existing track and the type and amount of gravel, paving, fencing, and lights.
  - B. VRE, working with the Applicant and the Lee District Supervisor secures permission from CSX to build the trail in accordance with the proposal. Applicant's proposed trail shall be strong enough to support CSX maintenance pick-up trucks of  $\frac{3}{4}$  ton.
  - C. Applicant will construct the trail, fence, and lights with the construction of the second office building on the Property (or earlier at Applicant's option) if and when the following conditions have been met:
    - i. Approval by Fairfax County shall be subject to waivers as may be granted by the Board of Supervisors;
    - ii. VRE and Applicant and CSX have entered into an agreement or agreements reasonably satisfactory to Applicant which provide, among other things that:
      - a. VRE allows Applicant to tap electric power from VRE at no cost to Applicant to light the trail;
      - b. VRE indemnifies Applicant and CSX against all loss, damage, or cost arising out of any cause affecting or arising from the walkway and related activities and improvements; and Applicant is not required to indemnify anybody or any entity;
      - c. Applicant will maintain the walkway, fence, and lights from normal wear and tear from pedestrians and  $\frac{3}{4}$  ton pick-up trucks, but not from heavier equipment; and
      - d. If the proposed third CSX track requires the destruction in whole or in part of Applicant's walkway,

*the Applicant will not be required to replace the walkway, fence, or light and shall be relieved of any further liability.*

25. *When North office (C) is constructed (or earlier at Applicant's option), the Applicant shall reserve as shown on the CDP/FDP an area for dedication to Fairfax County as right of way for the future construction by others of a new bridge connection to the Metro/VRE station. Applicant reserves the right to use such area for parking or open space until it is conveyed to the County. The Applicant shall convey said reserved area to the County in fee simple and at no cost, upon written request of the County. The bridge shall be designed and constructed by others to mitigate impact on parking areas of the adjacent office building.*
26. *The Applicant shall construct two bus shelters on site generally as shown on the CDP/FDP and one bus shelter at a point along the Property frontage on Beulah Street. One bus shelter will be constructed on site along with construction of North office (C); the second and third with construction of the first office building on the Walker Property. All three bus shelters shall be constructed substantially in conformance with the design shown on Exhibit D attached to these proffers. The two onsite shelters will be heated in winter and air conditioned in summer. A trash receptacle will be provided at each of the shelters. Applicant will maintain the shelters and trash receptacles. The Applicant will arrange for regular trash collection at intervals to provide that litter in the vicinity of the bus stop is removed, and the bus stop remains litter free.*
27. *The Applicant shall inform its contractors in writing that they and/or their employees are not to use or park on Lewin Drive or Arco Drive. The Applicant shall police the contractors. A "No Construction Traffic" sign will be installed as close to Beulah Street on Lewin Drive as is possible.*
28. *There shall be no pedestrian or vehicular access from the Property to and through the Lewin Park residential development so long as it remains planned and zoned for single family residential use, except as otherwise provided in Proffer 30.*
29. *Jasper Lane and Metro Park Drive, as shown on the CDP/FDP, shall be constructed as public streets and constructed to VDOT standards at such time as they are required to provide access for Lewin Park (as defined in the next proffer).*

30. *Access to Lewin Park shall be required and shall be provided upon the happening of any of the following events:*
- A. *Lewin Park is rezoned for non-residential uses; or*
  - B. *All access from Lewin Park to Beulah Street is eliminated by construction of the planned interchange; or*
  - C. *All, or 75% of the lot owners representing 75% of the land area of Lewin Park request access, but in no event prior to the construction of the first office building on the Walker Property.*
31. *Connection to Lewin Park will be allowed at two locations as shown on the CDP/FDP. Actual construction of the connection from Jasper Lane to Arco Street and any connection from Metro Park Drive, including destruction of the wall, shall be at the expense of the developer of Lewin Park.*
32. *If the gross floor area of the Property exceeds 560,000 GFA of office, then upon issuance of the next building permit on the Property, Applicant will begin and diligently pursue construction of Jasper Lane, a public street, and the onsite travel lane from Jasper Lane to the western property line. At that time, Applicant will also construct the Metro Park Drive to Beulah Street connection generally as shown on the CDP/FDP. Applicant will substantially complete construction of Jasper Lane and Metro Park Drive (defined as open to the motoring public but not necessarily accepted by VDOT for maintenance) on or before issuance of the non-rup for office GFA in excess of 560,000 GFA. Applicant will provide right-of-way dedication and construction of a southbound right-turn lane on Beulah Street in conjunction with construction of the above connection. Subject to VDOT and Department of Transportation approval, connection may be constructed to preclude through eastbound/westbound movements between Metro Park Drive and Charles Arrington Drive.*

*Notwithstanding the above, to mitigate the negative impact of the VDOT Beulah Street widening on Lewin Park and to permit adequate public access to the existing Lewin Park residential development, the Applicant shall:*

- A. *Within thirty (30) days from approval of this rezoning application, deliver a written request to VDOT, and thereafter diligently pursue the inclusion of the Metro Park Drive approach as part of the Beulah Street improvement project (VDOT Project #0613.029.309, C501 sheets 9 and 10, undated).*
- B. *Design the Metro Park Drive connection to Beulah Street to VDOT's standards and pay the cost of its construction to VDOT when the bid*

*is let for the Project. Applicant will also pay the cost of any necessary right of way acquired or condemned by VDOT.*

