



APPLICATION ACCEPTED: February 23, 2011
PLANNING COMMISSION: June 23, 2011
BOARD OF SUPERVISORS: July 26, 2011 @ 3:30 PM

County of Fairfax, Virginia

June 8, 2011

STAFF REPORT

APPLICATIONS

RZ 2011-SU-004, PCA 2000-SU-032-03 and SEA 84-C-076-09

SULLY DISTRICT

APPLICANT: INOVA Health Care Services (Fair Oaks Hospital)

PRESENT ZONING: R-1 [45-2((2)) 51A]
C-3 [45-2((1)) 41B1, 41L, 41L3, 41L4, and 41L5 and
45-2((2)) 38, 39A, 39B, and 46A1]

REQUESTED ZONING: C-3 [entire site]

PARCEL(S): 45-2((1)) 41B1, 41L, 41L3, 41L4, and 41L5, and 45-2((2)) 38,
39A, 39B, 46A1 and 51A

ACREAGE: R-1: 1.09 acres
C-3: 61.82 acres
62.91 acres [entire site]

FAR: 0.34

OPEN SPACE: 50%

PLAN MAP: Public Facilities, Governmental and Institutional Uses

SE CATEGORY: Category 3: Medical Care Facilities

RZ PROPOSAL: The applicant seeks to rezone 1.09 acres (Parcel 45-2((2)) 51A) from the R-1 District to the C-3 District to allow the land to develop consistently with the remainder of the hospital site and to permit a hospital and related uses consistent with PCA 2000-SU-032-03 and SEA 84-C-076-09, with an overall FAR of 0.34.

William O'Donnell

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



PCA PROPOSAL: The applicant seeks to amend PCA 2000-SU-032 and SE 84-C-076 previously approved for medical care facilities to permit plan and proffer amendments, building additions, and site modifications with an overall FAR of 0.34 and to incorporate Parcel 45-2((2)) 51A into the hospital campus.

SEA PROPOSAL: The applicant seeks approval of an SEA application to amend SE 84-C-076 previously approved for a hospital and related facilities to allow an increase land area and FAR for medical facilities, and other associated modifications to the site design.

Staff recommends approval of RZ 2011-SU-004 subject to the execution of proffers consistent with those found in Appendix 1.

Staff recommends approval of PCA 2000-SU-032-03 subject to the execution of proffers consistent with those found in Appendix 1.

Staff recommends approval of SEA 84-C-076-09 subject to the development conditions found in Appendix 2.

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

Staff recommends the approval of a reaffirmation of the modification of the loading space requirement in favor of that shown on the GDP/ SEA Plat.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. It should be further noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

The approval of this rezoning does not interfere with, abrogate or annul any easement, covenants, or other agreements between parties, as they may apply to the property subject to this application. For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290.



Rezoning Application

RZ 2011-SU-004

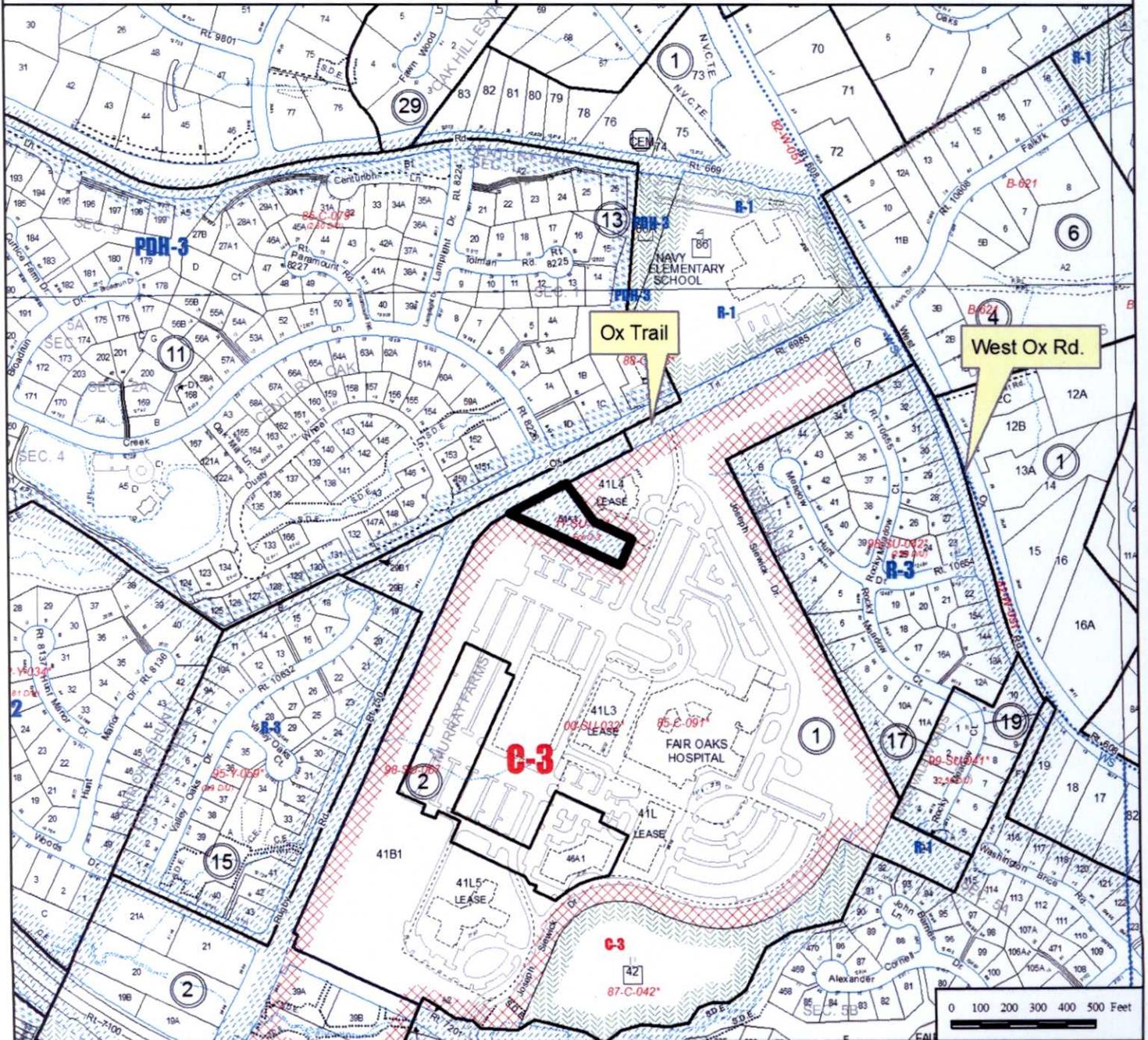


Applicant: INOVA HEALTH CARE SERVICES
Accepted: 02/23/2011
Proposed: COMMERCIAL
Area: 1.09 AC OF LAND; DISTRICT - SULLY

Located: SOUTH SIDE OF OX TRAIL APPROXIMATELY
1200 FEET WEST OF ITS INTERSECTION
WITH WEST OX ROAD

Zoning: FROM R- 1 TO C- 3

Map Ref Num: 045-2- /02/ /0051A1



Proffered Condition Amendment

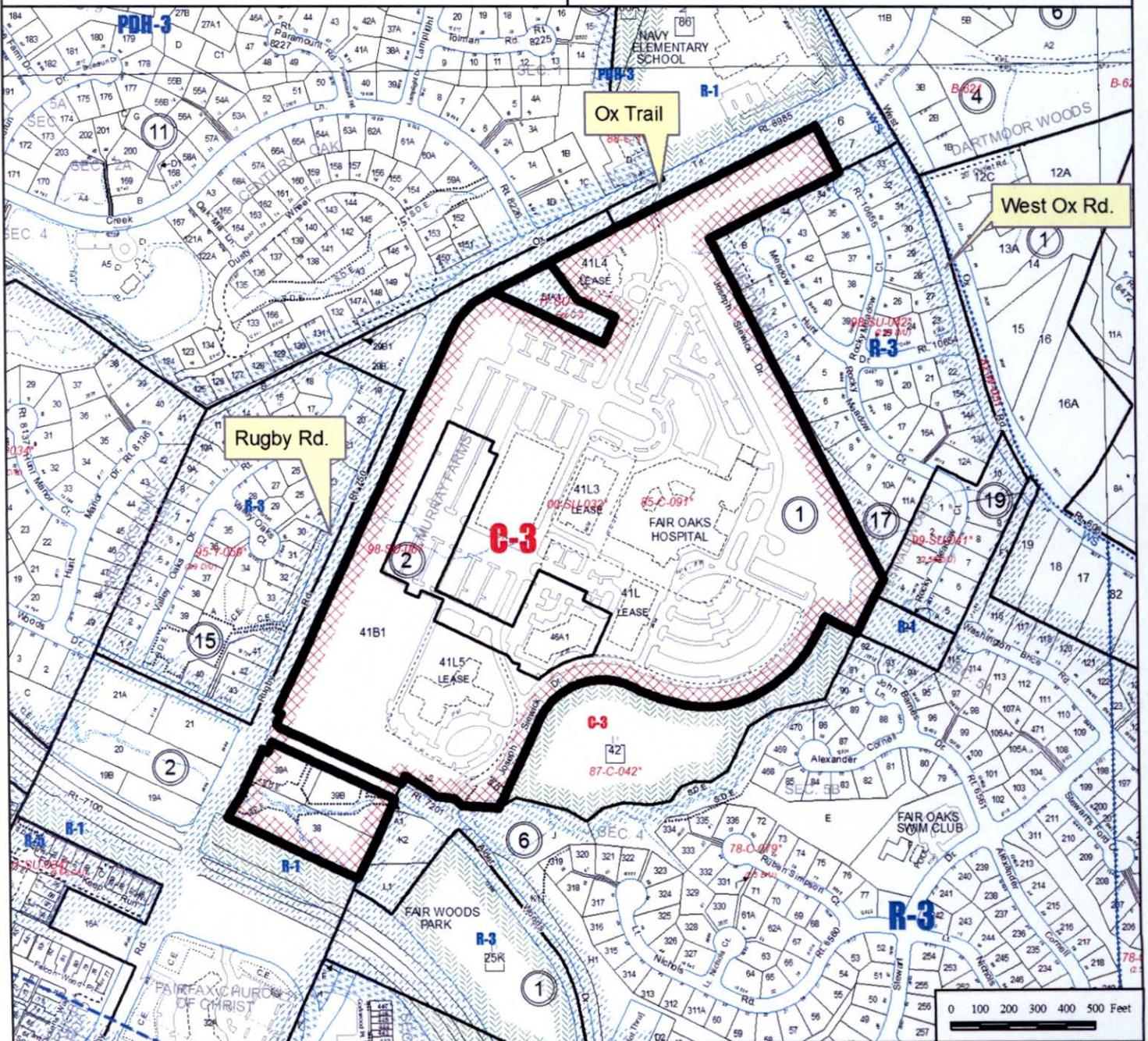
PCA 2000-SU-032-03

Special Exception Amendment

SEA 84-C-076-09

Applicant: INOVA HEALTH CARE SERVICES
 Accepted: 02/23/2011
 Proposed: AMEND RZ 2000-SU-032 PREVIOUSLY APPROVED FOR COMMERCIAL DEVELOPMENT TO PERMIT BUILDING ADDITIONS AND SITE MODIFICATIONS
 Area: 62.91 AC OF LAND; DISTRICT - SULLY
 Located: SOUTH SIDE OF OX TRAIL APPROXIMATELY 1200 FEET WEST OF ITS INTERSECTION WITH WEST OX ROAD
 Zoning: C-3
 Map Ref Num: 045-2- /01/ /0041B1 /01/ /0041L /01/ /0041L3 /01/ /0041L4 /01/ /0041L5 /02/ /0038 /02/ /0039A /02/ /0039B /02/ /0046A1 /02/ /0051A1

Applicant: INOVA HEALTH CARE SERVICES
 Accepted: 02/23/2011
 Proposed: AMEND SE 84-C-076 PREVIOUSLY APPROVED FOR MEDICAL CARE FACILITY TO PERMIT INCREASE IN LAND AREA, BUILDING ADDITIONS AND SITE MODIFICATIONS
 Area: 62.91 AC OF LAND; DISTRICT - SULLY
 Zoning Dist Sect: 04-0304
 Art 9 Group and Use: 3-06
 Located: 3600, 3620, 3575, 3750 JOSEPH SIEWICK DRIVE; 3807 & 3801 RUGBY ROAD AND 12603 OX TRAIL
 Zoning: C-3
 Plan Area: 3
 Map Ref Num: 045-2- /01/ /0041B1 /01/ /0041L /01/ /0041L3 /01/ /0041L4 /01/ /0041L5 /02/ /0038 /02/ /0039A /02/ /0039B /02/ /0046A1 /02/ /0051A1





Rev. May 13, 2011
Rev. April 15, 2011
January 31, 2011
M-10780

INOVA FAIR OAKS HOSPITAL CAMPUS

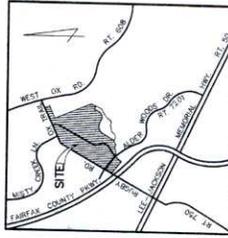
Sully District Fairfax County, Virginia

Rezoning RZ 2011-SU-004

Generalized Development Plan

Generalized Development Plan Amendment PCA 2000-SU-032-03

Special Exception Amendment Plat SEA 84-C-076-09



VICINITY MAP
SCALE: 1" = 2,000'

APPLICANT:
INOVA HEALTH CARE SERVICES
3600 JOSEPH SIEWICK DRIVE
FAIRFAX, VA 22033

- SHEET INDEX:**
1. COVER SHEET
 2. GENERALIZED DEVELOPMENT PLAN AMENDMENT / SPECIAL EXCEPTION AMENDMENT PLAT
 3. NOTES
 4. LEGEND
 5. EXISTING VEGETATION MAP
 6. LANDSCAPE DETAILS
 7. LANDSCAPE DETAILS AND CROSS-SECTION
 8. PEDESTRIAN CIRCULATION
 9. WATERSHED / SWM FACILITY DATA
 10. SITE VISUAL ANALYSES
 11. SITE VISUAL ANALYSES
 12. AS BUILT WET POND
 13. DRAINAGE OUTFALL PLAN AND CROSS-SECTIONS

INOVA FAIR OAKS
HOSPITAL CAMPUS
GENERALIZED DEVELOPMENT PLAN / GENERALIZED
DEVELOPMENT PLAN AMENDMENT/
SPECIAL EXCEPTION AMENDMENT PLAT
RZ 2011-SU-004
PCA 2000-SU-032-03
SEA 84-C-076-09

RECEIVED
Department of Planning & Zoning

MAY 13 2011

Zoning Evaluation Division

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



KEY PLAN

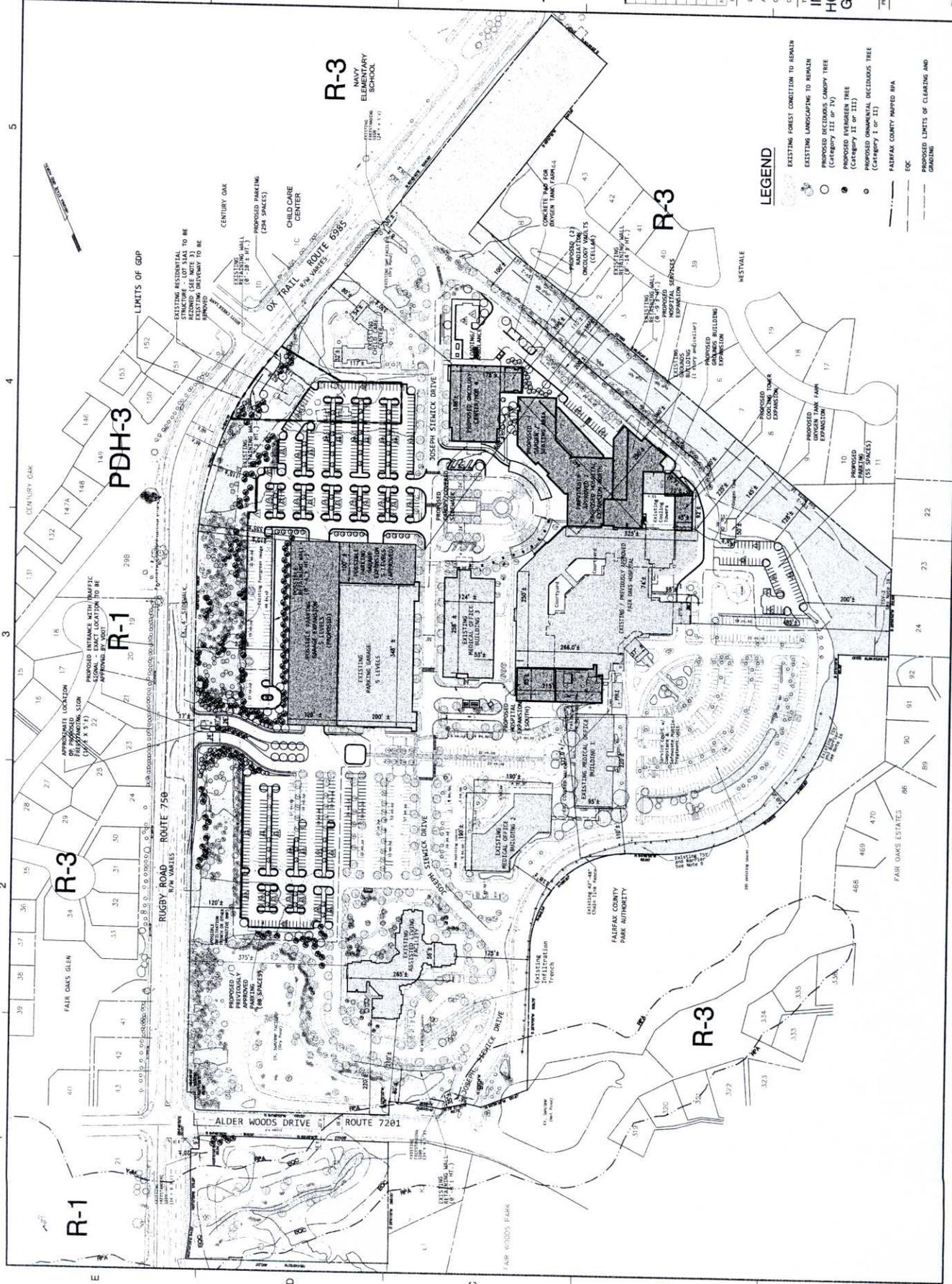


NO.	DATE	BY	DESCRIPTION
2	5/13/11	JMC	
1	4/15/11	JMC	

DRAWN BY	JMC
APPROVED BY	PCY
DATE	JANUARY 31, 2011

TITLE
**INOVA FAIR OAKS
 HOSPITAL CAMPUS
 GDP / GDPA / SEA**
 PCA 2008-SL02-03
 SEA RA-C-076-09
 PROJECT NO.