33. *If access from Lewin Park is required prior to the applicability of the preceding proffer number 32, then the Metro Park Drive/Charles Arrington intersection at Beulah Street will be constructed only if the necessary right of way has been acquired or condemned by VDOT or Fairfax County.*
- A. *If, when such access is required under this proffer #33, the Applicant is unable to bring about the dedication by others and the necessary right-of-way and easements, or to acquire by purchase the right-of-way or easements at fair market value, as determined by an MAI (Member of the Appraisal Institute) appraisal, then the Applicant shall request the Board of Supervisors to condemn the necessary land and/or easements.*
- B. *It is understood that the Applicant's request to the Board of Supervisors for condemnation will not be considered until it is forwarded in writing to the Division of Land Acquisition or other appropriate County official, accompanied by (1) plans, plats and profiles showing the necessary right-of-way or grading easements to be acquired, including all associated easements and details of the proposed transportation improvements to be located on said right-of-way property; (2) an independent appraisal of the value of the right-of-way property to be acquired and of all damages to the residue of the affected property; (3) a sixty (60) year title search certificate of the right-of-way property to be acquired; and (4) a letter of credit in an amount equal to the appraised value of the property to be acquired and of all damages to the residue which can be drawn upon by the County. It is also understood that in the event the property owner of the property to be acquired is awarded with more than the appraised value of the property and to the damages to the residue in a condemnation suit, the amount of the award in excess of the letter of credit amount shall be paid to the County by the Applicant within forty-five (45) days of said award. In addition, the Applicant agrees that all reasonable and documented sums expended by the County in acquiring the right-of-way and necessary easements shall be paid to the County by the Applicant within sixty (60) days of written demand. In the event the County initiates, but subsequently abandons efforts to acquire the necessary right-of-way, the Applicant shall not be obligated to reimburse the County for costs expended.*
34. *The Applicant will provide, when the first office building is completed and occupied, a shuttle van to provide service to and from Metro for tenants and their*

employees at approximately 15-minute intervals during rush hour. When the occupancy rate of the shuttle vans reaches 90% during peak hour travel, then the Applicant will increase the service intervals to run at approximately 10-minute intervals. If the Transportation Association of Greater Springfield (TAGS) elects to provide ~~such~~ dedicated service, then in lieu of Applicant owning and operating the vans, it may make an annual contribution to TAGS instead to cover the cost of the service dedicated to this site.

35. The Applicant will work with the Fairfax County Department of Transportation and will implement the following Transportation Demand Management Program (the "TDM Program"). The objective of this TDM Program is the reduction, at time of project build-out, of single-occupant vehicles by fifteen (15) percent over the demand generated by the development of the property as proposed herein and as calculated based on standard Institute of Transportation Engineers (ITE) 6<sup>th</sup> edition rates/equations for those land uses listed as shown on Table 2 of the Traffic Impact Study prepared by Wells & Associates dated May 5, 1999.

Among the incentives to be implemented as a part of the TDM Program will be an encouragement of the use of public transportation, ridesharing opportunities, and staggered work hours. The program will have three general components which are:

- (1) An individual to serve as a designated transportation coordinator (the "TDM Coordinator") who will have the responsibility of implementing the incentives of the TDM Program will be in place when the first office building on the Property is completed and occupied. The functions of the TDM Coordinator may be performed as part of the other duties of designated individuals.
- (2) Participation through the office of the TDM Coordinator in the Transportation Association of Greater Springfield (TAGS).
- (3) Incentive traffic mitigation programs to be implemented by the TDM Coordinator may include the following:
  - (a) Parking Management Program:
    - Preferential parking for Ride Sharing
    - On-site shared parking;
  - (b) Participation in the Fairfax County Ride Share Program:

- Computerized matching service;
- Ridesharing information kits for new employees;
- Ridesharing display maps and forms in each office building;

(c) – *Promotion of Transit Services:*

- Transit subsidies, such as MetroChek;
- Transit information center;
- Shuttle service;
- Guaranteed ride home;
- Promotion of VRE ridership;

(d) *Provision for Bus Stops and/or Shelters throughout the Metro Park development:*

(e) *Sidewalk system designed to facilitate pedestrian circulation;*

(f) *Promotion of staggered work hours program and flex-time;*

(g) *Amenities for bicycle storage.*

(4) *Prior to occupancy of 800,000 GFA of office uses on the Property, the TDM Coordinator will conduct a survey designed to determine the transportation characteristics of the building tenants and employees. This survey will be the basis for improving the effectiveness of the TDM Program.*

(5) *Upon achieving a total occupancy level on the Property of 960,400 GFA of development (as evidenced by the issuance of Non-RUPS), the Applicant or assigns shall cause a traffic study to be undertaken to assess the accuracy of the total peak hour vehicle trip generation projections for the property based upon the ITE Trip Rates used to generate the estimated volume counts contained on Table 2 of the Traffic Impact Study prepared by Wells & Associates dated May 5, 1999. The study shall be submitted to the Fairfax County Department of Transportation.*

36. *In the event any condition or proffer of the rezoning requires amendment or revision to the site plan submitted for North Office (B), then Applicant will immediately submit a revision to that site plan, or a new site plan in substitution thereof.*

*LIST OF EXHIBITS*

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- A. *Landscape Cross Section*
- B. *Major Trees Listing (excerpt from VDOT's "Guidelines for Planting along Virginia's Highways")*
- C. *Elevation Sketch of Office Building*
- C-1. *Attachment to Proffer #19*
- D. *Bus Shelter Design*

PROPERTY OWNERS:

PARCEL 23

Phyllis Walker Ford  
Phyllis Walker Ford

Geneva Walker Jones  
Geneva Walker Jones

By: Phyllis Walker Ford  
By: her attorney - in - fact  
Phyllis Walker/Ford,  
her attorney-in-fact

Van Dyke A. Walker, Jr.  
Van Dyke A. Walker, Jr.