2



LEGEND

- EXISTING FOREST CONDITION TO REMAIN
- EXISTING LANDSCAPING TO REMAIN
- PROPOSED DECIDUOUS CANOPY TREE (CATEGORY III or IV)
- PROPOSED EVERGREEN TREE (CATEGORY II or III)
- PROPOSED SEMI-DWARFING TREE (CATEGORY I or II)
- FAIRFAX COUNTY MAPED BIA
- EOC
- PROPOSED LIMITS OF CLEARING AND GRADING

Dewberry & Davis LLC
 100 WASHINGTON ROAD
 FARMINGTON, CT 06031
 PHONE: 860.271.1000
 WWW.DDBVL.COM

NOVA FAIR OAKS
 HOSPITAL CAMPUS
 GENERALIZED DEVELOPMENT PLAN AMENDMENT
 SPECIAL EXCEPTION AMENDMENT PLAT
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



AS7 PLAN

SCALE

NO.	DATE	BY	DESCRIPTION
1	4/15/11	JMC	
2	5/13/11	JMC	

DESIGN BY: JMC
 APPROVED BY: [Signature]
 CHECKED BY: [Signature]
 DATE: January 31, 2011

TITLE: INOVA FAIR OAKS HOSPITAL CAMPUS
 PROJECT NO: TABULATION

1 2 3 4 5

TABULATION FOR AREA OF SEA 84-C-076-9 AND GDPA 2006SU-032-03
 SUBJECT PROPERTY: 45-2 (01) 41B1, 41L, 41L3, 41L4, 41L5, AND 41L6
 45-2 (02) 3K, 39A, 39B, 46A1, AND 51A1

ZONING: C-3
 LAND AREA (2,740,360 SF): 62.91 AC*

FLOOR AREA RATIO (FAR) PERMITTED-PER COMPREHENSIVE PLAN: 0.35*
 PROPOSED WITH THIS APPLICATION: 0.34*

GROSS FLOOR AREA PERMITTED (73-2199 AC @ 0.35 FAR - PER COMPREHENSIVE PLAN): 1,116,297 SF*

EXISTING GROSS FLOOR AREA: 709,166 SF
 HOSPITAL OFFICE BUILDING 1: 373,773 SF
 MEDICAL OFFICE BUILDING 2: 74,604 SF
 MEDICAL OFFICE BUILDING 3: 103,669 SF
 CHILD CARE CENTER: 9,380 SF
 ASSISTED LIVING FACILITY: 68,454 SF
 RESIDENTIAL STRUCTURE/ADMIN. BLDG.: 1,650 SF
 RESIDENTIAL STRUCTURE - ACCESSORY BLDGS.: 194 SF

PREVIOUSLY APPROVED GROSS FLOOR AREA NOT YET CONSTRUCTED: 182,000 ± SF
 HOSPITAL EXPANSION TO NORTH: 160,000 SF
 HOSPITAL EXPANSION TO SOUTH: 22,000 SF

PROPOSED ADDITIONAL/ADJUSTED GROSS FLOOR AREA WITH THIS APPLICATION: 192,611 ± SF
 ONCOLOGY CENTER, MEDICAL OFFICE BUILDING 4, (EXPANDED) HOSPITAL EXPANSION TO NORTH (EXPANDED GFA FOR TOTAL OF 199,175 SF)
 PROPOSED HOSPITAL EXPANSION TO SOUTH (EXPANDED GFA FOR TOTAL OF 199,175 SF)
 HOSPITAL SERVICE BUILDING EXPANSION: 6,000 SF
 GROUND BUILDING EXPANSION: 2,610 SF

EXISTING TEMPORARY TRAILERS DEMOLITION: 3,000 SF
 RESIDENTIAL STRUCTURE DEMOLITION: 640 SF
 ACCESSORY BLDGS DEMOLITION: 894 SF

TOTAL EXISTING, PREVIOUSLY APPROVED AND PROPOSED GROSS FLOOR AREA (709,166 ± SF + 182,000 ± SF + 192,611 ± SF): 1,083,777 ± SF
 GROSS FLOOR AREA AVAILABLE FOR EXPANSIONS TO BE APPROVED IN THE FUTURE (1,116,297 SF - 1,083,777 ± SF): 32,520 ± SF

OPEN SPACE REQUIRED (15% OF 62.91 AC): 9,444 AC
 PROPOSED (50%): 31,666 AC

PARKING SPACES REQUIRED: 1,996 ± SF
 HOSPITAL: 272 PROPOSED LICENSED BEDS @ 2.9 SPACES/BED = 789
 MOB-2: 1,180 SF GFA @ 1.6 SPACES/SF = 738
 MOB-2: 76,666 SF X 3 SPACES/1,000 SF GFA = 230
 MOB-3: 103,669 SF X 3 SPACES/1,000 SF GFA = 311
 CHILD CARE CENTER: 150 CHILDREN X 0.16 SPACE/CHILD = 24
 ASSISTED LIVING FACILITY: 68,454 SF @ 1 SPACES/RESIDENTS = 68,454
 35 EMPLOYEES @ 1 SPACES/RESIDENTS = 35
 PROPOSED MOB-4: 115,000 SF (INCLUDING CELLAR) X 3 SPACES/1,000 SF GFA = 345

PARKING SPACES EXISTING: 1,740
 SURFACE GARAGE: 317

PARKING SPACES PROPOSED: 1,212
 GARAGE (917 EXISTING + 250 APPROVED + 756 PROPOSED): 1,903

LOADING SPACES REQUIRED: 27
 HOSPITAL: 5
 MOB 1: 4
 MOB 2: 5
 MOB 3: 5
 MOB 4: 5
 CHILD CARE CENTER: 1
 IND. LIVING FACILITY: 2

LOADING SPACES PROVIDED/PROPOSED: 23**
 HOSPITAL: 5
 MOB 1: 4
 MOB 2: 4
 MOB 3: 5
 CHILD CARE CENTER: 2
 IND. LIVING FACILITY: 2

BUILDING HEIGHTS EXISTING:
 HOSPITAL (6 STORIES)..... 90± FT
 MEDICAL OFFICE BUILDING 1 (4 STORIES)..... 52± FT
 MEDICAL OFFICE BUILDING 2 (4 STORIES)..... 52± FT
 MEDICAL OFFICE BUILDING 3 (4 STORIES)..... 58± FT
 ASSISTED LIVING FACILITY (3 STORIES)..... 58± FT
 CHILD CARE CENTER (1 STORY)..... 20± FT
 TEMPORARY TRAILERS..... 20± FT
 RESIDENTIAL STRUCTURE/ADMIN. BLDG (1 STORY)..... 15± FT
 RESIDENTIAL STRUCTURE..... 20± FT

BUILDING HEIGHTS PROPOSED:
 HOSPITAL EXPANSION NORTH (4 STORIES)..... 60± FT
 MEDICAL OFFICE BUILDING 4 (4 STORIES)..... 60± FT
 HOSPITAL EXPANSION SOUTH (2 STORIES)..... 35± FT
 PARKING GARAGE (5 LEVELS)..... 55± FT

* SEE NOTE 19.
 ** SEE NOTE 17.

*** IN ADDITION, MOB-2 HAS A MECHANICAL PENITHOUSE THAT APPROXIMATES 12 FEET IN HEIGHT, AND THE ASSISTED LIVING FACILITY HAS A MANSARD ROOF SCREEN THAT APPROXIMATES 12.6 FEET IN HEIGHT.

**** BOTH THE HOSPITAL EXPANSION NORTH AND MEDICAL OFFICE BUILDINGS 3 AND 4 HAVE MAY HAVE PENITHOUSES/SCREEN WALLS WITH MORE THAN 25% ROOF AREA COVERAGE AND HEIGHTS UP TO 12 FEET.

TABULATION FOR AREA OF GEP FOR INFORMATION ONLY
 SUBJECT PROPERTY: 45-2 (20) 51A1

ZONING: EXISTING..... R-1
 PROPOSED..... C-3

LAND AREA (67,480 SF)..... 1.09 AC
 FLOOR AREA RATIO (FAR) PERMITTED PER COMPREHENSIVE PLAN: 0.35
 PROPOSED WITH THIS APPLICATION: 0.033

GROSS FLOOR AREA (GFA) PERMITTED PER COMPREHENSIVE PLAN: 16,618 SF
 PROPOSED WITH THIS APPLICATION: 1,680 SF

OPEN SPACE REQUIRED (15%): 0.16 AC
 PROPOSED..... SEE TAB ABOVE FOR SEA

PARKING/LOADING SPACES REQUIRED/PROPOSED..... SEE TAB ABOVE FOR SEA

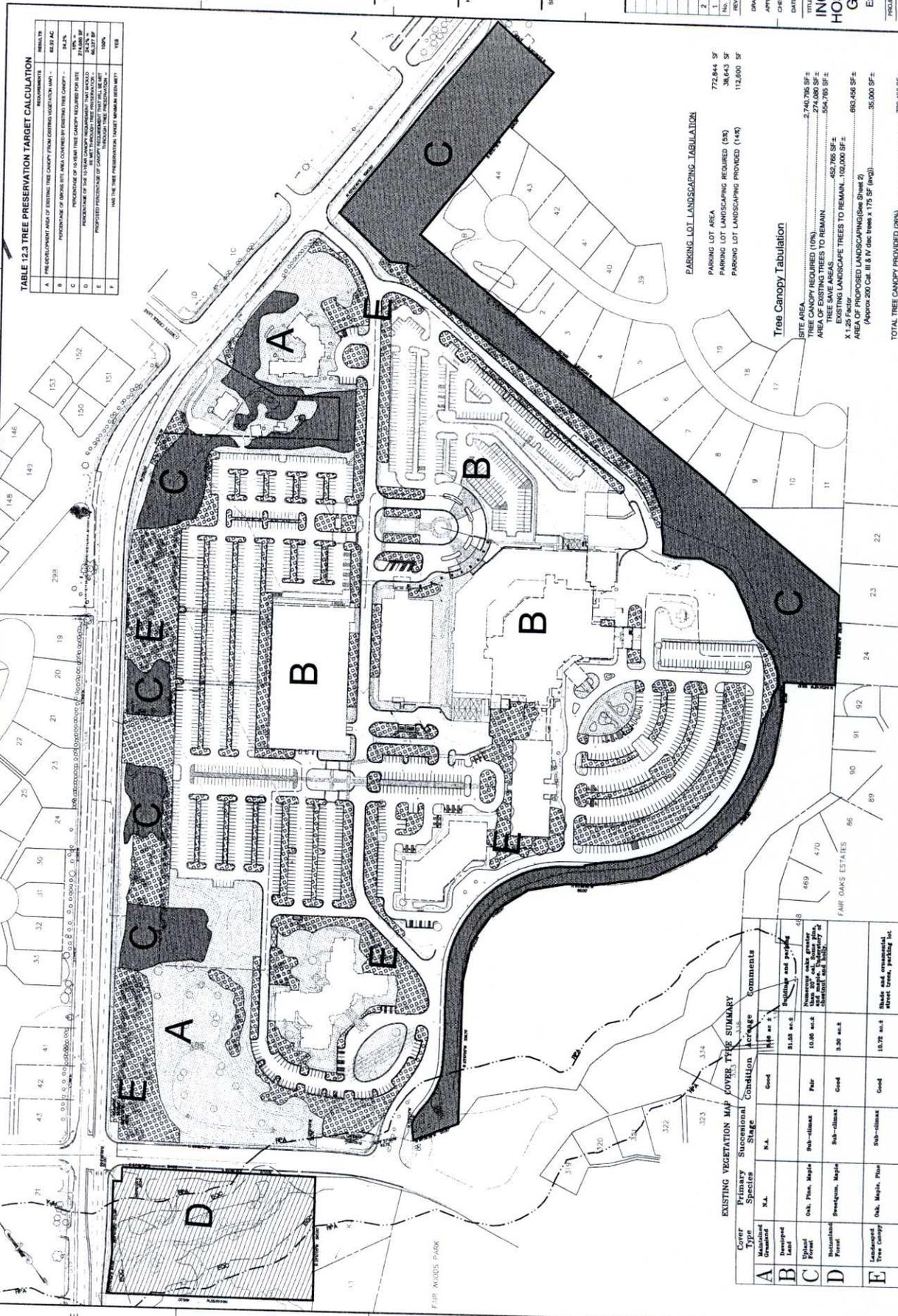


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44	4/15/11	J.M.C.

PROJECT NO. _____
 SHEET NO. _____

TABLE 12.3 TREE PRESERVATION TARGET CALCULATION

REQUIREMENT	MEASUREMENT	RESULTS
A	PRE-DEVELOPMENT AREA OF EXISTING TREE CANOPY FROM EXISTING VEGETATION MAP -	82,52 AC
B	PERCENTAGE OF PRE-DEVELOPMENT AREA COVERED BY EXISTING TREE CANOPY -	34.7%
C	PERCENTAGE OF 15-YEAR TREE CANOPY REQUIRED FOR SITE -	19%
D	PERCENTAGE OF 15-YEAR TREE CANOPY PROVIDED FOR SITE -	24.2%
E	PROPOSED PERCENTAGE OF CANOPY REQUIREMENT THAT WILL BE MET -	69.2%
F	ARE THE TREE PRESERVATION TARGETS VARIATION FROM SITE? -	YES



PARKING LOT LANDSCAPING TABULATION

PARKING LOT AREA: 772,844 SF
 PARKING LOT LANDSCAPING REQUIRED (50%): 386,422 SF
 PARKING LOT LANDSCAPING PROVIDED (14%): 112,000 SF

Tree Canopy Tabulation

SITE AREA: 2,740,705 SF ±
 TREE CANOPY REQUIRED (10%): 274,070 SF ±
 AREAS WITH TREES TO REMAIN: 274,000 SF ±
 TREE SAVING AND REPLACEMENT: 354,700 SF ±
 EXISTING LANDSCAPE TREES TO REMAIN: 450,700 SF ±
 X 1.25 Factor: 563,375 SF ±
 AREA OF PROPOSED LANDSCAPING (See Sheet 2): 683,400 SF ±
 (Approx. 200 Cal. III & IV size trees x 175 SF (avg))
 TOTAL TREE CANOPY PROVIDED (69%): 726,400 SF ±

EXISTING VEGETATION MAP COVER THE SUMMARY

Cover	Type	Primary	Successional	Condition	Area	Comments
A	B	C	D	E		
Developed Land	N/A	N/A	Good	11.00 ac ±	11.00 ac ±	Developed and paved
Upland Forest	Oak, Pine, Maple	Sub-climax	Fair	10.00 ac ±	10.00 ac ±	Nonnative oak grove. Many 30' tall, some 50' tall. Shrubland and field.
Woodland Forest	BrownOak, Maple	Sub-climax	Good	3.30 ac ±	3.30 ac ±	
Landscaped Tree Canopy	Oak, Maple, Pine	Sub-climax	Good	10.72 ac ±	10.72 ac ±	Most are ornamentals. Mixed trees, planting lot.
					Total Area	35.02 ac ±

**INOVA FAIR OAKS
 HOSPITAL CAMPUS
 GENERALIZED DEVELOPMENT PLAN
 SPECIAL EXCEPTION AMENDMENT PLAN**

FAIRFAX COUNTY, VIRGINIA
 SULLY DISTRICT



KEY PLAN

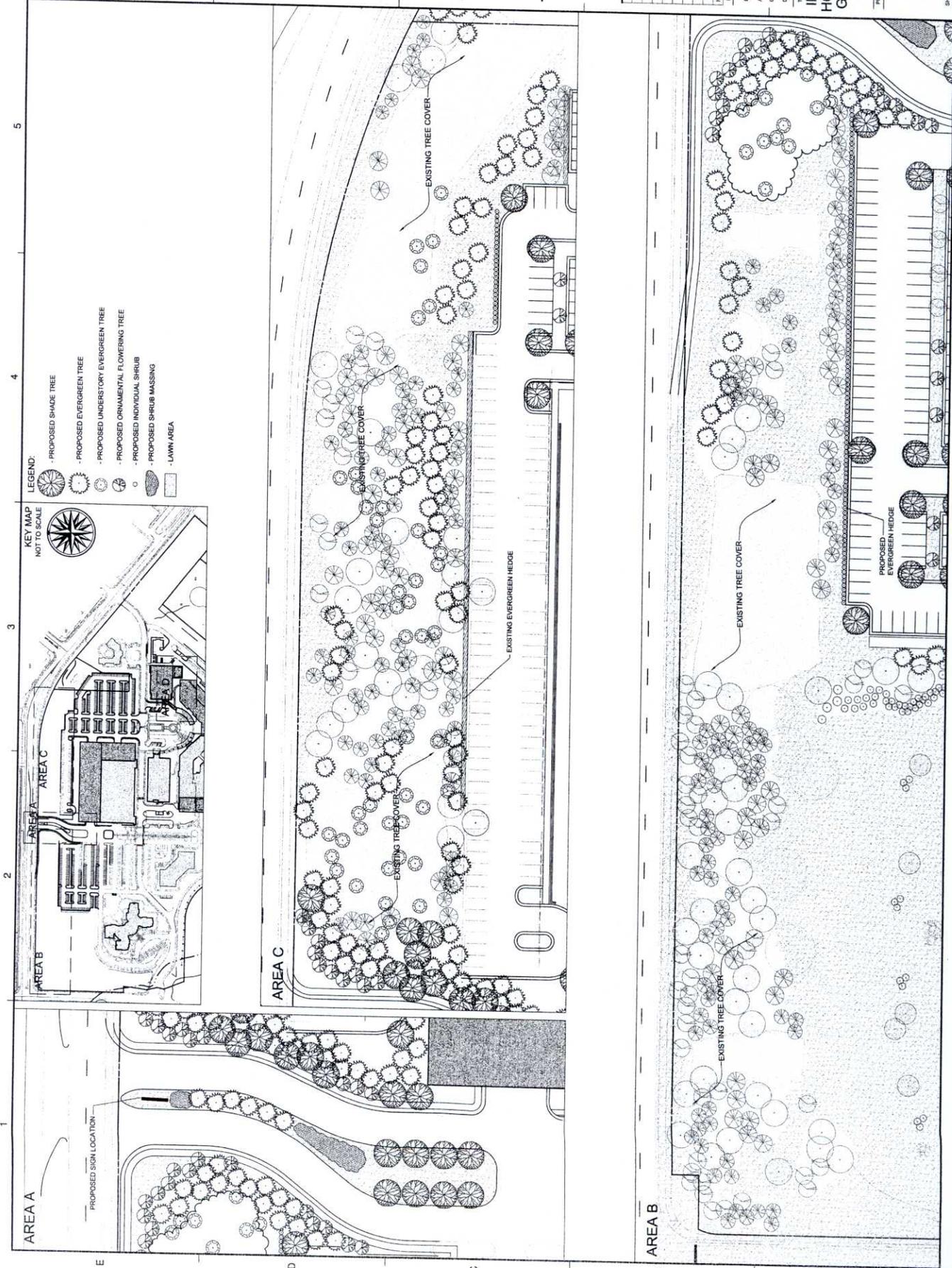
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1	4/15/11	JMC	

DRAWN BY: JMC
 APPROVED BY: PJY
 CHECKED BY: JMC
 DATE: January 31, 2011

TITLE
**INOVA FAIR OAKS
 HOSPITAL CAMPUS
 GDP / GDPA / SEA**
 PO BOX 2000 SULLY RD
 FAIRFAX VA 22033
 PROJECT NO: SEA 04-C-076-09



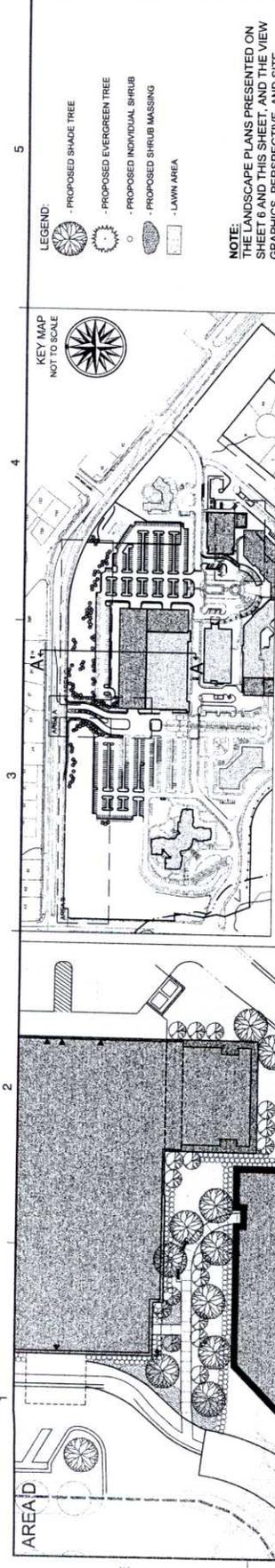


NET PLAN



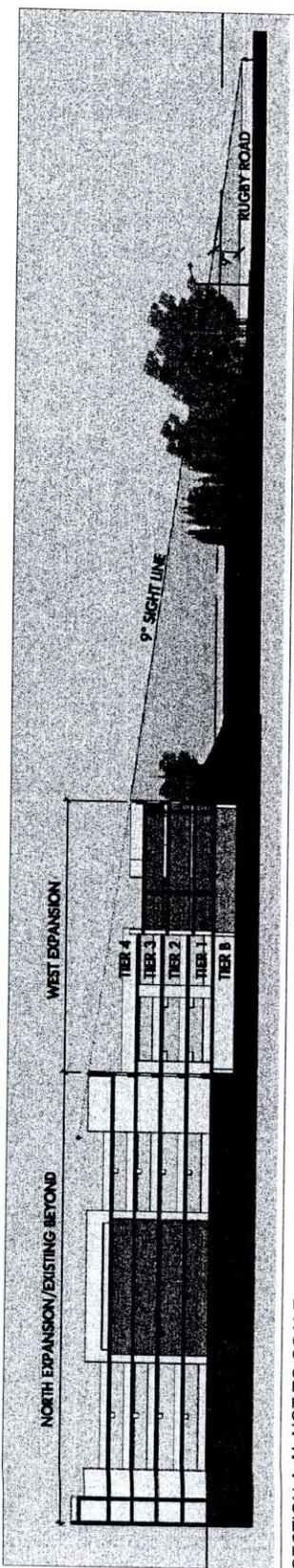
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NO.	DATE	BY	DESCRIPTION

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 CHECKED BY: [Signature]
 DATE: January 31, 2011
 TITLE: INOVA FAIR OAKS HOSPITAL CAMPUS GDP / GDPA / SEA
 PROJECT NO.: PCA 2009-SU-002-03
 SEA 84-C-078-09

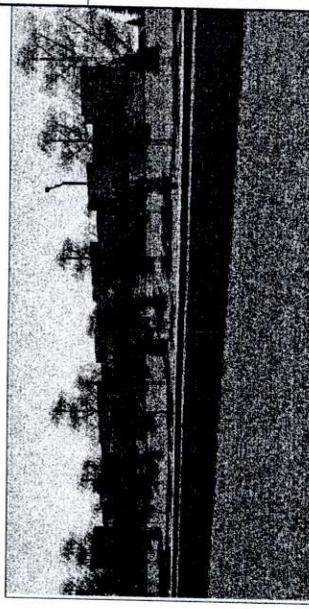


LEGEND:
 - PROPOSED SHADE TREE
 - PROPOSED EVERGREEN TREE
 - PROPOSED INDIVIDUAL SHRUB
 - PROPOSED SHRUB MASSING
 - LAWN AREA

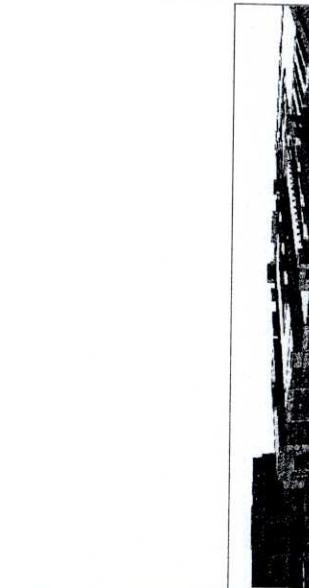
NOTE:
 THE LANDSCAPE PLANS PRESENTED ON THIS SHEET, AND THE VIEW GRAB, PERSPECTIVE, AND SITE SECTIONS PRESENTED ON THIS SHEET ARE PRELIMINARY AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.



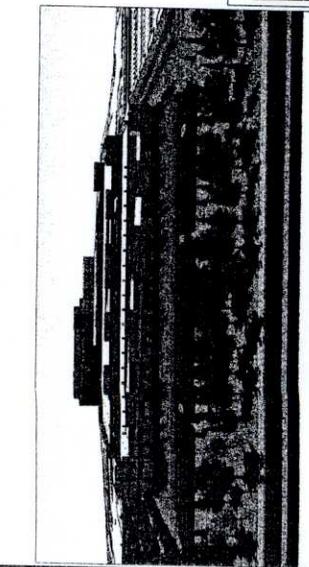
SECTION A-A' NOT TO SCALE



Perspective from Rugby Road



Northwest view of IFOH Campus



West view of IFOH Campus



KEY PLAN

SCALE



No.	DATE	BY	Description
1	4/15/11	JMC	
2	5/13/11	JMC	

REVISIONS

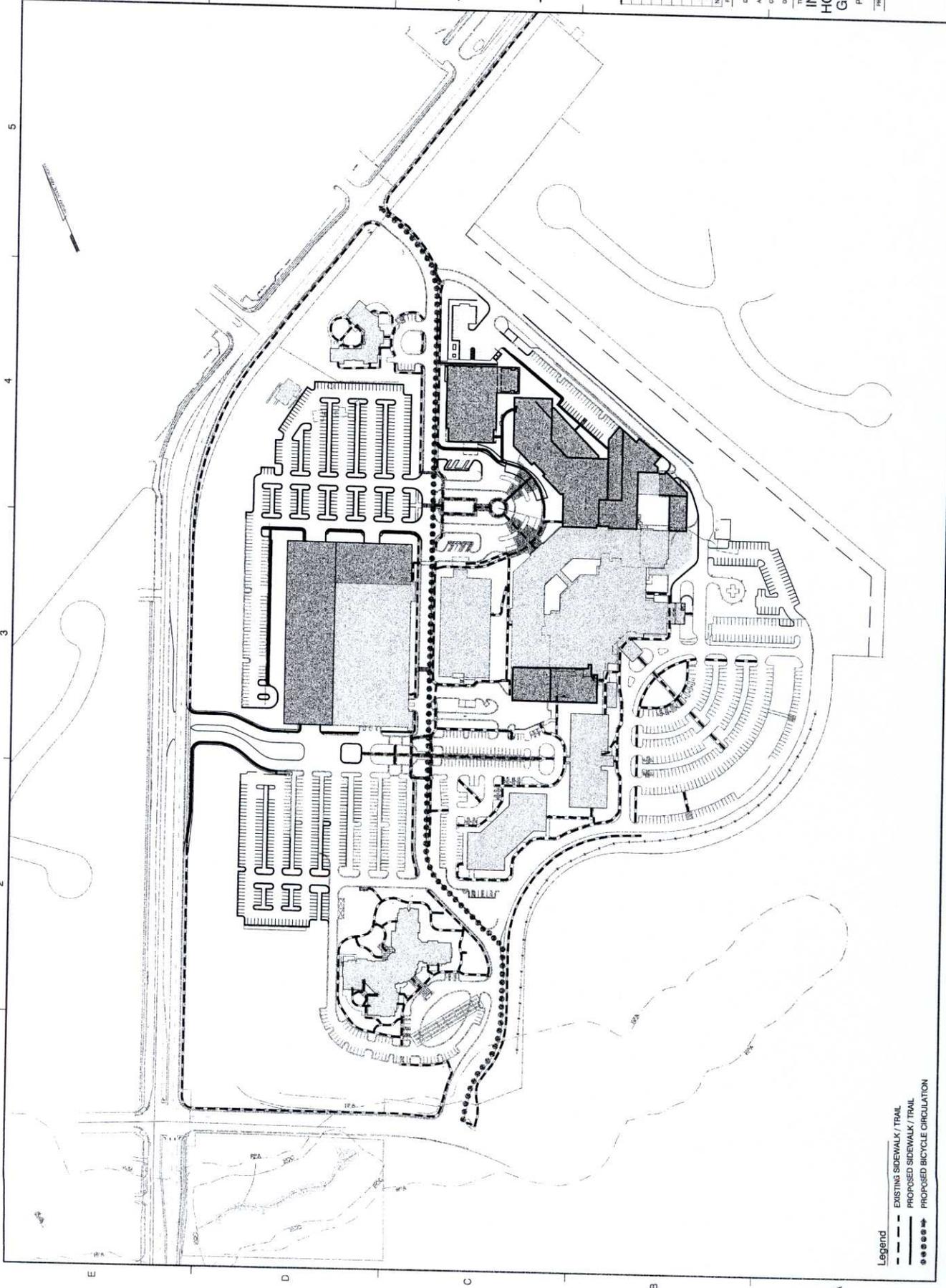
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APPROVED BY: [Signature]

CHECKED BY: PZY

DATE: January 31, 2011

TITLE
 INOVA FAIR OAKS
 HOSPITAL CAMPUS
 GDP / GDPA / SEA
 PEDESTRIAN CIRCULATION
 PROJECT NO.



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

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

GENERAL CONTEXT

The applicant, INOVA Health Care Services, has filed three concurrent applications (RZ 2011-SU-004, PCA 2000-SU-032-03 and SEA 84-C-076-09) on Tax Map Parcels 45-2((1)) 41B1, 41L, 41L3, 41L4, and 41L5, and 45-2((2)) 38, 39A, 39B, 46A1 and 51A, to modify and expand the Fair Oaks Hospital campus, located on the east side of Rugby Road, between West Ox Road and the Fairfax County Parkway.

RZ 2011-SU-004 proposes to rezone Parcel 45-2((2)) 51A from R-1 to the C-3 District to allow the land to develop consistently with the remainder of the hospital campus, which is zoned C-3, and to permit expansion of the hospital and related uses consistent with PCA 2000-SU-032-03 and SEA 84-C-076-09.

PCA 2000-SU-032-03 seeks to amend the previously approved PCA application to incorporate Parcel 45-2((2)) 51A into the campus and allow the proposed site modifications with an overall Floor Area Ratio (FAR) of 0.34. SEA 84-C-076-09 seeks to amend the previously approved SEA application to allow an increase in land area from 61.82 acres to 62.91 acres, an increase in FAR from 0.30 to 0.34 and other associated modifications for the hospital and related uses.

The existing hospital campus is developed with 373,773 square feet of hospital uses; 254,985 square feet of medical offices; 68,454 square feet of assisted living; and a 9,380 square foot day care center, at an overall FAR of 0.30. The applicant proposes to implement the comprehensive plan recommendations and increase the FAR of the hospital from 0.30 to 0.34 (which would be an increase of gross floor area from 709,166 to 1,083,777 square feet).

The overall proposal includes:

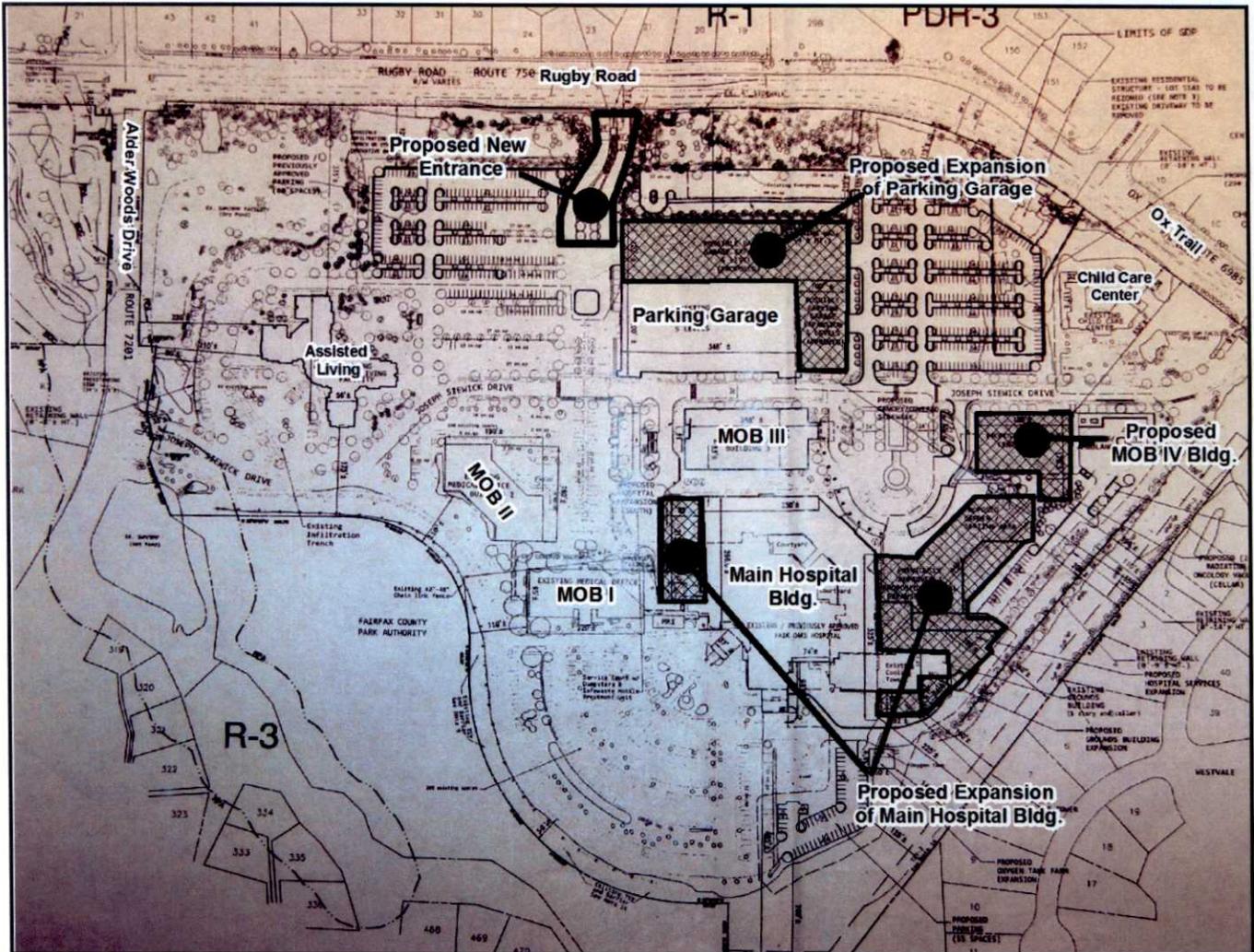
- 1) Construction of a new, fourth, medical office building (MOB IV Building) consisting of 90,000 square feet and a cellar area of 25,000 square feet for a new oncology center.
- 2) Expansion of the Main Hospital Building, which includes
 - A) A 160,000 square foot hospital tower expansion to the north, which was previously approved. However, the applicant seeks to enlarge the expansion building footprint by 39,175 square feet to 199,175 square feet. This expansion would allow for a conversion of all semi-private rooms to private rooms and would allow for a future

increase in the bed count from 182 beds to 272 beds if a Certificate of Public Need from the Virginia Department of Health is issued. No new beds (above the 182 currently approved) would be installed prior to approval of a Certificate of Public Need.

- B) Relocation of a previously approved 22,000 square foot hospital tower expansion from the west side of the tower building to the south side. The applicant also seeks to increase the square footage from 22,000 to 28,000 square feet to house kitchen and dining areas.
 - C) A 59,200 square foot hospital addition to the northeast portion of the existing hospital building, within the existing approved footprint of the hospital building.
 - D) Other minor modifications including a 2,850 square foot grounds building expansion, and removal of temporary trailers.
- 3) Modifications to On-site Parking. The applicant proposes to increase the number of parking spaces from 2,657 (1,740 surface, 917 garage) to 3,115 (1,212 surface, 1,903 garage) by adding two, five level additions to the existing parking garage.
- 4) Modifications to Site Access Points. The applicant proposes to construct a new access point from Rugby Road to the hospital campus. In addition, the applicant seeks to eliminate previously approved Proffer 3E which committed to restriping the westbound Alder Woods Drive at the Rugby Road intersection to provide a dedicated left turn lane and a shared left/through/right turn lane in favor of the new access.

Graphic 1 shows the main buildings in the existing hospital campus and highlights the proposed improvements in cross hatches.

Graphic 1: General Proposal



As shown in the graphic, no changes to the Sunrise Assisted Living Facility or the existing child care center for hospital employees are proposed.

A reduced copy of the proposed combined Generalized Development Plan /Special Exception Amendment Plat (GDP/ SEA Plat) is included in the front of this report. The applicant's draft proffers are included in Appendix 1. Proposed Development Conditions for SEA 84-C-076-9 are in Appendix 2. The applicant's affidavits are included as Appendices 3, 4 and 5; and the applicant's statements regarding the applications are included as Appendix 6. The accepted proffers for PCA 2000-SU-032-2 are in Appendix 7. Appendix 8 contains the Clerk to the Board's letter regarding the approval of SEA 85-C-076-8.

Medical care facilities are a Category 3 special exception use and are subject to the standards applicable thereto. The most relevant standards are contained in the excerpts from the Zoning Ordinance found in Appendix 17.

Waivers and Modifications:

A modification of transitional screening and a waiver of the barrier requirements in favor of that shown on the GDP/SEA Plat and further described in the proffers.

A modification of the loading space requirement in favor of that shown on the GDP/SEA Plat.

LOCATION AND CHARACTER

Site Description:

The 63 acre site is located on the east side of Rugby Road, between West Ox Road and the Fairfax County Parkway. The site is developed with the INOVA Fair Oaks Hospital Campus, which includes the main hospital building; three medical office buildings; a Sunrise assisted living facility; and a child care center for hospital employees. Parking is provided by a five level parking garage located to the west of the hospital building and surface parking throughout the site. A wooded buffer is provided along the eastern perimeter of the hospital campus and will not be affected by the proposed additional facilities.

SURROUNDING AREA DESCRIPTION			
Direction	Use	Zoning	Plan
North	Single Family Detached (Century Oaks)	PDH-3	Residential @ 2-3 du/ac
	Child Care Center (west side of Rugby Road)	PDH-3	Residential @ 2-3 du/ac
	Navy Elementary School	R-1	Public Use
South	Fairfax County Parkway	R-1	Institutional Use
	Place of Worship	R-1	
Southeast	Fair Woods Park	R-3, C-3, R-3	Public Park
	Single Family Detached (Fair Oaks Estates)		Residential @ 2-3 du/ac
East	Single Family Detached	R-3, R-1	Residential @ 2-3 du/ac
West	Single Family Detached (Fair Oaks Glen)	R-3	Residential @ 2-3 du/ac

BACKGROUND

- On July 23, 1979, the Board of Supervisors approved rezoning application RZ 78-C-079, consisting of approximately 187 acres of land which were rezoned to the R-3 District. The current hospital site and Tax Map Parcel 45-2 ((1)) 25K were included in the application property for RZ 78-C-079.
- On December 4, 1984, the Board of Supervisors approved SE 84-C-076 to permit the development of a hospital on land zoned R-3. Subsequently, on November 18, 1985, the Board approved RZ 85-C-091, which rezoned 38.83 acres of the 46.33 acre hospital site to the C-3 District to permit the addition of a medical office building subject to proffers and a proffered GDP. The remaining 7.5 acres were not included in the rezoning, since they were previously committed to be offered to the Park Authority for public park purposes pursuant to SE 84-C-076. Density credit has been retained for this dedication for application within the Fair Oaks Hospital campus. The allocation of density from this and other dedications is also recognized in the adopted Plan text that is applicable to this property. Concurrently with RZ 85-C-091, the Board approved an amendment to the approved special exception, SEA 84-C-076-1, to reflect the addition of a medical office building (MOB 1).
- On September 29, 1986, the Board approved PCA 85-C-091 and SEA 84-C-076-2 to amend the Special Exception conditions and the proffers to change the phasing of required improvements to the West Ox Road/Ox Trail intersection so that the hospital could open prior to completion of these improvements.
- On January 28, 1991, the Board of Supervisors approved four concurrent applications: SEA 84-C-076-3, RZ 87-C-042, PCA 85-C-091-2 and PCA 78-C-079. Special Exception Amendment SEA 84-C-076-3 was approved to permit the addition of a second medical office building (MOB 2) and an expansion of the hospital building and associated parking. PCA 85-C-091-2 was approved to amend the previous proffers accepted pursuant to PCA 85-C-091-1 to reflect an increase of land area associated with concurrent application RZ 87-C-042, which rezoned 7.5 acres of land in the southern portion of the site to the C-3 District. Density credit for this additional 7.5 acres, to be dedicated to the Park Authority, was utilized to permit the addition of a second MOB and an expansion of the hospital. The proffers for PCA 85-C-091-2 and RZ 87-C-042 reserve density credit for all land area dedicated for public use, including the public park, in accordance with Sect. 2-308 of the Zoning Ordinance. PCA 78-C-079 was approved with the above applications to permit the proffered dedication of Parcel 25 to the Park Authority for public park purposes.

- On October 26, 1992, the Board approved SE 92-Y-024 to permit a child care center for up to 150 children of hospital employees on 1.43 acres (Tax Map 45-2 ((2)) 51B1) zoned R-1. This property was not part of the hospital campus or zoning approvals at that time. Concurrent with this special exception, the Board also approved PCA 85-C-091-3 and SEA 84-C-076-4 to permit the addition of a canopy over the front entrance of the hospital, the addition of covered walkways linking several buildings in the hospital campus, the addition of parking for the child care center on the adjacent hospital property and the deletion of land area from the previous proffered condition and special exception amendment applications to reflect the severing of 7.5 acres of land associated with the previous dedication to the Fairfax County Park Authority.
- On August 5, 1994, the Board approved an amendment to SE 92-Y-024 for the hospital employee child care center to revise Condition #7 so that enrollment could be open to children of employees and physicians of all facilities owned by INOVA Health Care Services, not just the employees and physicians of Fair Oaks Hospital. There were no other changes to the previously approved SE Plat or development conditions.
- On July 12, 1999, the Board approved RZ 1999-SU-067, PCA 85-C-091-4 and SEA 84-C-076-5 to rezone 25.61 acres to the C-3 District and to add that land to the Fair Oaks Hospital Campus. This approval included the construction of an assisted living facility with a maximum of 112 residents and two additional medical office buildings for the campus. These facilities have been constructed. The approval also permitted site modifications with regard to parking and stormwater management necessitated by the proposed assisted living facility, medical office buildings and the expanded land area. With the rezoning of the child care center site to the C-3 District, SE 92-Y-024 was superseded because the child care center is a permitted use in the C-3 District. The proffers for PCA 85-C-091-4 include the proffers from PCA 85-C-091-2 by reference.
- On December 11, 2000, the Board approved RZ 2000-SU-032 and SEA 84-C-076-6, which superseded all previous cases. The rezoning consolidated the two previously approved rezoning cases; the SEA allowed the replacement of two previously approved (but not constructed) medical office buildings (MOB 3 and 4) with an addition to the main hospital building and a single MOB (new MOB 3). In addition, modifications to the parking areas, equipment buildings, and a re-alignment of Joseph Siewick Drive were approved. The addition to the main hospital building has been completed; MOB 3 has not been constructed.