By: Phyllis Walker Ford  
By: his attorney - in - fact  
Phyllis Walker Ford,  
his attorney-in-fact

PARCEL 23A

Phyllis Walker Ford, Trustee  
Phyllis Walker Ford, Trustee

Van Dyke A. Walker, Jr., Trust  
Van Dyke A. Walker, Jr., Trustee

By: Phyllis Walker Ford  
By: his attorney - in - fact  
Phyllis Walker Ford  
his attorney-in-fact

PARCEL 24

Phyllis Walker Ford, Trustee  
Phyllis Walker Ford, Trustee

Van Dyke A. Walker Jr., Trustee  
Van Dyke A. Walker Jr., Trustee

By: Phyllis Walker Ford  
his attorney - in - fact  
Phyllis Walker Ford,  
his attorney-in-fact

PARCEL 26

Phyllis Walker Ford  
Phyllis Walker Ford

PARCEL 27

Phyllis Walker Ford  
Phyllis Walker Ford

PARCEL 28

Winnie Walker Spencer  
Winnie Walker Spencer  
By: Phyllis Walker Ford  
By: her attorney - in - fact  
Phyllis Walker Ford,  
her attorney-in-fact

PARCEL 29

Geneva Walker Jones  
Geneva Walker Jones

By: Phyllis Walker Ford  
By: her attorney - in - fact  
Phyllis Walker Ford  
her attorney-in-fact

PARCEL 30

Van Dyke A. Walker, III  
Van Dyke A. Walker, III

By: Phyllis Walker Ford  
By: his attorney - in - fact  
Phyllis Walker Ford,  
his attorney-in-fact

PARCEL 31A

Alma L. Walker Bushrod  
Alma L. Walker Bushrod

By: Phyllis Walker Ford  
By: her attorney - in - fact  
Phyllis Walker Ford,  
her attorney-in-fact

PARCELS 31B, 11A, and 11C

METRO PARK LLC,  
A Virginia limited liability company

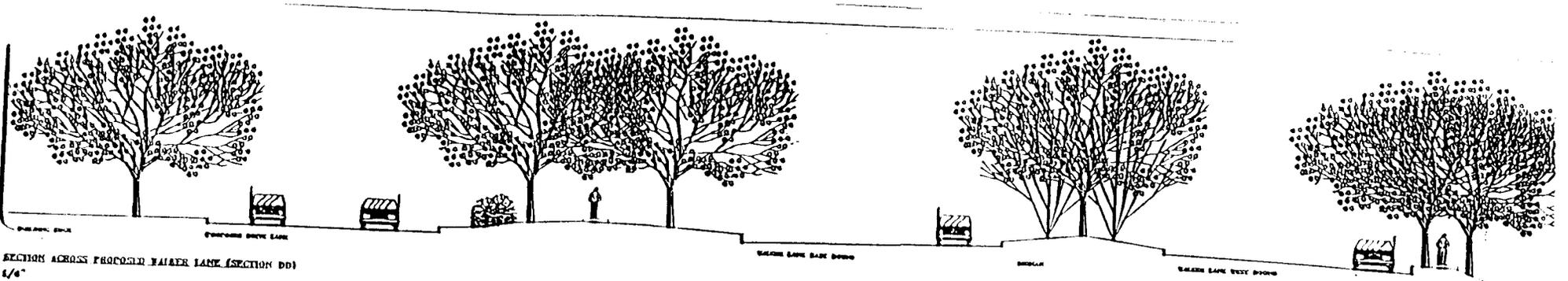
By: B. Mark Fried  
B. Mark Fried, Member

APPLICANT/CONTRACT PURCHASER:

of PARCELS 23, 23A, 24, 26, 27, 28, 29, 30,  
and 31A

METRO PARK LLC,  
A Virginia limited liability company

By: B. Mark Fried  
B. Mark Fried, Member



METRO PARK  
RZ/FDP 1998-LE-048

PROFFER EXHIBIT "A"

<u>Plant Name</u>	H = Height S = Spread	General Form
Prunus cerasifera 'Thundercloud'	H = 15' - 20'	Rounded
Thundercloud Purple Plum	S = 10' - 15'	

Prunus :  
'Kwar METRO PARK  
Kwanza RZ/FDP 1998-LE-048

PROFFER EXHIBIT "B"

Rhus typ regular  
Staghc

Taxus cu amidal  
'capi  
Uprigh

Thuja or umnar to  
Orient amidal'