- On December 9, 2002, the Board approved SEA 84-C-076-7 and PCA 2000-SU-032 to permit the expansion of the existing hospital with additional two stories on top of the main hospital expansion, and a modification to the previously approved MOB 3 to increase the GFA by 30,000 square feet. In addition, 950 parking spaces were approved in a garage (but not constructed) and another 100 surface spaces were also approved. A 6,520 square foot, one story oncology addition to the main hospital was also included in this application.
- On May 1, 2006, the Board approved SEA 84-C-076-08 and PCA 2000-SU-032-02 on 61.82 acres to amend the approved GDP/ SEA Plat to 1) increase the gross floor area of Medical Office Building 3 (MOB 3) by 5,000 square feet to 95,000 GFA, 2) construct a 4-story, 160,000 square foot hospital building addition to accommodate future expansion in the area on the northern side of the existing hospital, 3) construct a 22,000 square foot hospital building addition to accommodate kitchen and dining area expansion and 4) incorporate other associated site modifications. ***The proffers and development conditions associated with these applications currently govern the hospital campus. Copies of these proffers and development conditions are included in Appendices 7 and 8.***

COMPREHENSIVE PLAN PROVISIONS (See Appendix 9)

Plan Area: III
Planning District: Upper Potomac Planning District
Planning Sector: UP8-Lee-Jackson Community Planning Sector
Plan Text:

Fairfax County Comprehensive Plan, Area III, 2011 edition, the Upper Potomac Planning District UP8-Lee-Jackson Community Planning Sector, as amended through July 27, 2010, Land Use Recommendations, page 200 through 202 state:

"Land Use

10. The Fair Oaks Hospital site is approximately 73 acres, generally located north of the Fairfax County Parkway and east of Rugby Road. Tax Map parcels 45-2((1))41B1 and 45-2((2))38, 39A, 39B, 46A1 and 51A1 are planned for hospital and related low intensity ancillary medical office, service uses and clinics provided that:
 - A substantial vegetated wooded buffer is provided and maintained as undisturbed opens space between such uses and the residential neighborhoods to the north and east;

- The campus achieves high-quality architectural and landscape design, and the overall intensity on the site does not exceed .35 FAR. Medical office buildings should be limited to a total of 370,000 square feet of GFA;
- The buffer to be provided and maintained along Rugby Road and Ox Trail will be 115-120 feet in width with the exception of the existing childcare center and single family dwelling where a lesser buffer is provided. In addition, the buffer may be modified to provide for a new vehicular access to Rugby Road and to accommodate related improvements (widening, turn lanes, signal equipment, etc.) to facilitate such access. The buffer will consist of existing vegetation supplemented where necessary with evergreens and other landscaping. Unless deemed essential based on final engineering, no additional storm water management ponds (wet or dry) shall be located in this buffer. Any utilities, to include stormwater pipes or channel improvements, that must be located within this buffer area shall be located and designed to minimize damage to existing vegetation and should be subject to landscaping to reduce any views into the campus. This buffer is to be measured from the eastern edge of the existing (2009) right-of-way of Rugby Road and Ox Trail;
- A maximum of one new full movement vehicular access point from the hospital campus to Rugby Road may be provided so long as the following criteria are satisfied:
 - a. The new vehicular access should not align with the intersection of Misty Creek Lane;
 - b. Joseph Siewick Drive should not be realigned to intersect Rugby Road/Ox Trail in a full intersection with Misty Creek Lane;
 - c. In the vicinity of the new vehicular access, screening should be provided and/or landscaping and/or architectural barrier features harmonious with the surrounding residential community.
- A quality site layout should be provided, including appropriate pedestrian and bicycle connections linking the medical campus to existing sidewalks on the periphery and within the site, walking paths with landscaped seating and picnic areas for employees and visitors to the hospital, and appropriate screening against neighboring residential uses;
- A Transportation Demand Management (TDM) program should be formulated and implemented to mitigate traffic associated with development on the Fair Oaks Hospital site in excess of .30 FAR. One element of the program should be an ongoing commitment from the hospital to the County to support continuing bus service to the Hospital

campus. The TDM program should include a ride sharing program and consideration should be given to programs that will facilitate employee uses of public transportation;

- Due to the importance of providing public transportation to the site, it is expected that the hospital will allow direct bus access through the site to provide convenient stops for visitors and employees;
- Building height for the main hospital buildings and additions thereto shall be limited to a maximum of 100 feet. All other buildings shall be limited to a maximum of 60 feet in height to minimize visual impacts on the residential community;
- Parking structures will be designed to minimize visual impacts on adjacent residential neighborhoods and the design and materials of the structures will be integrated with that of the buildings they serve. Recognizing the nuisance aspects of unfocused light emissions, efforts will be made to minimize light emissions that create sources of glare which may interfere with residents' and travelers' visual acuity. Landscaping will be provided on the parking structures and/or adjacent to them to make them more attractive and to soften their appearance. Opportunity for additional screening measures will be evaluated at time of rezoning. The applicant should, in consultation with the County's Urban Forester, determine appropriate species and types of native and noninvasive vegetation;
- All rooftop mechanical equipment is screened. In addition, no antennae will be located on building rooftops other than the main hospital building and additions thereto, except as may be required for public safety purposes;
- Monopoles are excluded from the hospital campus;
- Visual impacts are further minimized through building setback and site design features such as berms, fences and landscaping treatments;
- No additional parking, including above or underground parking structures, other than what existed in September, 1994, shall be located between the medical campus and Fair Oaks Estates; and
- A detailed traffic impact analysis should be done to determine any additional improvements required to mitigate the impacts of additional development on the street network in the vicinity of the development."

ANALYSIS

Generalized Development Plan and Special Exception Amendment (GDP/ SEA Plat) (Copy at front of staff report)

Title of GDP/ SEA Plat: INOVA Fair Oaks Hospital Campus Generalized
Development Plan/ Special Exception Amendment
Plat RZ 2011-SU-004, PCA 2000-SU-032-03 and
SEA 84-C-076-09

Prepared By: Dewberry and Davis LLC

Original and Revision Dates: January 31, 2011, as revised through
May 13, 2011

The GDP/ SEA Plat consists of 13 sheets. A sheet index is included on Sheet 1
of the GDP/ SEA Plat. The following features are depicted on the proposed
GDP/ SEA Plat.

Intensity: The Comprehensive Plan provides an option for the development of
the subject property up to 0.35 FAR provided that, among other things, medical
office buildings should be limited to a total of 370,000 square feet of GFA. As
previously discussed, the applicant proposes to implement the Plan Option, and
to increase the FAR from 0.30 to 0.34 (which would be an increase of gross floor
area from 709,166 to 1,083,777 square feet) to expand the existing medical care
facilities on the site. The proposed expansion includes:

- construction of a new 90,000 square foot Medical Office Building
(MOB 4), which would bring the total GFA for medical office buildings
on the site to approximately 350,000 gross square feet,
- an expansion of the Main Hospital Building,
- an expansion of the existing parking garage,
- the provision of an additional access point from Rugby Road, and
- other associated modifications to building and site design.

Site Layout: As previously mentioned, the 63 acre site is currently developed
with 709,166 gross square feet of medical care facility and public institutional
uses. These uses include the INOVA Fair Oaks Hospital; three medical office
buildings; a child care center; and an assisted living center. Graphic 2 shows the
general location of these facilities on an aerial map.

Graphic 2: Locator map



Four major building construction projects are proposed with this application.

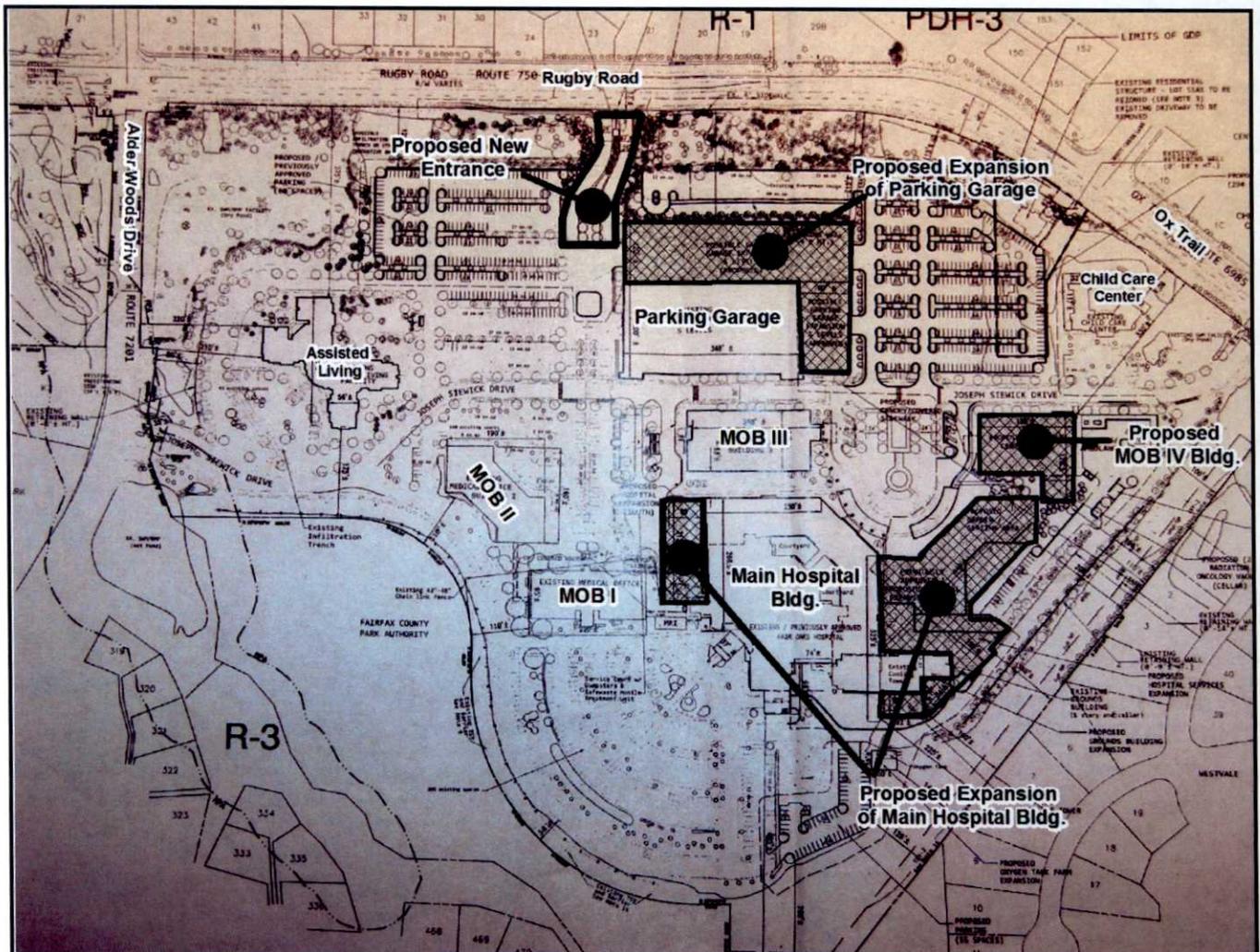
- 1) Construction of a new, fourth, medical office building (MOB IV Building) consisting of 90,000 square feet (and a cellar area of 25,000 square feet) for a new oncology center located to the northeast of the Main Hospital Building and east of the existing MOB III building.
- 2) Expansion of the Main Hospital Building, which includes a 199,175 square foot hospital tower expansion to the north, a 28,000 square foot hospital tower expansion to the south, and a 59,200 square foot hospital addition to the east portion of the existing hospital building, and other minor

modifications including a 2,850 square foot grounds building expansion, and removal of temporary trailers.

- 3) Expansion of the existing parking garage to the west
- 4) Construction of a new access point from Rugby Road, located to the south of the existing parking garage.

Graphic 3 shows the general location of these projects.

Graphic 3: General Proposal



Vehicular Access: Two access points are provided to the site; one from Alder Woods Drive and one from Ox Trail. Ox Trail is accessed from West Ox Road, a

major arterial, and Alder Woods Drive can be accessed from the Fairfax County Parkway and Rugby Road. In addition, with previous approvals, the applicant has widened Rugby Road across the site's frontage to a four (4) lane roadway. Joseph Siewick Drive, a private street, forms a connection between these two entrances. With the previous approvals, Joseph Siewick Drive was relocated to form a spine road through the center of the site, providing access to each of the facilities on the campus. An additional access point is proposed from Rugby Road located to the south of the existing parking garage. The applicant has proffered to provide the new access point from Rugby Road prior to the issuance of Non-Rup for the MOB IV building. The applicant has also proffered to complete and submit a traffic signal warrant study at the intersection of the new access point and Rugby Road and conduct a corridor evaluation of the existing traffic to determine appropriate signal timing modifications if deemed necessary by VDOT.

Parking: The Zoning Ordinance requires 1,996 parking spaces for the existing and proposed uses shown on the GDP/ SEA Plat (hospital care, child care, assisted living and medical office). The applicant proposes to provide for 3,115 parking spaces in the existing parking garage, which is proposed to be expanded, and several surface parking lots. The applicant has proffered to provide parking in a combination of a parking garage and surface lots as shown on the GDP/ SEA Plat and to provide the parking in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by the Department of Public Works and Environmental Services (DPWES). Note 17 on the GDP/ SEA Plat indicates that the number of parking spaces may be reduced in future hospital expansions, provided that adequate parking is demonstrated at that time.

Pedestrian Access: Internal pedestrian access is provided among the existing and proposed facilities at Fair Oaks Hospital. Pedestrian access is provided from the existing parking garage and surface parking lots located between the main buildings and Rugby Road, via walkways that connect to the sidewalks along Joseph Siewick Drive. Landscape islands are shown along the walkways that lead to and from the main parking area to the plaza. Similar islands are shown along the pathway leading to the existing medical office buildings. Sidewalk connections are provided to the sidewalks along Ox Trail and Alder Woods Drive. In addition, sidewalks are proposed to be located on both sides of the new proposed entrance from Rugby Road, leading to MOB I and II buildings that will connect to existing sidewalks on the east side of Ox Trail and Rugby Road.

Landscaping and Open Space: A minimum of 15% open space is required for the site; 50% open space is proposed. The applicant has proffered to provide landscaping as generally shown on Sheets 2 and 6 of the GDP/ SEA Plat. The

proposed landscaping plan specifically includes:

- A Rugby Road Buffer, which is generally a buffer of existing vegetation and supplemental plantings that is 115-120 feet in width along the Application Property's frontage on Rugby Road and Ox Trail between Alder Woods Drive and Joseph Siewick Drive. A tree preservation plan is proffered to protect this buffer.
- Landscaping in the area of the New Entrance, both within the Rugby Road Buffer and within the median of the New Entrance, to minimize visual impacts on nearby residences.
- Retention of the existing southern and eastern buffer areas to provide screening adjacent to the Westvale community to the east of the Application Property, as shown on the GDP/SEA Plat. Prior to submission of a site plan for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat, the Applicant or the Applicant's representative and the Applicant's arborist will walk the buffer area to evaluate (i) the need to remove dead or dying vegetation within such buffer area; and (ii) opportunities to provide supplemental planting to help provide year-round screening within such buffer area.

The applicant has also proffered to conform to the limits of clearing and grading as shown on the GDP/SEA Plat.

For parking lot landscaping, the Zoning Ordinance requires 5 percent of the parking area to be landscaped. The applicant exceeds the requirement as shown on Sheet 5 of the GDP/SEA Plat.

Stormwater Management: The stormwater narrative on Sheet 10 of GDP/SEA Plat indicates that the existing INOVA Fair Oaks Hospital Campus is served by a series of four existing SWM/BMP facilities located near the four corners of the property (including a dry pond located in the northeast quadrant of the Alder Woods Drive/Rugby Road intersection; the existing SWM/BMP dry pond located near the Child Care Center; and the existing SWM/BMP wet pond located in the northeastern quadrant of Alder Woods Drive and Joseph Siewick Drive.) These facilities provide both stormwater detention and water quality for the site. No changes are proposed.

For outfall, the existing SWM facilities drain into Ox Lick Branch, a tributary of Cub Run, via natural stream channels and existing rip rap channels under Alder Woods Drive. In addition, outfall from the existing Child Care Center pond enters into an existing storm sewer system along Rugby Road. In addition, the applicant

has proffered to incorporate one or more Low Impact Development facilities, such as the "Possible Infiltration Trench or Other Innovative BMP" as generally shown on the GDP/ SEA Plat.

Land Use Analysis (Appendix 9)

The Comprehensive Plan recommends hospital and related low intensity ancillary medical office, service uses and clinics for the subject property if several conditions are met, including: limitation on intensity and medical office use; high quality architectural and landscape design; substantial buffering and screening to surrounding residential uses; specifications on access points; quality site layout with pedestrian and bicycle connections to the existing sidewalks on the periphery and within the site; provision of a Transportation Demand Management (TMD) program to mitigate traffic associated with development on the Fair Oaks Hospital site in excess of 0.30 FAR; expectation for direct bus access to the site; limitation on building heights; minimization of visual impacts of parking structures; screening of rooftop mechanical equipment; exclusion of monopoles; use of building setbacks and site design features to minimize visual impacts; prohibition of additional parking beyond the existing September 1994 level in the area located between the medical campus and Fair Oaks Estates to the south east; and provision of traffic impact analysis to identify additional needed improvements.

The applicant is proposing to increase the FAR of the hospital from 0.30 to 0.34, or a maximum of 1,083,777 square feet of gross floor area (GFA). This application includes a 90,000 square feet medical office building (MOB IV), a 39,175 square feet increase of the hospital tower to the north, a 59,200 square feet hospital service building expansion; and other relocations of previously approved expansions, a new access point from Rugby Road to the hospital campus, and a 736-parking space addition to a recently constructed parking garage. The three existing medical office buildings (totaling 254,985 square feet) and proposed fourth medical office building (90,000 square feet) yield a total of 344,985 gross square feet and therefore conform to the Plan condition which limits medical office use to 370,000 square feet. The draft proffer dated May 13, 2011 also states that medical office use will not exceed 370,000 square feet. The overall 0.34 FAR of the proposed development conforms to the Plan condition that limits intensity to 0.35 FAR.

The application provides an enhanced substantial vegetated wooded buffer between the hospital campus and the residential neighborhoods to the north and east. Per the site-specific Plan condition, a 115-120 foot wide buffer is being provided and maintained along Rugby Road and Ox Trail as depicted on the development plan and committed to in the draft proffers, except in the locations

of the existing child care center and former single family residence on Parcel 51A1. This buffer will include appropriate tree save areas and existing landscaping as approved by the Urban Forestry Management Division (UFMD) and will be supplemented by new shade trees, evergreen trees, understory evergreen trees, ornamental flowering trees, and shrubs. A modified buffer is being proposed to accommodate the new access point for the hospital to Rugby Road. The applicant has proffered an alignment to the access road that will mitigate visual impacts so that lights from vehicles do not directly project onto residential properties across Rugby Road and other neighboring residences. The new access point will not be aligned with Misty Creek Lane, as per guidance of the Comprehensive Plan. The applicant has proffered to maintain an existing buffer which may include the removal of dead or dying vegetation and planting of supplemental vegetation located adjacent to the Westvale community to the east of the subject property.

The submitted development plan proffers to provide adequate shielding of vehicle headlights and other lighting fixtures from the parking garage in order to reduce impact on adjacent residences. The applicant will utilize topography, site berming and landscaping in an effort to buffer and screen from view of the garage as it is seen from Rugby Road. This conforms to the Plan guidance.

According to the development plan, the existing main hospital building height is approximately 90 feet. Proposed heights of new buildings and additions are 4-story (approximately 60 feet) hospital north expansion; 4-story (approximately 60 feet) medical office building; 2-story (approximately 35 feet) hospital south expansion and 5-story (approximately 55 feet) garage. Thus, building heights conform to the Plan condition that limits the height of the main hospital building and additions to 100 feet and height of other buildings to 60 feet. Per site-specific Plan condition, rooftop mechanical structures (including penthouses) will not extend more than twelve feet above the roof line, and will be screened from view at the periphery of the application property. Building materials and final design of the hospital expansion, new MOB and garage facility expansion will be compatible with and of comparable quality to the existing facilities.

Staff concludes that the proposed development is in general conformance with the land use recommendations of the Comprehensive Plan.

Environmental Analysis (Appendix 9)

In support of the Policy Plan guidance on green buildings, the applicant has proffered to commit to LEED Silver certification for the new medical office building. No issues were identified.

Urban Forest Management Analysis (Appendix 10)

The Urban Forest Management Division (UFM) of the Department of Public Works and Environmental Services (DPWES) reviewed the application based on an earlier plan submission and indicated that the tree preservation proffer (Proffer 14b) should be revised to include all areas where proposed construction is adjacent to any existing forested or landscape areas on the site. The applicant has revised the proffer to include a tree preservation plan as part of the site plan(s) for any land disturbing activity, including the New Entrance, which is located within twenty-five (25) feet of either the Rugby Road Buffer or the area of upland forest on the southeast portion of the Application Property in proximity to the "Proposed Cooling Tower Expansion" or the "Proposed Parking (55 Spaces)" as shown on the GDP/ SEA Plat. This issue is resolved.

Transportation Analysis (Appendix 11)

The Fairfax County Department of Transportation (FCDOT) reviewed the proposal and raised the following concerns for this application:

- 1) **New Access Point:** Staff requested the applicant to provide the new access point from Rugby Road prior to the issuance of a non-residential use permit (Non-RUP) for the proposed 90,000 square foot medical office building (MOB IV). The applicant agreed, provided that if the new entrance is not completed when the MOB IV building is constructed, then the requirement for substantial completion of the new entrance may be extended to allow the Applicant to occupy up to the first 50,000 square feet of floor area (including floor area in the cellar) of the "Proposed Oncology Center/MOB IV" as shown on the GDP/SEA Plat. In no event shall the Applicant be permitted to occupy more than 50,000 square feet of floor area (including floor area in the cellar) until the new entrance is substantially complete. With this proffer, staff finds this issue to be resolved.
- 2) **Transportation Demand Management (TDM) program:** Staff requested the applicant to expand the TDM program to include valet parking, a campus shuttle, the issuance of smart trip cards to employees with an initial benefit and the inclusion of two bus shelters on Joseph Sidewick Drive. The applicant agreed to add an element to the TDM program that includes the distribution of an employee benefits package to all new employees, containing site-specific transit-related information referencing the nearest Metro station and bus routes, a Metro "SmarTrip" card with a one-time initial benefit of \$50.00 per card, and encouraging all employees to use Metrorail, bus service, carpool/vanpool, bicycling, or walking. In addition, valet parking is currently provided on the hospital campus. A campus shuttle was provided

on the hospital campus in the past but was discontinued due to lack of demand. Bus shelters are located at the main entrance of the hospital building. Staff feels that these concerns are addressed.