~~Viburnum prunifolium H = 12' - 15' Rounded~~  
~~Blackhaw S = 8' - 12'~~

B. Major Trees

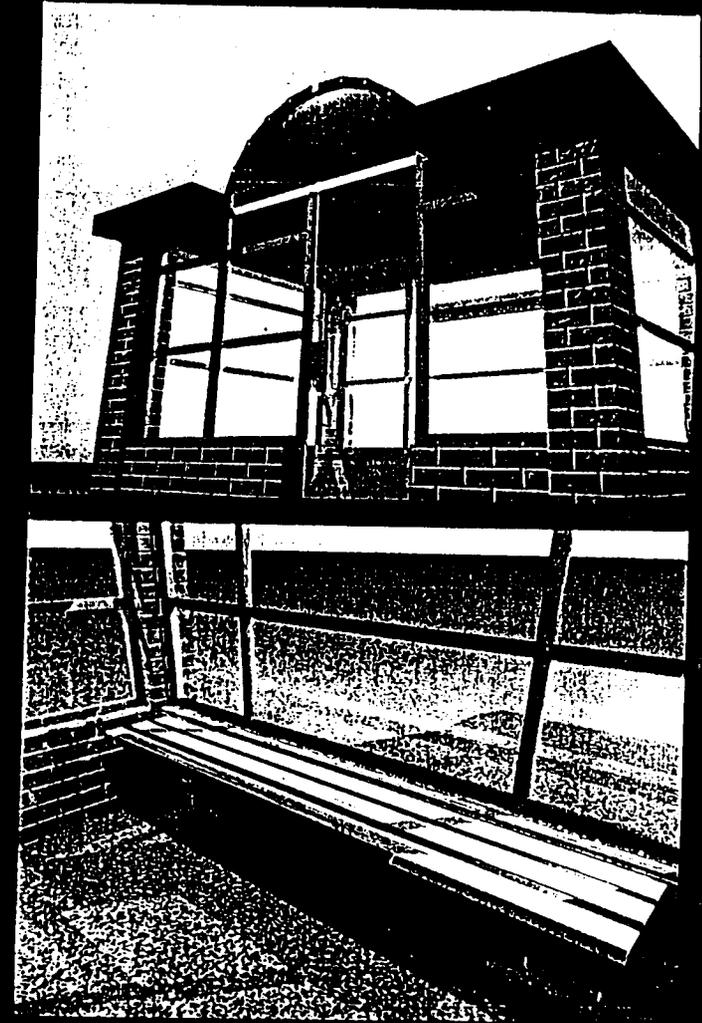
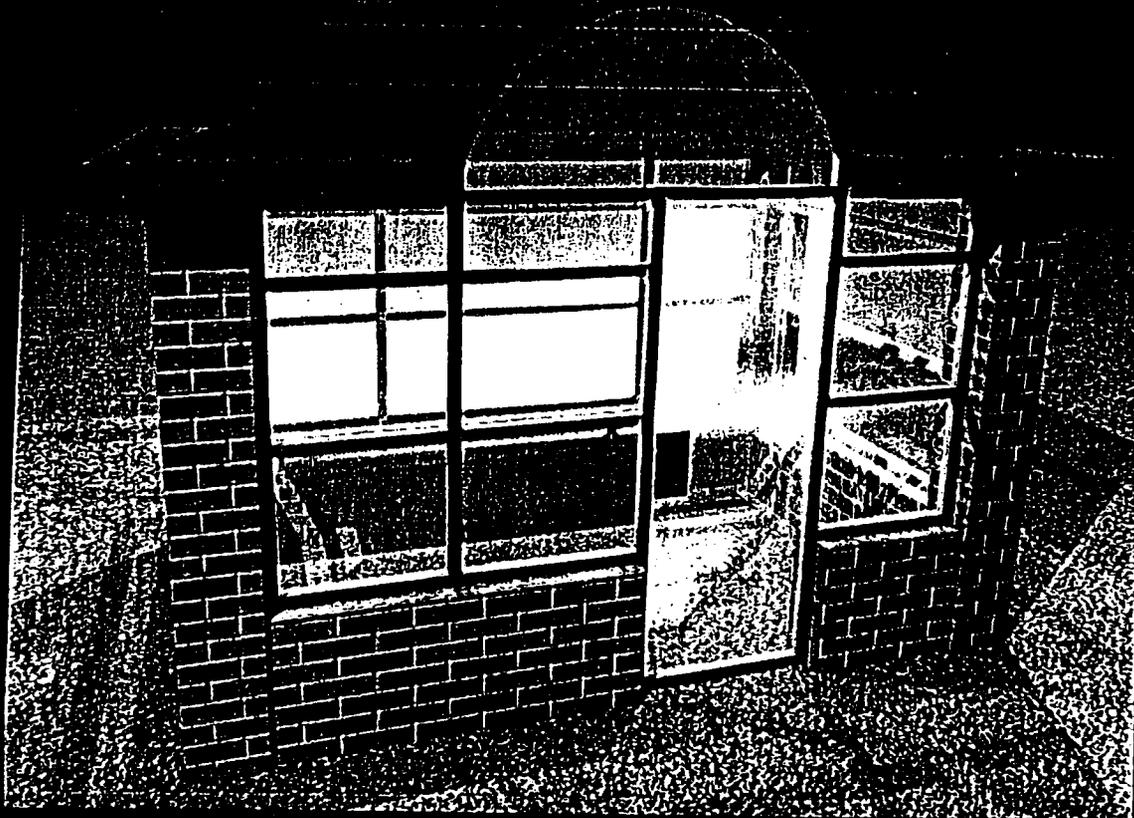
The major trees listed below represent the upright, columnar or pyramidal trees that could be adapted to street tree planting. Other species may be considered on a case-by-case basis.