- 3) Emergency Access: Proffer 7f allows the applicant to seek approval of and to construct an emergency access-way over Tax Map Parcels 45-2 ((6)) A1, K2 and L1, between the Fairfax County Parkway and the intersection of Joseph Siewick Drive and Alder Woods Drive in the future. Staff requested the applicant to delete this proffer. Since this proffer has been carried forward from previous approvals and the need for this access is unknown at this time, the applicant declined to delete it. However, the applicant agreed to revise the proffer and added language indicating that construction of emergency access would be subject to the approval of any necessary zoning, special exception and/or other permit approvals from Fairfax County, VDOT and/or other governmental authorities, as may be required at the time of the Applicant's request.

No other transportation concerns were raised for this application. A copy of the final VDOT comments on the traffic impact study is included in Appendix 11.

Public Facility Analyses

Fairfax County Park Authority (Appendix 12)

The Fairfax County Park Authority reviewed the application and indicated that additional passive recreation areas should be incorporated into the site; a Phase II archaeological study should be performed with direct consultation with the Cultural Resource Management and Protection Section of the Park Authority if parcels 45-2((2)) 38, 39A, and 39B, and Tax Map Parcels 45-2((2)) 38, 39A, and 39B should be dedicated to the Fairfax County Park Authority for public park purposes; and identified the potential for the dedication of three additional off-site tax map parcels (45-2((6))A1, K2, and L1). The hospital campus currently contains a number of passive recreation areas such as plazas, seating, accessible walkways and trails. The major elements of the proposal (the "Proposed Oncology Center/MOB IV" and "Previously Approved/Proposed Hospital Expansion North) will complement the existing plaza areas by framing the western side and completing the sidewalk connections around it. To address land dedication, the applicant revised the previously approved land dedication proffer (Proffer 18) and added a commitment to provide a plat showing the land to be dedicated prior to site plan approval. Land dedication would be provided in the form of a deed and dedicated and conveyed in fee simple (free and clear of monetary obligations) to the FCPA for public park purposes. To address heritage resources, the applicant continues to commit to performing a Phase II

archaeological survey if Tax Map Parcels 45-2((2)) 38, 39A, and 39B are disturbed. Staff finds that these issues are now resolved.

Stormwater Analysis (Appendix 13)

As previously discussed, the stormwater narrative on Sheet 10 of GDP/SEA Plat indicates that the existing INOVA Fair Oaks Hospital Campus is served by a series of four existing SWM/BMP facilities located near the four corners of the property (including a dry pond located in the northeast quadrant of the Alder Woods Drive/Rugby Road intersection; the existing SWM/BMP dry pond located near the Child Care Center; and the existing SWM/BMP wet pond located in the northeastern quadrant of Alder Woods Drive and Joseph Siewick Drive.) These facilities provide both stormwater detention and water quality for the site. No changes are proposed and no issues were identified.

Fairfax County Water Authority (Appendix 14)

The Fairfax County Water Authority has reviewed the applications and indicated that adequate domestic water service is available at the site from existing 8-inch and 12-inch water mains located onsite. No issues with the proposed development were identified.

Fire and Rescue Analysis (Appendix 15)

The application property is serviced by the Fairfax County Fire and Rescue Department Station 421, Fair Oaks and currently meets fire protection guidelines.

Sanitary Sewer Analysis (Appendix 16)

The subject property is located within the Flatlick Run watershed and would be sewered into the Upper Occoquan Sanitation Authority. 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 17)

The applicant proposes to modify and expand hospital campus located on the east side of Rugby Road, between West Ox Road and the Fairfax County Parkway. RZ 2011-SU-004 proposes to rezone Parcel 45-2((2)) 51A from R-1 to the C-3 District to allow the land to develop consistently with the remainder of the hospital campus, zoned C-3. PCA 2000-SU-032-03 seeks to amend the

previously approved PCA application to incorporate Parcel 45-2((2)) 51A into the campus and allow the proposed site modifications with an overall Floor Area Ratio (FAR) of 0.34. SEA 84-C-076-09 seeks to amend the previously approved SEA application to allow the an increase in land area from 61.82 acres to 62.91 acres, an increase in FAR from 0.30 to 0.34 and other associated modifications for the Category 3 Medical Care Facilities.

These requests must fulfill all applicable provisions of the Zoning Ordinance. The applicable sections are attached in Appendix 17 and include the General Standards (Section 9-006), Standards for All Category 3 Uses (Section 9-304), and Additional Standards for Medical Care Facilities (Section 9-308).

The following chart depicts how the subject 63 acre site meets the C-3 District zoning requirements:

Standard	Required (C-3)	Provided
Lot Size	20,000 sq ft	PCA and SEA: 61.82 acres RZ: 1.09 acres Total: 62.91 acres
Lot Width	100 ft	Rugby Rd = greater than 100 ft Alder Woods Rd = greater than 100 ft Ox Trail = greater than 100 ft
Building Height	90 ft maximum which may be increased by the BOS subject to approval of an SE application	Main Hospital Building = 90 ft
Front Yard	Controlled by 25 degree angle but not less than 40 feet	Rugby Rd = 215 ft for the closest building, which is the parking garage expansion Woodburn Rd = 220 ft for the closest building, which is the Assisted Living Facility Building Ox Trail – 80 ft. for the closest building, which is the child care center
Rear Yard	Controlled by 20 degree angle but not less than 25 feet	Greater than 25 ft. for all buildings
FAR	1.0	0.34
Open Space	15%	50%
Parking Spaces	1,996 total	3,115
Loading Spaces	27	23*

Transitional Screening		
Direction	Standard	Provided
North (PDH-3)	SFD – Yard 2 (35 ft.)	100 ft. existing vegetation along Ox Trail
South (R-1)	Church – None SFD – Yard 2 (35 ft.) Fair Woods Park - None	Open Space 120 feet existing vegetation
East (R-3)	SFD – Yard 2 (35 ft.)	100 ft. existing vegetation
West (R-3)	SFD – Yard 2 (35 ft.)	120 ft. existing vegetation

Barrier		
Direction	Standard	Provided
North (PDH-3)	SFD – Barrier D, E or F	None
South (R-1)	SFD – Barrier D, E or F	Open Space 42-48" Chain Link Fence
East (R-3)	SFD – Yard 2 (35 ft.)	None
West (R-3)	SFD – Yard 2 (35 ft.)	None

*As shown in the charts above, the proposal conforms to all of the minimum bulk regulations for the C-3 District except for the loading space, transitional screening and barrier requirements, which are the subject of two modification requests.

Waivers and Modifications:

Modification of transitional screening and a waiver of the barrier requirements in favor of that shown on the GDP/SEA Plat and further described in the proffers.

The Zoning Ordinance requires a 35-foot wide transitional screening area and barrier wall or fence adjacent to the property lines bordering the residential communities. Par. 14 of Sect. 13-304 of the Zoning Ordinance states that transitional screening and barriers can be modified and/or waived for any public use when such use has been specifically designed to minimize adverse impact on adjacent properties. The applicant requests a reaffirmation of the previously approved transitional screening and a waiver of the barrier requirements along all property boundaries, as approved pursuant to SEA 84-C-076-08. Since the proposed building additions are internal to the site and are set back far enough

from the property lines, staff believes that the proposal would not create any additional impacts to the adjacent residential properties. The applicant has proffered to retain and supplement the existing trees and landscaping located along Rugby Road, Ox Trail and the Westvale community. Staff supports the reaffirmation request.

Modification of the loading space requirement in favor of that shown on the GDP/SEA Plat.

The Zoning Ordinance requires 27 loading spaces for the proposed hospital campus. The applicant indicated that the demand for loading spaces is reduced due to the ability to share loading spaces between buildings on the hospital campus and requests a modification of this requirement to allow a total of 23 loading spaces. Staff does not object to this modification request.

Special Exception Requirements

This section discusses how the application addresses the special exception requirements for an increase in land area from 61.82 acres to 62.91 acres, an increase in FAR from 0.30 to 0.34 and other associated modifications for the Category 3 Medical Care Facilities.

General Special Exception Standards (Sect. 9-006)

General Standard 1 states that the proposed use at the specified location shall be in harmony with the adopted Comprehensive Plan. The Comprehensive Plan provides an option for the development of the subject property up to 0.35 FAR provided that, among other things, medical office buildings should be limited to a total of 370,000 square feet of GFA. The applicant proposes to implement the Plan Option, and to increase the FAR from 0.30 to 0.34 (which would be an increase of gross floor area from 709,166 to 1,083,777 square feet) to expand the existing medical care facilities on the site. As stated in the Land Use Analysis, staff feels that the proposal is consistent with the Plan.

General Standard 2 states that the proposed use shall be in harmony with the general purpose and intent of the applicable zoning district regulations. As conditioned, the proposal would be in harmony with the general purpose and intent of the C-3 District. Therefore, this standard is satisfied.

General Standards 3 and 4 require that the proposed use will be harmonious with and will not adversely affect the use or development of neighboring properties in accordance with the applicable zoning district regulations and the adopted Comprehensive Plan and that pedestrian and vehicular traffic

associated with such use will not create hazards or conflict with the existing and anticipated traffic in the neighborhood. As shown in the bulk regulations chart above, the proposal conforms to all of the minimum bulk regulations for the C-3 District. In addition, the proposed new access point will improve both internal and external vehicular circulation. New sidewalks are proposed along the new access point which will connect to a series of existing sidewalks on the hospital campus and improve pedestrian accessibility. Therefore, staff feels that these standards have been satisfied.

General Standard 5 requires that landscaping and screening be provided in accordance with the provisions of Article 13. The applicant requests a reaffirmation of the previously approved transitional screening and a waiver of the barrier requirements along all property boundaries, as approved pursuant to SEA 84-C-076-08. Since the proposed building additions are internal to the site and are set back far enough from the property lines, staff believes that the proposal would not create any additional impacts to the adjacent residential properties. The applicant has proffered to retain and supplement the existing trees and landscaping located along property boundaries along Rugby Road, Ox Trail and the Westvale community. Staff supports the reaffirmation requests and feels that this standard has been addressed.

General Standard 6, 7 and 8 require that open space, adequate utilities, drainage, signage, parking, loading and other necessary facilities be regulated in accordance with the Zoning Ordinance; however, the Board of Supervisors may impose more strict requirements for a given use than those set forth in this Ordinance. The proposed amendment will not impact these requirements.

Category 3 Standards (Sect. 9-304)

The Category 3 Standards require that the proposed development meet lot size and bulk requirements for the Zoning District, comply with performance standards, and be subject to Site Plan Review. The proposed use meets these standards.

Additional Standards for Medical Care Facilities (Section 9-308)

Par. 1 provides the Health Care Advisory Board (HCAB) with the ability to hold a hearing or hearings to review the proposal and to accumulate information upon which to base a recommendation to the Board of Supervisors. Par. 2 tasks HCAB with reviewing and determining the demonstrated need for the proposed facility, the Institutional need, the financial accessibility, and the development costs and project financing. The Health Care Advisory Board (HCAB) will hold a public meeting on June 13, 2011, to review the subject applications for

expansion of the hospital campus. HCAB recommendations will be forwarded to the Planning Commission prior to public hearing. Staff recommendations are subject to the recommendation of the HCAB.

Par. 3 requires that all such uses shall be designed to accommodate service vehicles with access to the building at a side or rear entrance. Staff feels that the proposal includes an improved internal roadway system that would improve access to the existing and proposed buildings.

Par. 4, 5 and 6 preclude freestanding nursing facilities from being established in areas not fronting or having direct access to collector or arterial streets; buildings being closer than 45 feet to any street line or 100 feet from any lot line which abuts an R-A through R-4 District; and medical facilities being located on a lot less than 5 acres. These standards were satisfied during the review of the existing medical care facilities on the subject property. The proposal continues to satisfy this requirement.

Par. 7 indicates that the Board of Supervisors may approve additional on-site signs when it is determined, based on the size and nature of the hospital, that additional signs are necessary in order to provide needed information to the public. A development condition requires the applicant to provide signage in accordance with the requirements of Article 12 of the Zoning Ordinance or pursuant to approval by the Board of Supervisors in accordance with the provision set forth in Par. 7 of Sect. 9-308 of the Zoning Ordinance. Staff feels that this standard is satisfied.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

As noted in the Land Use Analysis, this proposal is consistent with the recommendations of the Comprehensive Plan with regard to the Fair Oaks Hospital campus.

Staff Recommendations

Staff recommends approval of RZ 2011-SU-004 subject to the execution of proffers consistent with those found in Appendix 1.

Staff recommends approval of PCA 2000-SU-032-03 subject to the execution of proffers consistent with those found in Appendix 1.

Staff recommends approval of SEA 84-C-076-9 subject to the development conditions found in Appendix 2.

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

Staff recommends the approval of a reaffirmation of the modification of the loading space requirement in favor of that shown on the GDP/ SEA Plat.

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

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

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

APPENDICES

1. Draft Proffers PCA 2000-SU-032-03
2. Proposed SEA 84-C-076-09 Development Conditions
3. Affidavit for RZ 2011-SU-004
4. Affidavit for PCA 2000-SU-032-03
5. Affidavit for SEA 84-C-076-09
6. Statement of Justification
7. Previously Approved Proffers for PCA 2000-SU-032-02
8. Previously Approved Development Conditions for SEA 84-C-076-08
9. Comprehensive Plan Land Use Analysis and Environmental Assessment
10. Urban Forest Management Analysis
11. Transportation Analysis
12. Fairfax County Park Authority Analysis
13. Stormwater Management (DPWES) Analysis
14. Fairfax County Water Authority Analysis
15. Fire and Rescue Analysis
16. Sanitary Sewer Analysis
17. Zoning Ordinance Provisions
18. Glossary of Terms

INOVA FAIR OAKS HOSPITAL**PROFFERS****PCA 2000-SU-032-03****June 6, 2011**

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), INOVA HEALTH CARE SERVICES ("Inova"), for themselves, the property owners and their successors and/or assigns (hereinafter collectively referred to as the "Applicant"), hereby proffers that the development of the parcels identified as 2011 Fairfax County tax map parcels 45-2 ((1)) 41B1, 41L, 41L3, 41L4 and 41L5; and 45-2 ((2)) 38, 39A, 39B, 46A1 and 51A1 (the "Application Property") shall be in substantial conformance with the following conditions if, and only if, PCA 2000-SU-032-03 and the companion applications RZ 2011-SU-004 and SEA 84-C-076-09 are approved by the Board of Supervisors. In the event PCA 2000-SU-032-03, RZ 2011-SU-004 and SEA 84-C-076-09 are so approved, then all previous proffers for the Application Property are hereby deemed null and void and hereafter shall have no effect on the Application Property.

1. Consolidation of Parcel 51A1. It is noted that the parcel identified as 2011 Fairfax County tax map parcel 45-2 ((2)) 51A1 ("Parcel 51A1") is the subject of RZ 2011-SU-004 and its associated proffer which references the incorporation of Parcel 51A1 into PCA 2000-SU-032-03 and these proffers. The purpose of this is to consolidate Parcel 51A1 into the Inova Fair Oaks Hospital Campus and incorporate it into the campus-wide proffers and development plan.
2. Development Plan. Development of the Application Property shall be in substantial conformance with the Generalized Development Plan/Generalized Development Plan Amendment/Special Exception Amendment Plat ("GDP/SEA Plat") prepared by Dewberry & Davis LLC, dated January 31, 2011 and revised through May 13, 2011 consisting of sheets 1 – 13.
3. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDP/SEA Plat and these proffers may be permitted as determined by the Zoning Administrator.
4. Proposed Development. Development of the Application Property shall include a maximum of 1,083,777 square feet of gross floor area ("GFA"). This does not include cellar area(s) as defined by the Zoning Ordinance. The Applicant reserves the right to construct less than the maximum amount of GFA for the buildings as shown on the GDP/SEA Plat and to reallocate GFA among the buildings depicted on the GDP/SEA Plat without requiring a proffered condition amendment ("PCA") so long as (1) the total maximum GFA is not exceeded; (2) the maximum building heights as set forth in Proffer 17.b. are not exceeded; and (3) any changes to the footprint and/or configuration of individual buildings and/or garages are deemed to be allowable minor

modifications as determined by the Zoning Administrator. The Applicant reserves the right to construct the development shown on the GDP/SEA Plat in phases.

5. Uses. The Application Property may include the following uses:
 - a. Medical Care Facility and related ancillary uses including but not limited to hospital administrative offices and support services, a helistop, an assisted living facility, a child care center, a health club(s), a cafeteria(s)/eating establishment(s), a delicatessen(s)/quick service food store(s), a pharmacy(s), and a gift shop(s), etc.
 - b. Medical Office Buildings provided that the total square footage of the four Medical Office Buildings shown on the GDP/SEA Plat shall not exceed 370,000 square feet of GFA. This does not include cellar area as defined in the Zoning Ordinance.
 - c. Mobile and land based telecommunication facilities, subject to the provisions of Section 2-514 of the Zoning Ordinance, and provided that monopoles may not be installed on the Application Property.
 - d. Telecommunication facilities provided that monopoles may not be installed on the Application Property.
 - e. Accessory uses and accessory service uses.
6. Parking. Parking shall be provided in the combination of a garage structure and surface lots as shown on the GDP/SEA Plat and shall be provided in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by the Department of Public Works and Environmental Services ("DPWES"), for the uses on the Application Property. The Applicant reserves the right to construct the new surface parking areas and parking garage expansions shown on the GDP/SEA Plat in phases. Handicap accessible parking spaces will be located in convenient and accessible locations proximate to building entrances as required by the Public Facilities Manual.
7. Road Improvements.
 - a. New Entrance. Subject to final design approval by DPWES and the Virginia Department of Transportation ("VDOT"), the Applicant shall construct the new vehicular entrance to the Application Property from Rugby Road in a location as generally shown on the GDP/SEA Plat (the "New Entrance"). If not sooner, the New Entrance shall be substantially completed prior to issuance of the first Non-RUP, exclusive of core and shell, for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat; provided, however, that if the New Entrance is under construction and the Applicant is

diligently pursuing substantial completion of the New Entrance at the time the Applicant would otherwise be issued such Non-RUP, then the requirement for substantial completion of the New Entrance shall be extended to allow the Applicant to occupy up to the first 50,000 square feet of floor area (including floor area in the cellar) of the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat. In no event shall the Applicant be permitted to occupy more than 50,000 square feet of floor area within the new "Proposed Oncology Center/MOB 4" (including floor area in the cellar) until the New Entrance is substantially complete. For purposes of this Proffer, "substantially completed" shall mean open and available for use by the public.

- b. Traffic Signal. At the time of site plan submission for the New Entrance (see Proffer 7.a. above), the Applicant shall complete and submit a warrant study to VDOT for a new traffic signal at the intersection of the New Entrance and Rugby Road. The warrant study shall assume full build out of the development shown on the GDP/SEA Plat. If the signal is warranted, the Applicant shall design, equip and install (at such time as may be warranted) a new traffic signal with pedestrian accommodations at that location subject to approval by VDOT of the final design of the signal.
- c. Existing Traffic Signals Timing Modifications. The Applicant shall request VDOT to determine if a corridor evaluation of signal timings is needed. This request shall be submitted in writing with a copy submitted to the Fairfax County Department of Transportation ("FCDOT"). This request shall be submitted between 180 and 365 days after the New Entrance (see Proffer 7.a.) is substantially completed and the traffic signal referenced in Proffer 7.b above is installed. If VDOT determines that a corridor evaluation is necessary, the Applicant shall conduct a corridor evaluation of existing signal timings along Rugby Road and Ox Trail, from the intersection of Ox Trail and West Ox Road to the intersection of Rugby Road and Route 50, to determine appropriate signal timing modifications along such corridor. Such signal timing plans shall be subject to review and approval by VDOT and shall provide for sufficient pedestrian crossing times in accordance with established standards as determined by VDOT. The Applicant shall coordinate with VDOT to implement such signal timing modifications as may be approved by VDOT based on the findings of the evaluation. If required, this proffer shall be completed prior to final bond release for the hospital bed tower expansion shown on the GDP/SEA Plat as "Previously Approved/Proposed Hospital Expansion North".
- d. Alder Woods Drive Traffic Signal Retrofit. At the time of site plan submission for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat, the Applicant shall seek approval from VDOT to retrofit the existing, north-facing signal heads at the Alder Woods Drive and Rugby Road intersection with baffles, or make other adjustments as approved by VDOT, to better enable drivers on the southbound approach to that

intersection to distinguish those traffic signal heads from those located further south at the intersection of Rugby Road and the Fairfax County Parkway. If approved by VDOT, the Applicant shall install such baffles, or make such other adjustments as approved by VDOT, prior to bond release for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat. In no event shall this Proffer 7.d. be construed to require the Applicant to replace the existing signal heads or equipment; the extent of this commitment is to retrofit or readjust the existing signal heads.

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

7.e., then the timing requirements of these Proffers as they relate to the improvements that necessitate such right-of-way or easements shall be automatically hereby adjusted to reflect the delays incurred by such proceedings, but in any event such improvements shall be completed prior to final bond release for the respective phase of development.

- f. Emergency Access. The Applicant reserves the right to seek approval for, and to construct, an emergency access-way over Tax Map Parcels 45-2 ((6)) A1, K2 and L1, between the Fairfax County Parkway and the intersection of Joseph Siewick Drive and Alder Woods Drive. If warranted, the Applicant will provide a traffic signal at the intersection of Joseph Siewick Drive and Alder Woods Drive. The construction of such improvements shall be subject to the approval of any necessary zoning, special exception and/or other permit approvals from Fairfax County, VDOT and/or other governmental authorities, as may be required at the time of the Applicant's request.
 - g. Zoning Administrator Consideration. Upon demonstration by the Applicant that, despite diligent efforts and due to factors beyond the Applicant's control, any of the improvements proffered in this Proffer 7 (or an improvement in any other Proffer the timing of which is associated with an improvement proffered in this Proffer 7) have been delayed (due to, but not limited to, an inability to secure necessary permission for utility relocations, approval by VDOT, and/or approval of ground lessees) beyond the timeframes provided by these proffers, the Zoning Administrator may approve a later date for completion of the improvement(s) without requiring a PCA.
8. Bus Facilities. The Applicant shall continue to allow Fairfax Connector buses to access the existing bus stop(s) on the Application Property via a route that traverses the Application Property on Joseph Siewick Drive, to and from its intersections with Alder Woods Drive and Ox Trail; provided, that the specific bus route may be modified as agreed by the Applicant and FCDOT without requiring a PCA. The Applicant may modify the bus circulation route on a temporary basis as required for construction staging.
 9. Pedestrian Circulation Improvements. The Applicant shall provide a comprehensive pedestrian circulation system throughout the Application Property as shown on the GDP/SEA Plat. New sections of sidewalks and other such improvements shown on the GDP/SEA Plat shall be constructed concurrently with the phase of development that is proximate to such area of the Application Property.
 10. Bicycle Facilities. The Applicant shall provide indoor and/or outdoor bicycle racks on the Application Property that provide spaces for a minimum total of 64 bicycles. Bicycle racks shall be located outdoors, with convenient access to the main hospital and emergency entrances and/or within the parking garage. The final location of the bike racks shall be subject to review by

FCDOT. Subject to necessary approvals, if any, the Applicant shall install such bicycle racks, prior to issuance of the first Non-RUP, exclusive of core and shell, for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat. The Applicant shall also provide shower and changing facilities for employees of Inova Fair Oaks Hospital and demonstrate that the same have been provided prior to issuance of the first Non-RUP, exclusive of core and shell, for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat.

11. Transportation Demand Management. The Applicant shall formulate and implement a transportation demand management program (the "TDM Program") to encourage and facilitate the ability of employees of Inova Fair Oaks Hospital to travel to work by means other than single occupancy vehicle.

- a. TDM Program Elements. The TDM Program shall include the elements listed below. Such items may be adjusted from time to time as approved by FCDOT, without requiring a PCA.
 - i. A TDM Program Manager ("PM") to oversee all TDM elements and act as the liaison between the Applicant and FCDOT. The PM may be employed directly by the Applicant or be a contractor to the Applicant. The PM position may be part of other duties assigned to the individual;
 - ii. Participation in the Fairfax County Ride Source Program, including registering with the Guaranteed Ride Home (GRH) program offered in connection with the Metropolitan Washington Council of Governments;
 - iii. Display in the Inova Fair Oaks Hospital main lobby transportation-related information for employees, volunteers, patients, and visitors;
 - iv. Distribute an employee benefits package to all new employees, including site-specific transit-related information referencing the nearest Metro station and bus routes, a Metro "SmarTrip" card with a one-time initial benefit of \$50.00 per card, and encouraging all employees to use Metrorail, bus service, carpool/vanpool, bicycling, or walking;
 - v. Maintain varied hospital shifts to allow for some work trips to occur outside of the typical AM and PM peak hours of Rugby Road and Alder Woods Drive, and encourage telecommuting and flextime for administrative employees as appropriate;
 - vi. Provide reserved spaces for carpoolers and vanpoolers located proximate to garage entrances;

- vii. Provide for on-site bus services (See Proffer 8 above);
 - viii. Provide for on-site bicycle storage, showers and changing facilities (See Proffer 10 above);
 - ix. Provide a sidewalk system designed to encourage/facilitate pedestrian circulation (See Proffer 9 above);
 - x. Provide an on-campus child care center(s) and eating establishment(s) and other possible accessory service uses; and
 - xi. Provide information to new employees about housing opportunities within the area.
- b. TDM Program Development and Implementation. The Applicant shall prepare a written TDM Program incorporating the TDM Program Elements listed in Proffer 11.a. and submit it to FCDOT at the time of submission of the site plan for the phase of development on the Application Property that will result in a cumulative floor area ratio ("FAR") on the Application Property in excess of 0.30. The Applicant's submission shall include a provision notifying FCDOT to whom it may direct any comments on the TDM Program. Thereafter, the Applicant shall cooperate with FCDOT to incorporate the written comments of FCDOT into the TDM Program, provided that such comments are (i) provided to the Applicant within thirty (30) days of the Applicant's submission; and (ii) are reasonably related to the scope of the TDM Program as provided by this Proffer 11 and do not otherwise materially increase the cost to the Applicant of the TDM program, as determined by the Applicant. In the event the Applicant does not receive written comments as provided in this Proffer 11.b., then the TDM program shall be deemed approved as submitted by the Applicant. The TDM program shall have been approved (or deemed approved) consistent with the provisions of this Proffer 11 prior to final bond release for the phase of development on the Application Property that will result in a cumulative floor area ratio ("FAR") on the Application Property in excess of 0.30, following which time the Applicant shall implement the approved TDM program.
- c. TDM Program Survey. The Applicant shall conduct a survey of employees of the Inova Fair Oaks Hospital to determine the baseline condition of employee commuting behavior. The Applicant shall submit the results of such survey to FCDOT concurrent with the submission of the TDM Program as provided in Proffer 11.b. above. The Applicant shall conduct a follow up survey within two years following the implementation of the TDM Program to measure the effectiveness of the TDM Program compared against the baseline condition determined by the initial survey. The Applicant shall submit the

results of such follow-up study to FCDOT for review. The Applicant shall cooperate with FCDOT in the evaluation and implementation of additional TDM measures, if needed, provided that such additional measures remain reasonably related to the scope of the TDM Program as provided by this Proffer 11 and do not otherwise materially increase the cost to the Applicant of the TDM program as determined by the Applicant.

12. Storm Water Management. The Applicant shall provide for storm water detention and Best Management Practices (“BMP”) in the locations as generally shown on the GDP/SEA Plat as approved by DPWES. The areas in and adjacent to both the existing SWM/BMP dry pond located in the northeast quadrant of the Alder Woods Drive/Rugby Road intersection and the existing stormwater outfall channel located in the southeast quadrant of the Alder Woods Drive/Rugby Road intersection shall be landscaped as shown on the GDP/SEA Plat. The Applicant shall incorporate one or more Low Impact Development facilities, such as the “Possible Infiltration Trench or Other Innovative BMP” as generally shown on the GDP/SEA Plat. The Applicant shall maintain the existing SWM/BMP dry pond located in the northeast quadrant of the Alder Woods Drive/Rugby Road intersection; the existing SWM/BMP dry pond located near the Child Care Center; and the existing SWM/BMP wet pond located in the northeastern quadrant of Alder Woods Drive and Joseph Siewick Drive.
13. Limits of Clearing and Grading. The Applicant shall conform to the limits of clearing and grading shown on the GDP/SEA Plat subject to allowances for the installation of signs, fences, trails and/or utilities, which shall be located and installed 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, as approved by the UFMD, for any areas within the areas protected by the limits of clearing and grading that must be disturbed.
14. Landscaping/Buffers.
 - a. Rugby Road Buffer. As shown on the GDP/SEA Plat, the Applicant shall provide a buffer of existing vegetation and supplemental plantings that is 115-120 feet in width along the Application Property’s frontage on Rugby Road and Ox Trail between Alder Woods Drive and Joseph Siewick Drive (measured from the eastern edge of the road right-of-way), except in the locations of (i) the existing child care center; (ii) the former single family residence on Parcel 51A1; and (iii) the New Entrance and its related improvements (such as necessary pavement widening, turn lanes, signal equipment, etc.). Any signs, trails and/or utilities that are installed within this buffer area will be located and designed to minimize impact to existing vegetation as determined by the UFMD, and a replanting plan shall be developed and implemented, as approved by UFMD, for any such area that is disturbed. The Applicant shall install the supplemental planting within the Rugby Road Buffer as shown on the GDP/SEA Plat prior to issuance of the first Non-RUP, exclusive of the core and shell permit, for the “Proposed Oncology Center/MOB 4”

as shown on the GDP/SEA Plat; provided, however, that supplemental planting in the area of the New Entrance shall not be required to be installed at such time and instead shall be required to be installed concurrent with construction of the New Entrance.

b. Rugby Road Buffer - Tree Preservation Plan.

- i. The Applicant shall submit a tree preservation plan as part of the site plan(s) for any land disturbing activity, including the New Entrance, which is located within twenty-five (25) feet of either the Rugby Road Buffer or the area of upland forest on the southeast portion of the Application Property in proximity to the "Proposed Cooling Tower Expansion" or the "Proposed Parking (55 Spaces)" as shown on the GDP/SEA Plat.
- ii. The tree preservation plan(s) shall be prepared by a professional with experience in the preparation of tree preservation plans, such as a certified arborist or landscape architect, and shall be subject to the review and approval of UFMD. The tree preservation plan shall consist of a tree survey that includes the location, species, size, crown spread and condition rating percentage of all trees 12 inches in diameter and greater, located on the Application Property, that are located within 25 feet of the proposed limits of clearing and grading. The condition analysis ratings shall be prepared using methods outlined in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the plan.
- iii. The Applicant shall retain the services of a certified arborist, and shall have the limits of clearing and grading in the areas of tree preservation marked with a continuous line of flagging prior to a walk-through meeting with the UFMD to be held prior to any clearing and grading. During the tree preservation walk-through meeting, the Applicant's arborist shall walk such limits of clearing and grading with an UFMD representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented; provided, however, that no adjustment shall be required that would affect the location and/or design of the proposed development on the Application Property, including a requirement for additional retaining walls. Trees within the preservation areas that are identified specifically by UFMD in writing as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and

such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions.

- iv. All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing in the form of four (4) foot high, fourteen (14) gauge welded wire attached to six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart or, super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees, shall be erected at the limits of clearing and grading adjacent to the tree preservation areas as shown on the phase I & II erosion and sediment control sheets. All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities. The installation of all tree protection fencing shall be performed under the direct supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. At least ten (10) days prior to the commencement of any clearing or grading activities adjacent to the tree preservation areas, but subsequent to the installation of the tree protection devices, the UFMD shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by UFMD.
- v. The Applicant shall root prune, as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the respective site plan submission. The details for these treatments shall be reviewed and approved by UFMD, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following: (1) root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches; (2) root pruning shall take place prior to any clearing and grading; (3) root pruning shall be conducted with the supervision of a certified arborist; and (4) a UFMD representative shall be informed when all root pruning and tree protection fence installation is complete.
- vi. During any clearing or tree/vegetation removal in the areas adjacent to the tree preservation areas, a representative of the Applicant shall be present to monitor

the process and ensure that the activities are conducted as proffered and as approved by UFMD. The Applicant shall retain the services of a certified arborist or landscape architect to monitor on-site all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffers, and UFMD approvals. The monitoring schedule shall be described and detailed in the Tree Preservation Plan, and reviewed and approved by UFMD.

- c. New Entrance. As shown on the GDP/SEA Plat, landscaping shall be provided in the area of the New Entrance, both within the Rugby Road Buffer and within the median of the New Entrance, to minimize visual impacts on nearby residences. Such landscaping shall be shown on the site plan that includes the New Entrance, and such landscaping shall be installed concurrent with construction of the New Entrance.
- d. Parcel 51A1. As shown on the GDP/SEA Plat, the Applicant shall remove the existing Rugby Road driveway apron serving Parcel 51A1, and thereby discontinue access to Rugby Road from such parcel. Future access to Parcel 51A1 shall be provided only through the Application Property and not directly via Rugby Road. The Applicant shall also remove the existing driveway asphalt leading to the former single family residence. The Applicant shall restore the area by completing the curb, gutter and sidewalk section along Rugby Road and revegetating the area of the driveway as shown on the GDP/SEA Plat. The Applicant may, but shall not be required to, remove the existing retaining walls located in the former front yard of the residential structure. Such improvements and landscaping shall be constructed/installed prior to issuance of the first Non-RUP, exclusive of the core and shell permit, for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat.
- e. Southern Buffer. The Applicant shall continue to provide the existing buffer and fence adjacent to the Fairfax County Park Authority property to the south of the Application Property (Tax Map 45-2 ((1)) 42), as shown on the GDP/SEA Plat.
- f. Eastern Buffer. The Applicant shall continue to provide the existing buffer adjacent to the Westvale community to the east of the Application Property, as shown on the GDP/SEA Plat. Prior to submission of a site plan for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat, the Applicant or the Applicant's representative and the Applicant's arborist shall walk such buffer area to evaluate (i) the need to remove dead or dying vegetation within such buffer area; and (ii) opportunities to provide supplemental planting to help provide year-round screening within such buffer area. The Applicant shall send a written invitation to the president of the Westvale owner's association inviting him/her or their designee to attend such site walk. The Applicant shall include a plan addressing such buffer area with the submission of the site

plan for "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat for review and approval by the UFMD, and the Applicant shall perform approved tree care and install any supplemental planting prior to issuance of the first Non-RUP, exclusive of the core and shell permit, for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat.

15. Lighting.

- a. General. All new outdoor lighting shall comply with the Outdoor Lighting Standards of Part 9 of Article 14 of the Zoning Ordinance. Outdoor pole-mounted lighting fixtures shall be a maximum height of fifteen (15) feet. New building mounted security lighting shall utilize full cut-off fixtures with shielding such that the lamp surface is not directly visible from any adjacent properties.
- b. Parking Garage.
 - i. Existing. Prior to site plan approval for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat, the Applicant shall retrofit the westernmost bay of lighting fixtures within the existing parking garage to provide cut-off shielding or other modifications to reduce glare towards Rugby Road.
 - ii. Garage Expansion. All lighting fixtures associated with the areas of garage expansion as shown on the GDP/SEA Plat shall be of a low intensity design and shall utilize full cut off fixtures which shall focus directly on the garage. Lighting within such parking areas shall be of low intensity in order to reduce the impact on adjacent residences. Lighting within the stair towers of such parking areas shall be fully shielded with full cut-off fixtures in order to reduce the impact on adjacent residences. Parapet walls on each level of such parking areas shall be a minimum of 42 inches in height to provide adequate shielding of vehicle headlights.

16. Signs. Signs for the Application Property shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance or pursuant to approval by the Board of Supervisors in accordance with the provision set forth in Par. 7 of Sect. 9-308 of the Zoning Ordinance, including, without limitation, those approved pursuant to SEA 84-C-076-7. The Applicant reserves the right to provide monument signage not specifically shown on the GDP/SEA Plat provided that it conforms to Article 12 and/or Board of Supervisors approval in accordance with the provision set forth in Par. 7 of Sect. 9-308 of the Zoning Ordinance.

17. Design Detail – Building; Garage; Site.

- a. Building Architecture and Materials. Building materials and final design of new hospital and medical office buildings shall be compatible with and of comparable quality to the existing hospital and medical office buildings on the Application Property.
- b. Building Height. The maximum height of the buildings on the Application Property will not exceed the heights as represented on the GDP/SEA Plat. The Applicant reserves the right to construct buildings to a lesser height than the maximum heights as shown on the GDP/SEA Plat. Rooftop mechanical structures including penthouses will not extend more than twelve (12) feet above the roof line. All rooftop mechanical equipment shall be screened from view at the periphery of the Application Property. No antennae will be located on building rooftops other than the main hospital building and additions thereto, except as may be required for public safety purposes.
- c. Garage Expansion; Western Elevation. Building materials and final design of the garage expansion areas shall be compatible with and of comparable quality to the existing garage on the Application Property. As shown on the GDP/SEA Plat, the Applicant shall utilize topography, site berming and landscaping in the final design of the western expansion of the existing parking garage in an effort to buffer/screen from view the area of the western face of the garage as it is seen from Rugby Road.
- d. Design Detail. The design details shown on the GDP/SEA Plat are provided to illustrate the design intent of the proposed development. Landscaping and onsite amenities shall be generally consistent in terms of character and quantity with the illustrations and details presented on that sheet. Specific features such as locations of plantings, sidewalks etc. are subject to modification with final engineering and architectural design. The Applicant shall submit a detailed landscape plan in conjunction with the site plan(s) for review and approval by UFMD.
- e. Trash Dumpsters. All proposed trash dumpsters will be screened by a combination of brick walls, a gate and evergreen plantings as may be approved by the UFMD.
- f. Green Building Practices – Medical Office Building 4.
 - i. The Applicant will include, as part of the site and building plan submissions for the “Proposed Oncology Center/MOB 4” as shown on the GDP/SEA Plat, a list of specific credits within the most current version of the U.S. Green Building Council’s Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, or other LEED rating system determined to be applicable to the building by the U.S. Green Building Council (USGBC), that the Applicant anticipates attaining. At least one principal participant of the Applicant’s project team shall be a LEED Accredited Professional, and such

professional will provide certification statements at both the time of site plan review and the time of building plan review 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.

- ii. 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.
- iii. Prior to building plan approval for the building, the Applicant will submit documentation, to the Environment and Development Review Branch of DPZ, regarding the U.S. Green Building Council's preliminary review of design-oriented credits in the LEED program. This documentation will demonstrate that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED Silver certification. Prior to release of the bond for the 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.
- iv. As an alternative to and in lieu of the requirements of paragraphs i - iii above, or if the U.S. Green Building Council review of design-oriented credits indicates that the building is not anticipated to attain a sufficient number of design-related credits, along with the anticipated construction-related credits, to support attainment of LEED Silver certification, the Applicant will, prior to building permit approval, execute a separate agreement and post a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual, in the 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-NC 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

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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.

18. Park Dedication. At the time of submission of the site plan for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat, the Applicant shall submit to the Fairfax County Park Authority ("FCPA") a written offer, including a plat depicting the areas of reservation referenced below and a form of deed, to dedicate and convey in fee simple (free and clear of monetary obligations) to the FCPA for public park purposes Tax Map Parcels 45-2 ((2)) 38, 39A and 39B, subject to reasonable reservations by the Applicant of easements and/or other rights to provide for (i) storm drainage through such parcels; (ii) a reservation of density credit for such parcels; (iii) the right of the Applicant to utilize such parcels to support the open space, landscaping, tree cover and/or other such requirements for development on the balance of the Application Property; and (iv) future right-of-way that may be needed for adjacent road improvements. The Applicant's offer shall provide FCPA a period of one hundred twenty (120) days to respond in writing to the Applicant with the FCPA's decision to either accept or not to accept the offer. In the event FCPA does not respond as so provided, or responds with a conditional acceptance that would change the substance of the offer, then FCPA shall be deemed not to have accepted the offer and the Applicant shall have no further obligation under this Proffer 18. In the event FCPA accepts the offer, then the Applicant shall so dedicate such land to FCPA prior to bond release for the site plan for the "Proposed Oncology Center/MOB 4" as shown on the GDP/SEA Plat.
19. Heritage Resources. In the event the Applicant proposes any land disturbing activity on Tax Map Parcels 45-2 ((2)) 38, 39A and 39B, other than improvements to the existing stormwater outfall channel, the Applicant shall conduct a Phase II archaeological survey for the area to be disturbed. If a Phase III archaeological study is found necessary by the County archaeologist, that study shall be performed by the Applicant; provided, however, that in no event shall the results of such studies prohibit the Applicant's proposed development of the property.
20. Special Exception Amendment. Notwithstanding the GDP/SEA Plat is presented on one set of plans, the Applicant reserves the right to file for only special exception amendment(s) from the Board of Supervisors in the future in accordance with Sect. 9-014 of the Zoning Ordinance, without filing for an amendment to the Generalized Development Plan so long as the floor area ratio is not increased and all proffered conditions are satisfied.

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21. Child Care Center.

- a. The child care center shall be used exclusively by the children of employees of Inova Health Care Services and physicians and staff practicing on the Inova Fair Oaks Campus.
- b. The maximum number of children at any one time within the facility shall be 150 (with a maximum daily enrollment of 200) and there shall be a maximum of 40 total employees on-site at any one time.
- c. The hours of operation shall be limited to 6:00 a.m. to 8:00 p.m., Monday through Friday. The operator of the child care center shall not allow children to play in the outdoor area before 9:00 a.m.
- d. Access to the site shall only be provided through the adjacent hospital site with no direct access onto Ox Trail.

22. Density Credit. Density credit shall be reserved for the Application Property as permitted by the provisions of Paragraph 4 of Section 2-308 of the Fairfax County Zoning Ordinance for all dedications described herein and/or on the GDA/GDPA/SEA Plat or as may be reasonably required by Fairfax County or VDOT at time of site plan approval. Specifically, but without limitation, density credit has been and shall continue to be reserved for a total of 10.309 acres of land previously dedicated to the Board of Supervisors and the Fairfax County Park Authority.