<u>Plant Name</u>	H = Height S = Spread	General Form
Acer platanoides 'columnare'	H = 30' - 40'	Columnar
Columnar Norway Maple	S = 15' - 20'	

EXHIBIT TO PROFFER #11

Plant Name	H = Height S = Spread	General Form
<i>Acer platanoides</i> 'Schwedler'	H = 40' - 60'	Upright
Schwedler Norway Maple	S = 30'	
<i>Acer saccharum</i> Sugar Maple	H = 60' - 100' S = 50' - 80'	Upright
<i>Carpinus betulus</i> European Hornbeam	H = 40' - 60' S = 30' - 40'	Pyramidal
<i>Chamaecyparis</i> sp. Falsecypress	H = 50' - 70' S = 10' - 20'	Columnar
<i>Cryptomeria japonica</i> Japanese Cryptomeria	H = 50' - 60' S = 20' - 30'	Pyramidal
<i>Fraxinus pennsylvanica</i> Green Ash	H = 50' - 60' S = 25' - 30'	Upright
<i>Ginkgo biloba</i> Ginkgo	H = 50' - 70' S = 40'	Pyramidal
<i>Gleditsia triacanthos inermis</i> Locust Species	H = 50' - 70' S = 30'	Upright to Pyramidal
<i>Ilex opaca</i> American Holly	H = 18' - 40' S = 12' - 20'	Pyramidal
<i>Juniperus chinensis</i> Chinese Juniper	H = 60' - 75' S = 15' - 20'	Conical
<i>Juniperus scopulorum</i> Rocky Mountain Juniper	H = 30' - 40' S = 5' - 15'	Columnar

Plant Name	H = Height S = Spread	General Form
<i>Juniperus virginiana</i> Eastern Redcedar	H = 40' - 50' S = 8' - 20'	Upright
<i>Larix decidua</i> European Larch	H = 70' - 75' S = 25' - 30'	Pyramidal
<i>Malus baccata</i> Siberian Crabapple	H = 30' - 40' S = 15' - 20'	Broad
<i>Nyssa sylvatica</i> Black Tupelo	H = 30' - 50' S = 20' - 30'	Pyramidal
<i>Picea glauca</i> White Spruce	H = 40' - 60' S = 10' - 20'	Pyramidal
<i>Pinus nigra</i> Austrian Pine	H = 50' - 60' S = 20' - 40'	Pyramidal
<i>Prunus sargentii</i> Sargent Cherry	H = 40' - 50' S = 40'	Upright
<i>Quercus palustris</i> Pin Oak	H = 40' - 70' S = 25' - 40'	Pyramidal
<i>Thuja occidentalis</i> Eastern Arborvitae	H = 40' - 60' S = 10' - 15'	Pyramidal
<i>Tilia cordata</i> 'Greenspire' Greenspire Littleleaf Linden	H = 50' - 70' S = 20' - 25'	Narrow
<i>Zelkova serrata</i> Japanese Zelkova	H = 50' - 80' S = 40' - 60'	Vase