23. Compliance with Federal, State, and Other Local Laws/Severability. If it is found by a court of competent jurisdiction, that any portion of these Proffers violates any Federal, State or other local law, then the offending portion of these Proffers shall be deemed null and void and no longer in effect. All remaining conditions of these proffers shall remain in full force and effect.

24. Severability. Pursuant to Sect. 18-204 of the Zoning Ordinance, any portion of the Application Property may be the subject of a future Proffered Condition Amendment ("PCA"), Special Exception ("SE"), or Special Permit ("SP") application without joinder and/or consent of the owners of the other portions of the Application Property.

25. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant, the owners and their successors and assigns.

26. 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 but one and the same instrument.

[SIGNATURE PAGES TO FOLLOW]

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APPLICANT/TITLE OWNER OF TAX MAP
45-2 ((1)) 41B1, 41L, 41L3, 41L4, 41L5 and 45-2
((2)) 38, 39A, 39B, 46A1, 51A1

INOVA HEALTH CARE SERVICES
By: Inova Health System Foundation,
its Sole Member

By: Richard C. Magenheimer
Its: Chief Financial Officer

[SIGNATURES CONTINUE NEXT PAGE]

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LESSEE OF TAX MAP 45-2 ((2)) 46A1

FAIR OAKS MEDICAL PLAZA, L.P.
By: Fairfax Medical Corp., its General Partner

By: _____
Its: _____

[SIGNATURES CONTINUE ON NEXT PAGE]

PROFFERS
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LESSEE OF TAX MAP 45-2 ((1)) 41L

FAIR OAKS PROFESSIONAL BUILDING, L.P.
By: Fair Oaks Medical Building, Inc., its General
Partner

By: _____
Its: _____

[SIGNATURES CONTINUE ON NEXT PAGE]

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LESSEE OF TAX MAP 45-2 ((1)) 41L3

SP II Fairfax, LLC

By: Seavest Inc., its Manager

By: _____
Its: _____

[SIGNATURES END]

PROPOSED DEVELOPMENT CONDITIONS

SEA 84-C-076-09

June 8, 2011

If it is the intent of the Board of Supervisors to approve SEA 84-C-076-09 on Tax Maps 45-2((1)) 41B1, 41L, 41L3, 41L4, and 41L5, and 45-2((2)) 38, 39A, 39B, 46A1 and 51A1 previously approved for a Medical Care Facility, including an assisted living facility, a child care center and related uses, to permit an increase in land area, an increase in gross floor area and other building additions and site modifications pursuant to Sect. 4-304 of the Fairfax County Zoning Ordinance, the staff recommends that the Board condition the approval by requiring conformance with the following development conditions, which supersede all previously approved conditions as they pertain to this site. (An asterisk (*) indicates development conditions that have been carried forward from the previous approval).

1. This Special Exception Amendment is granted for and runs with the land indicated in this application and is not transferable to other land.*
2. This Special Exception Amendment is granted only for the purpose(s), structure(s) and/or use(s) indicated on the special exception amendment plat approved with the application, as qualified by these development conditions.*
3. This Special Exception Amendment is subject to the provisions of Article 17, Site Plans. Any plan submitted pursuant to the special exception shall be in substantial conformance with the approved Special Exception Amendment (SEA) Plat entitled "Inova Fair Oaks Hospital Campus Generalized Development Plan/ Generalized Development Plan Amendment/ Special Exception Amendment Plat RZ 2011-SU-004, PCA 2000-SU-032-03 and SEA 84-C-076-09 (the "GDP/ SEA Plat"), prepared by Dewberry and Davis LLC dated January 31, 2011, as revised through May 13, 2011. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.
4. A copy of this Special Exception Amendment and the Non Residential Use Permit SHALL BE POSTED in a conspicuous place on the property of the use and made available to all departments of the County of Fairfax during the hours of operation of the permitted use.*
5. Parking spaces shall be provided as shown on the GDP/ SEA Plat and as noted. This condition shall not limit the ability of the applicant to phase the provision of parking, so long as the phasing complies with Article 11; however, the number of parking spaces provided at the ultimate build-out

shall not be reduced by more than 10% from that number proposed on the GDP/ SEA Plat.*

6. No new beds (above the 182 currently approved) shall be installed prior to approval of a Certificate of Public Need. In addition, no building permit shall be issued for the "Proposed Hospital Expansion North" until such time as a Certificate of Public Need has been approved for such structure.*
7. The stormwater management system shall be reviewed for adequacy by DPWES at the time of site plan review; if any inadequacies are identified, appropriate corrective measures shall be employed to the satisfaction of DPWES, prior to final site plan approval.

Assisted Living:

8. The assisted living facility shall be limited to a maximum of 112 residents.*
9. A sidewalk shall be provided along the west side of Joseph Siewick Drive from Alder Woods Drive to a sidewalk connection at the Assisted Living Facility. *
10. The applicant shall participate in the Virginia Department of Social Services Auxiliary Grant Program by providing access to the proposed assisted living facility to a minimum of four residents who participate in the Auxiliary Grant Program.*

The above proposed conditions are staff recommendations and do not reflect the position of the Board of Supervisors unless and until adopted by that Board. This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this special exception shall automatically expire, without notice, thirty-six (36) months after the date of approval unless, at a minimum, the use has been established or construction has commenced and been diligently prosecuted for one of the buildings in the proposed development options. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the special exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

REZONING AFFIDAVIT

DATE: April 25, 2011
 (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 **111236a**

in Application No.(s): RZ 2011-SU-004
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Inova Health Care Services	8110 Gatehouse Road, Suite 200, East Tower Falls Church, Virginia 22042	Applicant/Title Owner of Tax Map 45-2 ((2)) 51A1
Agents:		
H. Patrick Walters		
James M. Scott (former)		
J. Knox Singleton		
Richard C. Magenheimer		
John Fitzgerald (nmi)		
William Todd McGovern		
Theodore P. Riche		
Thomas P. Bolton		

(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: April 25, 2011
 (enter date affidavit is notarized)

111 236 a

for Application No. (s): RZ 2011-SU-004
 (enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Dewberry & Davis LLC Agents: Philip G. Yates Janice M. Cena Daniela G. Medek	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/Planners/Agent
M.J. Wells & Associates, Inc. Agents: Robin L. Antonucci Robert T. Kohler	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Sittler Development Associates, LLC Agent: J. David Sittler	1856 Old Reston Avenue Reston, VA 20190	Consultant/Agent for Applicant
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. W. Bowyer Megan C. Rappolt Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
Wilmot Sanz, Inc. Agents: James C. Wilmot	18310 Montgomery Village Ave Suite 700 Gaithersburg, MD 20879	Architects/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: April 25, 2011
(enter date affidavit is notarized)

111236 a

for Application No. (s): RZ 2011-SU-004
(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)
Inova Health Care Services
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Inova Health Care Services, formerly Inova Health System Hospitals, formerly Inova Hospitals, formerly Fairfax Hospital System, Inc., formerly Fairfax Hospital Systems, Inc., formerly Fairfax Hospital Association, is a non-stock, non-profit corporation, the sole member of which is Inova Health System Foundation. Inova Health System Foundation appoints the Board of Trustees of Inova Health Care Services

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

Officers: J. Knox Singleton, President; Charles H. Smith, III, Chairman; Lori Morris, Vice Chair; Charles Mann, Secretary; John F. Gaul, Asst Secretary; Gregory S. Shields, Asst Secretary; Richard C. Magenheimer, Treasurer
Board of Trustees: Mary Agee, Robert Ahmed, Charles E. Beard, Martha Calihan, Christopher Chiantella, Margaret Colon, Paula Darling, Jack C. Ebeler, Michael R. Frey, Maria V. Hopper, Betty Hudson, Gerald W. Hyland, Hooks Johnston, Al Khoury, Charles Mann, James McNeil, Dean Morehouse, Lori M. Morris, Carolyn Moss, Philip O. Nolan, Jon Peterson, Eric Reines, [continued next page]

(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: April 25, 2011
(enter date affidavit is notarized)

111 236 a

for Application No. (s): RZ 2011-SU-004
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Inova Health Care Services [trustees, continued]
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

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)

=====

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

Board of Trustees [continued]: Arnold Rosenblatt, Mary E. Schmidt, J. Knox Singleton, Charles H. Smith, III, Will Soza, Jill Stelfox, Shirley Travis, Robert Tsien
Former Board of Trustees: Lauren S. Garcia, Katherine K. Hanley, John Moynihan, Gary Nakamoto, John W. Ryan

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Inova Health System Foundation
8110 Gatehouse Road
Falls Church, VA 22042

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)

Inova Health System Foundation, formerly Inova Health Systems Foundation, which was formerly Inova Health Systems, Inc., which was formerly Fairfax Hospital Association Foundation, which was formerly The Fairfax Hospital Association Foundation, is a non-stock, non-profit corporation.

=====

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

Officers: J. Knox Singleton, CEO; Mark S. Stauder, President; Stephen M. Cumbie, Chairman, Carl L. Biggs, Secretary; John F. Gaul, Asst. Secretary; Gregory S. Shields, Asst. Secretary; Nicholas Carosi, III, Vice Chair, Richard C. Magenheimer, Asst. Treasurer & CFO; Lydia Thomas, Treasurer.

(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: April 25, 2011
(enter date affidavit is notarized)

111 234 a

for Application No. (s): RZ 2011-SU-004
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Inova Health System Foundation [continued]
8110 Gatehouse Road
Falls Church, VA 22042

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)

=====

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

Trustees: Carl L. Biggs, Nicholas Carosi, III, Margaret Colon, Stephen M. Cumbie, Jack C. Ebeler, Penelope A. Gross, Katherine K. Hanley, Paul Harbolick, Jr., Al Khoury; D. Mark Lowers; Alan G. Merten; Tony Nader; J. Knox Singleton; Charles H. Smith, III; Mark E. Stavish; Maura Sughrue; Lydia Thomas; Winston Ueno

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Wilmot Sanz, Inc.
18310 Montgomery Village Avenue, Suite 700
Gaithersburg, MD 20879

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)

Rolando J. Sanz
James C. Wilmot
Craig M. Moskowitz

=====

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: April 25, 2011
(enter date affidavit is notarized)

111 236 a

for Application No. (s): RZ 2011-SU-004
(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, Thomas L. Dewberry, Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o Michael S. Dewberry II and 3 other 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: April 25, 2011
(enter date affidavit is notarized)

111236a

for Application No. (s): RZ 2011-SU-004
(enter County-assigned application number (s))

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 SHAREHOLDER: (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.)

=====

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

Sittler Development Associates, LLC
1856 Old Reston Avenue
Reston, VA 20190

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)

J. David Sittler

=====

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: April 25, 2011
(enter date affidavit is notarized)

111 236a

for Application No. (s): RZ 2011-SU-004
(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)

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: April 25, 2011
(enter date affidavit is notarized)

111 236 a

for Application No. (s): RZ 2011-SU-004
(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)
None

(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)

(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: April 25, 2011
(enter date affidavit is notarized)

111 236 a

for Application No. (s): RZ 2011-SU-004
(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: April 25, 2011
(enter date affidavit is notarized)

111 236a

for Application No. (s): RZ 2011-SU-004
(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.)

Supervisors Michael R. Frey and Gerald W. Hyland are both Trustees on the Inova Health Care Services Board.

Supervisor Penelope A. Gross is a Trustee on the Inova Health System Foundation Board.

(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)

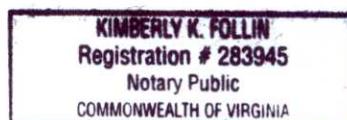
Sara V. Mariska
 Applicant Applicant's Authorized Agent

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 25 day of April, 2011, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011



Rezoning Attachment to Par. 3

DATE: April 25, 2011
(enter date affidavit is notarized)

111236 a

for Application No. (s): RZ 2011-SU-004
(enter County-assigned application number (s))

Jon Peterson, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor John Cook.

Gerald W. Hyland, a member of the Fairfax County Board of Supervisors and a Trustee on the Inova Health Care Services Board donated in excess of \$100 to Chairman Sharon Bulova.

Chairman Sharon Bulova and Supervisors Penelope A. Gross, Patrick Herrity, Catherine M. Hudgins and Jeffrey C. McKay and their spouses attended the Inova Health System Foundation's 2010 Annual Gala with complimentary tickets having a face value in excess of \$100 each.

Stephen M. Cumbie, Chairman and Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Chairman Sharon Bulova and Supervisor John W. Foust.

Dean Morehouse, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor Patrick Herrity.

James M. Scott, a former agent for Inova Health Care Services, made a gift to Supervisor Michael R. Frey of baseball tickets with a value in excess of \$100.

(check if applicable)

There are more disclosures to be listed for Par. 3, and Par. 3 is continued further on a "Rezoning Attachment to Par. 3" form.

REZONING AFFIDAVIT

DATE: April 25, 2011
 (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

111237a

in Application No.(s): PCA 2000-SU-032-03
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Inova Health Care Services	8110 Gatehouse Road, Suite 200, East Tower Falls Church, Virginia 22042	Applicant/Title Owner of Tax Map 45-2 ((1)) 41B1, 41L, 41L3, 41L4, 41L5 and 45-2 ((2)) 38, 39A, 39B, 46A1, 51A1
Agents: H. Patrick Walters James M. Scott (former) J. Knox Singleton Richard C. Magenheimer John Fitzgerald (nmi) William Todd McGovern Theodore P. Riche Thomas P. Bolton		

(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: April 25, 2011
 (enter date affidavit is notarized)

11237a

for Application No. (s): PCA 2000-SU-032-03
 (enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Fair Oaks Medical Plaza, L.P. Agents: Wayne E. Carroll David M. Anderson	c/o Mediplex Property Management, Inc. 3650 Joseph Siewick Drive, Suite 301 Fairfax, Virginia 22033-1710	Lessee of a portion of Tax Map 45-2 ((2)) 46A1
Fair Oaks Professional Building, L.P. Agents: Wayne E. Carroll David M. Anderson	c/o Mediplex Property Management, Inc. 3650 Joseph Siewick Drive, Suite 301 Fairfax, Virginia 22033-1710	Lessee of a portion of Tax Map 45-2 ((1)) 41L
SP II Fairfax, LLC Agents: Douglas F. Ray Richard D. Segal A. Donna Tookmanian	c/o Seavest Inc. 707 Westchester Avenue, Suite 401 White Plains, NY 10604	Lessee of a portion of Tax Map 45-2 ((1)) 41L3
Dewberry & Davis LLC Agents: Philip G. Yates Janice M. Cena Daniela G. Medek	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/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 Attachment to Par. 1(a)

DATE: April 25, 2011
 (enter date affidavit is notarized)

111237 a

for Application No. (s): PCA 2000-SU-032-03
 (enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
M.J. Wells & Associates, Inc. Agents: Robin L. Antonucci Robert T. Kohler	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Sittler Development Associates, LLC Agent: J. David Sittler	1856 Old Reston Avenue Reston, VA 20190	Consultant/Agent for Applicant
Wilmot Sanz, Inc. Agent: James C. Wilmot	18310 Montgomery Village Ave Suite 700 Gaithersburg, MD 20879	Architects/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. W. Bowyer Megan C. Rappolt 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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(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)
Inova Health Care Services
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Inova Health Care Services, formerly Inova Health System Hospitals, formerly Inova Hospitals, formerly Fairfax Hospital System, Inc., formerly Fairfax Hospital Systems, Inc., formerly Fairfax Hospital Association, is a non-stock, non-profit corporation, the sole member of which is Inova Health System Foundation. Inova Health System Foundation appoints the Board of Trustees of Inova Health Care Services

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

Officers: J. Knox Singleton, President; Charles H. Smith, III, Chairman; Lori Morris, Vice Chair; Charles Mann, Secretary; John F. Gaul, Asst Secretary; Gregory S. Shields, Asst Secretary; Richard C. Magenheimer, Treasurer
Board of Trustees: Mary Agee, Robert Ahmed, Charles E. Beard, Martha Calihan, Christopher Chiantella, Margaret Colon, Paula Darling, Jack C. Ebeler, Michael R. Frey, Maria V. Hopper, Betty Hudson, Gerald W. Hyland, Hooks Johnston, Al Khoury, Charles Mann, James McNeil, Dean Morehouse, Lori M. Morris, Carolyn Moss, Philip O. Nolan, Jon Peterson, Eric Reines, [continued next page]

(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: April 25, 2011
(enter date affidavit is notarized)

111 237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Inova Health Care Services [trustees, continued]
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

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)

=====
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Board of Trustees [continued]: Arnold Rosenblatt, Mary E. Schmidt, J. Knox Singleton, Charles H. Smith, III, Will Soza, Jill Stelfox, Shirley Travis, Robert Tsien
Former Board of Trustees: Lauren S. Garcia, Katherine K. Hanley, John Moynihan, Gary Nakamoto, John W. Ryan

=====
NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Inova Holdings, Inc.
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042-1210

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)
Inova Health System Foundation

=====
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Officers: J. Knox Singleton, President; Richard C. Magenheimer, Treasurer; John F. Gaul, Secretary
Directors; Stephen M. Cumbie, Richard C. Magenheimer, J. Knox Singleton

(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: April 25, 2011
(enter date affidavit is notarized)

111 237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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

Inova Health System Foundation
8110 Gatehouse Road
Falls Church, VA 22042

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)

Inova Health System Foundation, formerly Inova Health Systems Foundation, which was formerly Inova Health Systems, Inc., which was formerly Fairfax Hospital Association Foundation, which was formerly The Fairfax Hospital Association Foundation, is a non-stock, non-profit corporation.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.

President, Vice-President, Secretary, Treasurer, etc.)

Officers: J. Knox Singleton, CEO; Mark S. Stauder, President; Stephen M. Cumbie, Chairman, Carl L. Biggs, Secretary; John F. Gaul, Asst. Secretary; Gregory S. Shields, Asst. Secretary; Nicholas Carosi, III, Vice Chair, Richard C. Magenheimer, Asst. Treasurer & CFO; Lydia Thomas, Treasurer.

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

Inova Health System Foundation [trustees, continued]
8110 Gatehouse Road
Falls Church, VA 22042

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.)

Trustees: Carl L. Biggs, Nicholas Carosi, III, Margaret Colon, Stephen M. Cumbie, Jack C. Ebeler, Penelope A. Gross, Katherine K. Hanley, Paul Harbolick, Jr., Al Khoury; D. Mark Lowers; Alan G. Merten; Tony Nader; J. Knox Singleton; Charles H. Smith, III; Mark E. Stavish; Maura Sughrue; Lydia Thomas; Winston Ueno

(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(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, Thomas L. Dewberry, Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o Michael S. Dewberry II and 3 other 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: April 25, 2011
(enter date affidavit is notarized)

111 237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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 SHAREHOLDER: (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.)

=====

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

Sittler Development Associates, LLC
1856 Old Reston Avenue
Reston, VA 20190

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)

J. David Sittler

=====

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: April 25, 2011

111 237a

(enter date affidavit is notarized)

for Application No. (s): PCA 2000-SU-032-03

(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)

Fairfax Medical Corp. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)

Mediplex Medical Building Corp. (FORMER)
Mediplex Property Management, Inc.
Wayne E. Carroll
David M. Anderson

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.

President, Vice-President, Secretary, Treasurer, etc.)

Wayne E. Carroll, President
David M. Anderson, Vice President
Albert W. Seeley, Secretary (FORMER)

(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Mediplex Medical Building Corporation (FORMER)
5308 W. Plano Parkway
Plano, TX 75093-4821

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)
Albert W. Seeley, Mary E. Witt, Phillip Taylor (nmi), John Montgomery (nmi), Glenn Dean (nmi), Betty S. Bardige, Patricia S. Lieberman
Wendy S. Masi, Debra J. Segal Trust for the benefit of Debra J. Segal, Richard D. Segal, Raymond A. Lamontagne

=====
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)
Albert W. Seeley, President
Mary E. Witt, Vice President, Secretary/Treasurer
John Montgomery (nmi), Vice President
Phillip Taylor (nmi), Vice President

=====
NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Fair Oaks Medical Building, Inc. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)
Mediplex Medical Building Corp. (former)
Mediplex Property Management, Inc.
Wayne E. Carroll
David M. Anderson

=====
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)
Wayne E. Carroll, President
David M. Anderson, Vice President
Albert W. Seeley, Secretary (FORMER)

(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: April 25, 2011

111237a

(enter date affidavit is notarized)

for Application No. (s): PCA 2000-SU-032-03

(enter County-assigned application number (s))

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

Wilmot Sanz, Inc.
18310 Montgomery Village Avenue, Suite 700
Gaithersburg, MD 20879

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)

Rolando J. Sanz
James C. Wilmot
Craig M. Moskowitz

=====

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)

SP II Fairfax LLC c/o Seavest Inc.
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

Seavest Inc., Non-Member Manager
Inova Health Care Services, Member
Seavest Properties II, LLC, Member

=====

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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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

Seavest Inc.
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

Richard D. Segal, Douglas F. Ray, A. Donna Tookmanian

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

Richard D. Segal, Chairman & CEO; Douglas F. Ray, President & Secretary; A. Donna Tookmanian, Vice President

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

Seavest Properties II, LLC
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

SP II Family GP Partners, Member (there are more than 10 members but SP II Family GP Partners is the only member that owns more than 10% of SP II Fairfax, LLC through Seavest Properties II LLC)

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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)
Wayne E. Carroll
David M. Anderson
Mary M. Carroll

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Wayne E. Carroll, President; David M. Anderson, VP; Mary M. Carroll, Secretary/Treasurer

=====

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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(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)

Fair Oaks Medical Plaza, L.P. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Ste 301
Fairfax, VA 22033-1710

(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 Partner:
Fairfax Medical Corp.