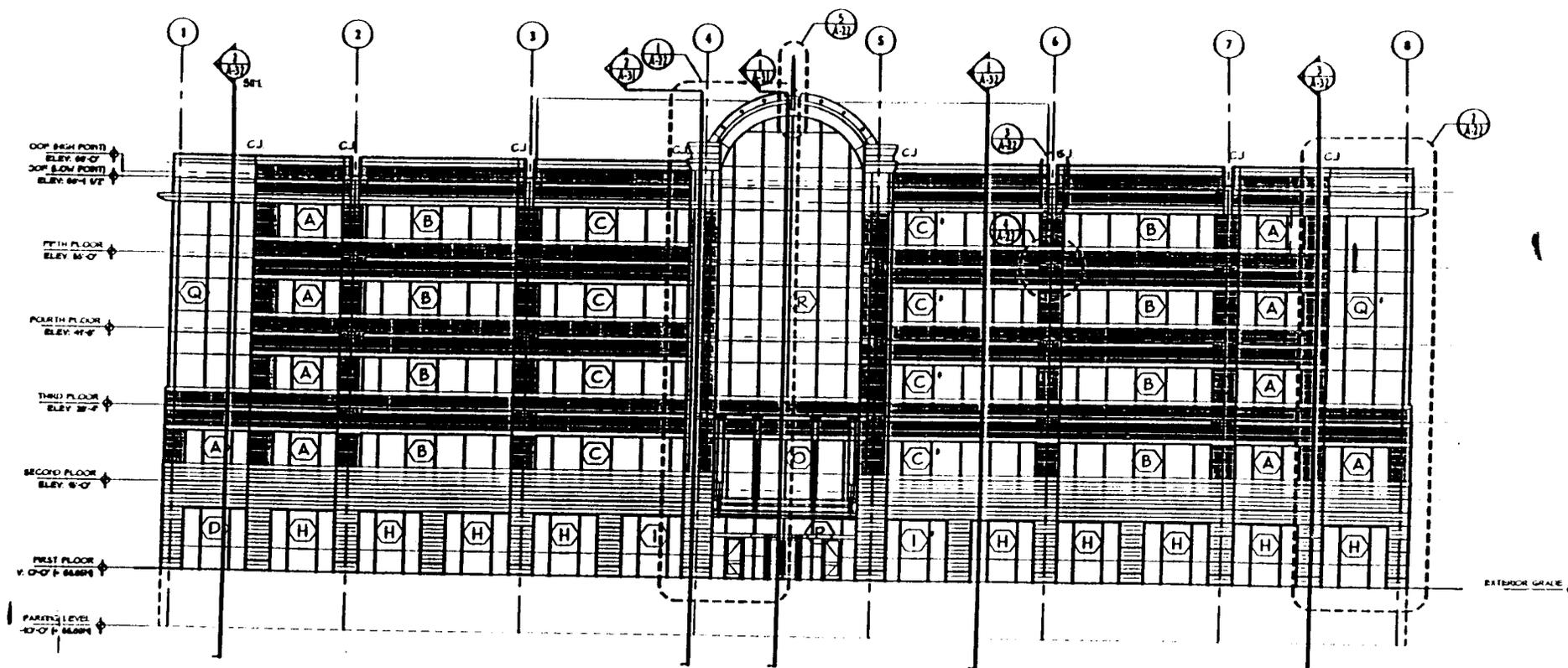
# METRO OFFICE PARK

BUS SHELTER



METRO PARK  
RZ/FDP 1998-LE-048

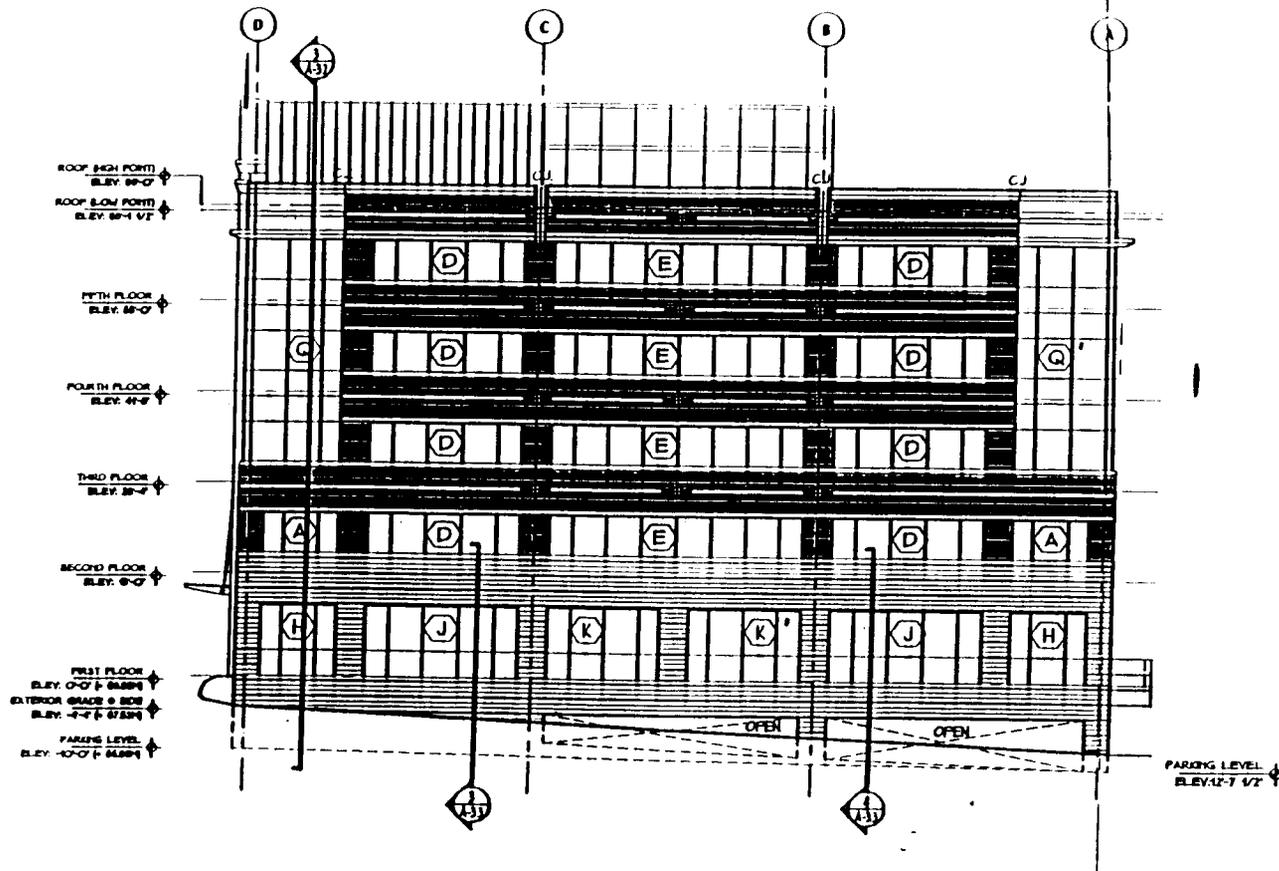
PROFFER EXHIBIT "D"



METRO PARK  
RZ/FDP 1998-LE-048

PROFFER EXHIBIT "C"

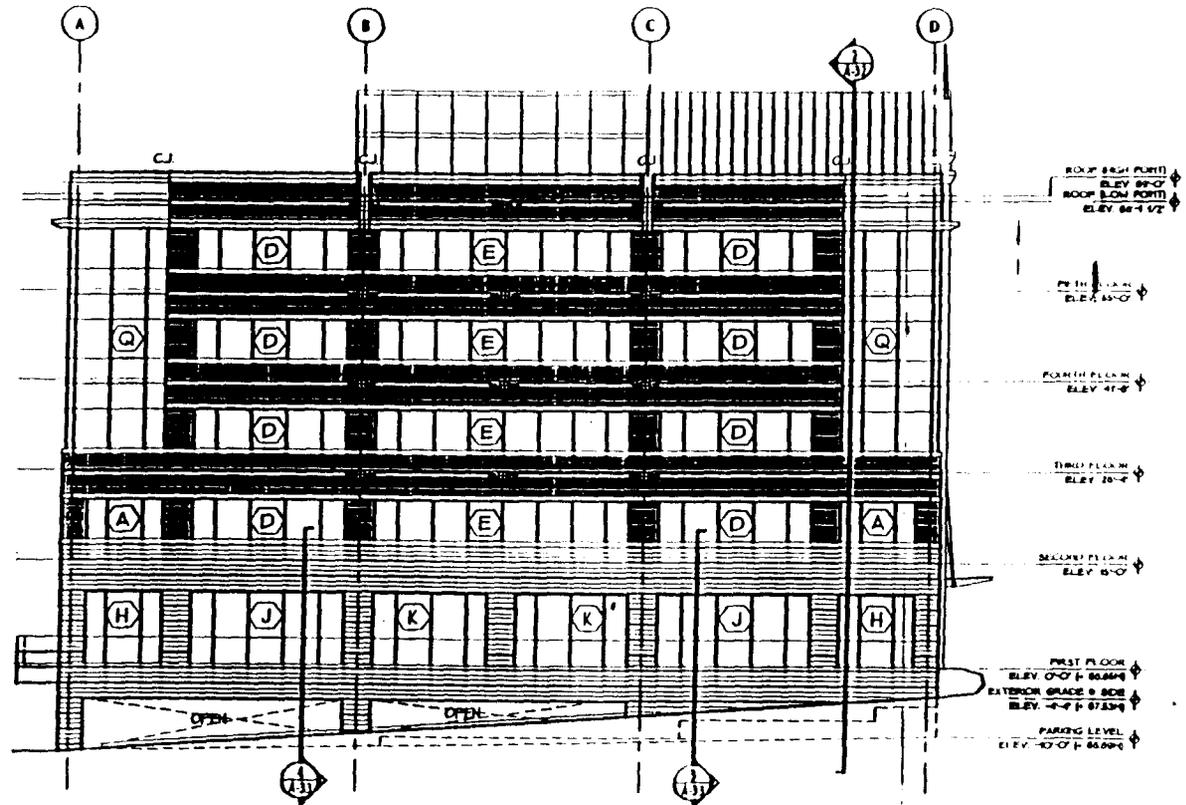
# EAST ELEVATION



# NORTH ELEVATION

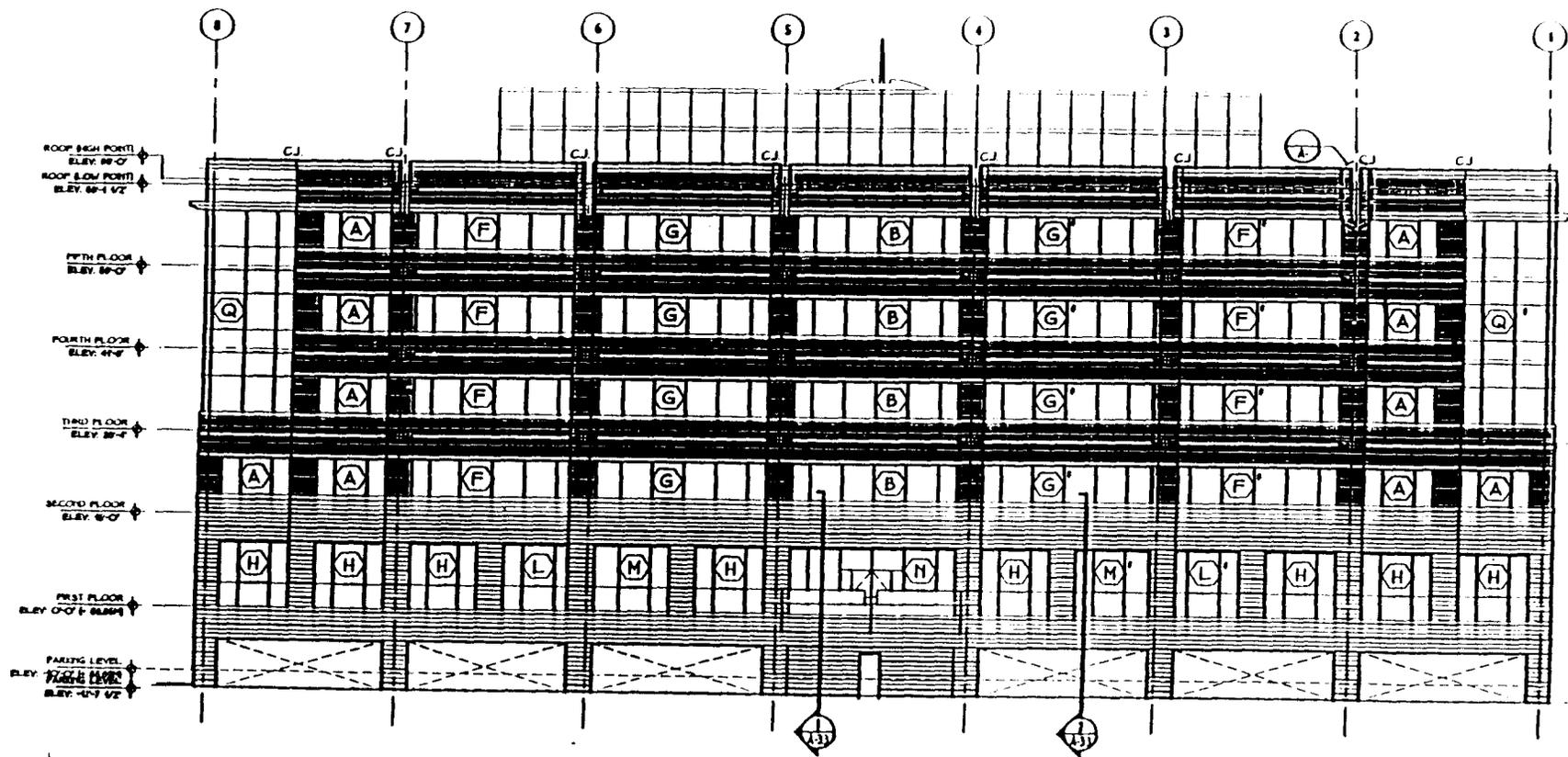
METRO PARK  
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PROFFER EXHIBIT "C"



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 PROFFER EXHIBIT "C"

# SOUTH ELEVATION



# WEST ELEVATION

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PROFFER EXHIBIT "C"

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METRO PARK

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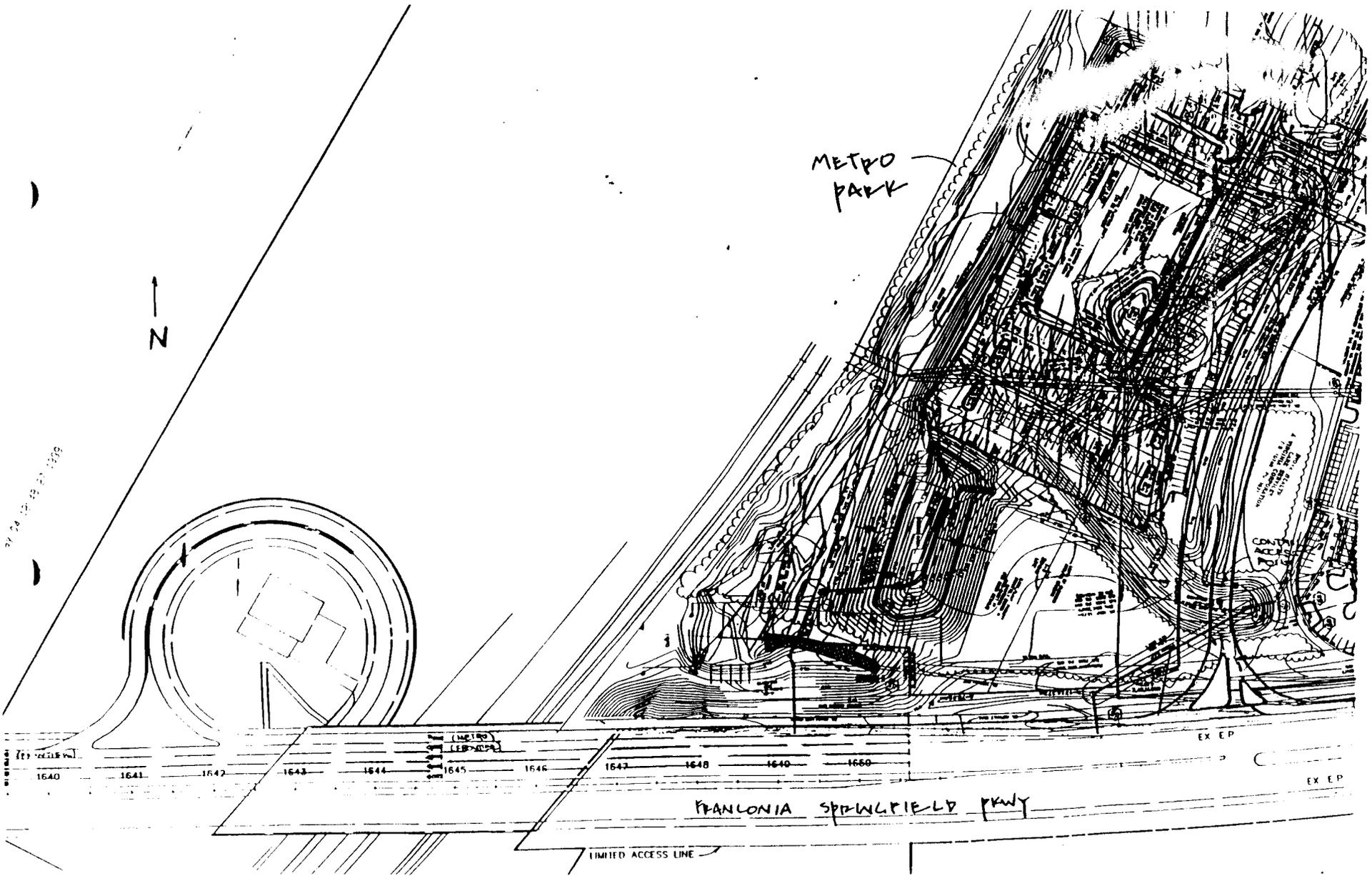


EXHIBIT C-1  
ATTACHMENT TO PROFFER 19