Limited Partners:
Inova Health Care Services (formerly Fair Oaks Hospital)
Fourth Generation Partners
Mediplex Property Management, Inc.

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

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

Rezoning Attachment to Par. 1(c)

DATE: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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

Fair Oaks Professional Building, L.P. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Ste 301
Fairfax, VA 22033-1710

(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**)

General Partner:
Fair Oaks Medical Building, Inc.

Limited Partners:
Fourth Generation Partners
Inova Holdings, Inc.
Mediplex Property Management, Inc.

(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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

Fourth Generation Partners c/o Seavest Partners
707 Westchester, 4th Floor
White Plains, NY 10604

(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**)

- The 1981 Myla Kori Bardige Trust for the benefit of Myla Kori Bardige
- The 1981 Brenan Lyle Bardige Trust for the benefit of Brenan Lyle Bardige
- The 1987 Arran Brett Bardige Trust for the benefit of Arran Brett Bardige
- The 1981 Kenneth Michael Masi Trust for the benefit of Kenneth Michael Masi
- The 1982 Rachel Anne Masi Trust for the benefit of Rachel Anne Masi
- The 1981 Jennifer Christine Masi Trust for the benefit of Jennifer Christine Masi
- The 1991 Kathryn Alice Masi Trust for the benefit of Kathryn Alice Masi
- The 1982 Nicholas Adrian Segal Trust for the benefit of Nicholas Adrian Segal
- The 1984 Gregory Lyons Segal Trust for the benefit of Gregory Lyons Segal
- The 1986 Thomas Benjamin Segal Trust for the benefit of Thomas Benjamin Segal
- The 1989 Carolyn Mayer Segal Trust for the benefit of Carolyn Mayer Segal
- The 1985 Peter Andrew Lieberman Trust for the benefit of Peter Andrew Lieberman
- The 1987 Daniel Ryan Lieberman Trust for the benefit of Daniel Ryan Lieberman
- Betty S. Bardige
- Patricia S. Lieberman
- Wendy S. Masi
- Debra J. Segal Trust for the benefit of Debra J. Segal
- Raymona A. Lamontagne

(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

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

SP II Family GP Partners
707 Westchester, 4th Floor
White Plains, NY 10604

(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 Partner:
Richard D. Segal

Limited Partners:
Fourth Generation Partners
Patricia S. Lieberman
Debra J. Segal Trust ~f/b/o Debra J. Segal
Betty S. Bardige
Wendy S. Masi

(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(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: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(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.)

Supervisors Michael R. Frey and Gerald W. Hyland are both Trustees on the Inova Health Care Services Board.

Supervisor Penelope A. Gross is a Trustee on the Inova Health System Foundation Board.

(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) [X] 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)

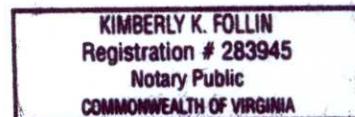
[X] Applicant [] Applicant's Authorized Agent
Sara V. Mariska, attorney/agent

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

Subscribed and sworn to before me this 25 day of April 2011, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011



Rezoning Attachment to Par. 3

DATE: April 25, 2011
(enter date affidavit is notarized)

111237a

for Application No. (s): PCA 2000-SU-032-03
(enter County-assigned application number (s))

Jon Peterson, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor John Cook.

Gerald W. Hyland, a member of the Fairfax County Board of Supervisors and a Trustee on the Inova Health Care Services Board donated in excess of \$100 to Chairman Sharon Bulova.

Chairman Sharon Bulova and Supervisors Penelope A. Gross, Patrick Herrity, Catherine M. Hudgins and Jeffrey C. McKay and their spouses attended the Inova Health System Foundation's 2010 Annual Gala with complimentary tickets having a face value in excess of \$100 each.

Stephen M. Cumbie, Chairman and Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Chairman Sharon Bulova and Supervisor John W. Foust.

Dean Morehouse, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor Patrick Herrity.

James M. Scott, a former agent for Inova Health Care Services, made a gift to Supervisor Michael R. Frey of baseball tickets with a value in excess of \$100.

(check if applicable)

There are more disclosures to be listed for Par. 3, and Par. 3 is continued further on a "Rezoning Attachment to Par. 3" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: April 25, 2011
 (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

111238a

in Application No.(s): SEA 84-C-076-09
 (enter County-assigned application number(s), e.g. SE 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 are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Inova Health Care Services Agents: H. Patrick Walters James M. Scott (former) J. Knox Singleton Richard C. Magenheimer John Fitzgerald (nmi) William Todd McGovern Theodore P. Riche Thomas P. Bolton	8110 Gatehouse Road, Suite 200, East Tower Falls Church, Virginia 22042	Applicant/Title Owner of Tax Map 45-2 (1) 41B1, 41L, 41L3, 41L4, 41L5 and 45-2 ((2)) 38, 39A, 39B, 46A1, 51A1

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

Special Exception Attachment to Par. 1(a)DATE: April 25, 2011
(enter date affidavit is notarized)

1112380

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Fair Oaks Medical Plaza, L.P. Agents: Wayne E. Carroll David M. Anderson	c/o Mediplex Property Management, Inc. 3650 Joseph Siewick Drive, Suite 301 Fairfax, Virginia 22033-1710	Lessee of a portion of Tax Map 45-2 ((2)) 46A1
Fair Oaks Professional Building, L.P. Agents: Wayne E. Carroll David M. Anderson	c/o Mediplex Property Management, Inc. 3650 Joseph Siewick Drive, Suite 301 Fairfax, Virginia 22033-1710	Lessee of a portion of Tax Map 45-2 ((1)) 41L
SP II Fairfax, LLC Agents: Douglas F. Ray Richard D. Segal A. Donna Tookmanian	c/o Seavest Inc. 707 Westchester Avenue White Plains, NY 10604	Lessee of a portion of Tax Map 45-2 ((1)) 41L3
Wilmot Sanz, Inc. Agent: James C. Wilmot	18310 Montgomery Village Ave Suite 700 Gaithersburg, MD 20879	Architects/Agent
Dewberry & Davis LLC Agents: Philip G. Yates Janice M. Cena Daniela G. Medek	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/Planners/Agent

(check if applicable)

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

Special Exception Attachment to Par. 1(a)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
M.J. Wells & Associates, Inc. Agents: Robin L. Antonucci Robert T. Kohler	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Sittler Development Associates, LLC Agent: J. David Sittler	1856 Old Reston Avenue Reston, VA 20190	Agent for Applicant
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. W. Bowyer Megan C. Rappolt 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 "Special Exception Attachment to Par. 1(a)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: April 25, 2011
(enter date affidavit is notarized)

111238 a

for Application No. (s): SEA 84-C-076-09
(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:

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip code) Inova Health Care Services
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Inova Health Care Services, formerly Inova Health System Hospitals, formerly Inova Hospitals, formerly Fairfax Hospital System, Inc., formerly Fairfax Hospital Systems, Inc., formerly Fairfax Hospital Association, is a non-stock, non-profit corporation, the sole member of which is Inova Health System Foundation.

(check if applicable) [X] There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit 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.

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111 238 a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Inova Holdings, Inc.
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042-1210

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)

Inova Health System Foundation

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

Inova Health System Foundation
8110 Gatehouse Road
Falls Church, VA 22042

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)

Inova Health System Foundation, formerly	formerly The Fairfax Hospital Association
Inova Health Systems Foundation, which	Foundation, is a non-stock, non-profit
was formerly Inova Health Systems, Inc.,	corporation.
which was formerly Fairfax Hospital	
Association Foundation, which was	

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111 238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

SP II Fairfax LLC c/o Seavest Inc.
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

Seavest Inc., Non-Member Manager
Inova Health Care Services, Member
Seavest Properties II, LLC, Member

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

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

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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, Thomas L. Dewberry, Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o Michael S. Dewberry II and 3 other minor children of Michael S. Dewberry)

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.

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111 238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Sittler Development Associates, LLC
1856 Old Reston Avenue
Reston, VA 20190

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)

J. David Sittler

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

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

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111 238 a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Fairfax Medical Corp. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)

Mediplex Medical Building Corp. (former)
Mediplex Property Management, Inc.
Wayne E. Carroll
David M. Anderson

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

Mediplex Medical Building Corporation [FORMER]
5308 W. Plano Parkway
Plano, TX 75093-4821

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)

Albert W. Seeley, Mary E. Witt, Phillip Taylor (nmi), John Montgomery (nmi), Glenn Dean (nmi), Betty S. Bardige, Patricia S. Lieberman, Wendy S. Masi,	Debra J. Segal Trust for the benefit of Debra J. Segal, Richard D. Segal, Raymond A. Lamontagne
--	---

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Fair Oaks Medical Building, Inc. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)

Mediplex Medical Building Corp. (former)
Mediplex Property Management, Inc.
Wayne E. Carroll
David M. Anderson

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

Wilmot Sanz, Inc.
18310 Montgomery Village Avenue, Suite 700
Gaithersburg, MD 20879

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)

Rolando J. Sanz
James C. Wilmot
Craig M. Moskowitz

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Seavest Inc.
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

Richard D. Segal, Douglas F. Ray,
A. Donna Tookmanian

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

Seavest Properties II, LLC
707 Westchester Avenue, Suite 401
White Plains, NY 10604

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)

SP II Family GP Partners, Member (there are more than 10 members but SP II Family GP Partners is the only member that owns more than 10% of SP II Fairfax, LLC through Seavest Properties II LLC)

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

Special Exception Attachment to Par. 1(b)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Suite 301
Fairfax, VA 22033-1710

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)

Wayne E. Carroll
David M. Anderson
Mary M. Carroll

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)

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(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, and number, street, city, state, and zip code)

Fair Oaks Medical Plaza, L.P. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Ste 301
Fairfax, VA 22033-1710

(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 Partner:
Fairfax Medical Corp.

Limited Partners:
Inova Health Care Services (formerly Fair Oaks Hospital)
Fourth Generation Partners
Mediplex Property Management, Inc.

(check if applicable) [x] There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit 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.

Special Exception Attachment to Par. 1(c)

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Fair Oaks Professional Building, L.P. c/o Mediplex Property Management, Inc.
3650 Joseph Siewick Drive, Ste 301
Fairfax, VA 22033-1710

(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)

General Partner:
Fair Oaks Medical Building, Inc.

Limited Partners:
Fourth Generation Partners
Inova Holdings, Inc.
Mediplex Property Management, Inc.

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

Special Exception Attachment to Par. 1(c)

DATE: April 25, 2011
(enter date affidavit is notarized)

111 238 a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

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

Fourth Generation Partners c/o Seavest Partners
707 Westchester, 4th Floor
White Plains, NY 10604

(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**)

- The 1981 Myla Kori Bardige Trust for the benefit of Myla Kori Bardige
- The 1981 Brenan Lyle Bardige Trust for the benefit of Brenan Lyle Bardige
- The 1987 Arran Brett Bardige Trust for the benefit of Arran Brett Bardige
- The 1981 Kenneth Michael Masi Trust for the benefit of Kenneth Michael Masi
- The 1982 Rachel Anne Masi Trust for the benefit of Rachel Anne Masi
- The 1981 Jennifer Christine Masi Trust for the benefit of Jennifer Christine Masi
- The 1991 Kathryn Alice Masi Trust for the benefit of Kathryn Alice Masi
- The 1982 Nicholas Adrian Segal Trust for the benefit of Nicholas Adrian Segal
- The 1984 Gregory Lyons Segal Trust for the benefit of Gregory Lyons Segal
- The 1986 Thomas Benjamin Segal Trust for the benefit of Thomas Benjamin Segal
- The 1989 Carolyn Mayer Segal Trust for the benefit of Carolyn Mayer Segal
- The 1985 Peter Andrew Lieberman Trust for the benefit of Peter Andrew Lieberman
- The 1987 Daniel Ryan Lieberman Trust for the benefit of Daniel Ryan Lieberman
- Betty S. Bardige
- Patricia S. Lieberman
- Wendy S. Masi
- Debora J. Segal Trust for the benefit of
- Debra J. Segal
- Raymona A. Lamontagne

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(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 "Special Exception Attachment to Par. 2" form.

SPECIAL EXCEPTION AFFIDAVIT

11/238a

DATE: April 25, 2011
(enter date affidavit is notarized)

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.)

Supervisors Michael R. Frey and Gerald W. Hyland are both Trustees on the Inova Health Care Services Board.

Supervisor Penelope A. Gross is a Trustee on the Inova Health System Foundation Board.

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 "Special Exception 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

Applicant's Authorized Agent

Sara V. Mariska, attorney/agent

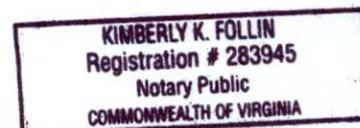
(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 25 day of April, 2011, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin

Notary Public

My commission expires: 11/30/2011



Special Exception Attachment to Par. 3

DATE: April 25, 2011
(enter date affidavit is notarized)

111238a

for Application No. (s): SEA 84-C-076-09
(enter County-assigned application number (s))

Jon Peterson, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor John Cook.

Gerald W. Hyland, a member of the Fairfax County Board of Supervisors and a Trustee on the Inova Health Care Services Board donated in excess of \$100 to Chairman Sharon Bulova.

Chairman Sharon Bulova and Supervisors Penelope A. Gross, Patrick Herrity, Catherine M. Hudgins and Jeffrey C. McKay and their spouses attended the Inova Health System Foundation's 2010 Annual Gala with complimentary tickets having a face value in excess of \$100 each.

Stephen M. Cumbie, Chairman and Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Chairman Sharon Bulova and Supervisor John W. Foust.

Dean Morehouse, a Trustee on the Inova Health Care Services Board, donated in excess of \$100 to Supervisor Patrick Herrity.

James M. Scott, a former agent for Inova Health Care Services, made a gift to Supervisor Michael R. Frey of baseball tickets with a value in excess of \$100.

(check if applicable)

There are more disclosures to the listed for Par. 3, and Par. 3 is continued further on a "Special Exception Attachment to Par. 3" form.

Timothy S. Sampson
 (703) 618-4135
tsampson@arl.thelandlawyers.com


**WALSH COLUCCI
 LUBELEY EMRICH
 & WALSH PC**

April 15, 2011

RECEIVED
 Department of Planning & Zoning
 APR 19 2011
 Zoning Evaluation Division

By U.S. Mail

Barbara C. Berlin, Director
 Fairfax County Department of Planning & Zoning
 Zoning Evaluation Division
 12055 Government Center Parkway, Suite 801
 Fairfax, Virginia 22035

Re: RZ 2011-SU-004, PCA 2000-SU-032-03 and SEA 84-C-076-09
Applicant: Inova Health Care Services

Dear Ms. Berlin:

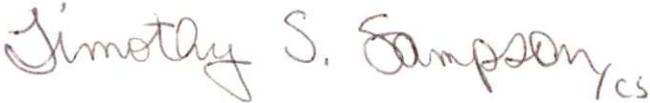
Please allow this letter to supplement the statement of justification dated February 2, 2011 filed in support of the above-referenced Applications.

Specifically, numbered paragraph 2.b. of the statement of justification addresses the proposed relocation of an approved 22,000 square foot hospital addition from the west side of the existing hospital building to the south side. Further development of that portion of the project has revealed that the addition will be slightly larger, consisting of up to 28,000 square feet of GFA with a maximum building height of 35 feet (rather than the 32 feet originally conceived). The larger addition is reflected on the latest development plan, and I wanted to update our statement of justification to remain consistent with that.

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

Very truly yours,

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



Timothy S. Sampson

cc: (by email) William O'Donnell
 Todd McGovern
 David Sittler



Timothy S. Sampson
(703) 618-4135
tsampson@arl.thelandlawyers.com

WALSH COLUCCI
LUBELEY EMRICH
& WALSH PC

February 2, 2011

RECEIVED
Department of Planning & Zoning

FEB 07 2011

Zoning Evaluation Division

By Hand Delivery

Barbara C. Berlin, Director
Fairfax County Department of Planning & Zoning
Zoning Evaluation Division
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035

**Re: Rezoning, Proffered Condition Amendment and Special Exception
Amendment Applications for Inova Fair Oaks Hospital**

**Tax Map Parcels 45-2 ((1)) 41B1, 41L, 41L3, 41L4 and 41L5 and 45-2 ((2))
38, 39A, 39B, 46A1 and 51A1 (the "Application Property")**

Applicant: Inova Health Care Services

Dear Ms. Berlin:

Please accept this letter as a statement of justification in support of Rezoning, Proffered Condition Amendment and Special Exception Amendment applications (collectively, the "Applications") for the above-referenced Application Property.

The Applicant and its affiliates are the title owners of the Application Property. With the exception of Parcel 45-2 ((2)) 51A1, the Application Property is zoned to the C-3 District and is subject to both PCA 2000-SU-032-2 and SEA 84-C-076-8. Parcel 45-2 ((2)) 51A1 is zoned to the R-1 District. The Rezoning application proposes to rezone Parcel 45-2 ((2)) 51A1 from the R-1 District to the C-3 District. The Proffered Condition Amendment and Special Exception Amendment applications propose to incorporate Parcel 45-2 ((2)) 51A1 into the approved development plan for the Inova Fair Oaks Hospital Campus ("IFOH Campus"), and to provide for certain new development on the IFOH Campus in conformance with the Fairfax County Comprehensive Plan.

The IFOH Campus is currently developed with 373,773 square feet of hospital gross floor area ("GFA"); 254,985 gross square feet of medical office buildings (a total of three existing medical office buildings); a 68,454 gross square foot assisted living facility; a 9,380 gross square foot child care center; and other hospital-related uses. Parcel 45-2 ((2)) 51A1 is improved with a single family residential structure which will remain for the near term.

The Applications propose future hospital and medical office building development on the IFOH Campus in conformance with the recently (February 2010) adopted amendments to the Comprehensive Plan. The medical office building development is anticipated in a first phase of

PHONE 703 528 4700 ■ FAX 703 525 3197 ■ WWW.THELANDLAWYERS.COM
COURTHOUSE PLAZA ■ 2200 CLARENDON BLVD., THIRTEENTH FLOOR ■ ARLINGTON, VA 22201-3359

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ATTORNEYS AT LAW

construction to be completed in 2013, and the hospital development is anticipated in a second (and possibly third or more) phase(s), the timing of which is uncertain at this time.

The Application Property is located within the Lee-Jackson Community Planning Sector (UP8) of the Upper Potomac Planning District, within Area III of the Comprehensive Plan. Among other things, the Comprehensive Plan recommendations for the Application Property provide for development of hospital and medical office uses up to 0.35 floor area ratio ("FAR"), with a provision that medical office buildings be limited to a total of 370,000 square feet of GFA. The Comprehensive Plan restricts building height to a maximum of 100 feet for the main hospital buildings and additions thereto; all other buildings are limited to a maximum of 60 feet in height. The Comprehensive Plan sets forth a number of recommendations to mitigate the impacts of development on the IFOH Campus and to address traffic circulation, impacts and management. These Applications propose development that is consistent with the Comprehensive Plan recommendations.

The details of the proposed development are set forth on the enclosed Generalized Development Plan Amendment/Special Exception Amendment Plat (the "GDPA/SEA Plat"). In summary, the Applications propose the following:

1. **MOB IV.** The Applications propose the construction of a new, fourth, medical office building ("MOB IV"), consisting of up to 90,000 square feet of GFA. This would result in a total of 344,985 square feet of GFA among the four medical office buildings on the IFOH Campus, still well within the maximum 370,000 square feet of medical office building GFA as recommended in the Comprehensive Plan. In addition, it is anticipated that MOB IV would include a cellar of approximately 25,000 square feet that is not considered GFA; however, the cellar floor area will be included in parking space and traffic generation calculations.

MOB IV will house a new oncology center to provide radiation therapy services. The services are currently provided as part of the oncology services program provided at Inova Fairfax Hospital. The addition of these services to the IFOH Campus will allow the Applicant to better disperse radiation therapy services between the two hospital campuses and thereby provide services in greater proximity to more patients. The introduction of the services at the IFOH Campus will allow patients in the western portion of the County to have treatment closer to home which also has the related benefit of reducing cross-County vehicle trips.

The Applicant anticipates that the balance of the space within MOB IV will be utilized by a combination of uses including hospital administration programs, physician offices and hospital related and accessory service uses such as a pharmacy and/or a delicatessen. MOB IV will be limited to 60 feet in building height in conformance with the Comprehensive Plan, and the architecture will reflect the campus theme.

A Certificate of Public Need has been approved to allow the relocation of these services, and construction of MOB IV is expected to begin as soon as possible following approval

of all required permits. It is anticipated that the MOB IV will be constructed and open for use by mid-2013.

2. **Hospital Expansion.** The Applications propose the construction of several additions to the Hospital as outlined below. The timing of the hospital expansions is uncertain at this time. For purposes of the Chapter 527 traffic analysis the expansions are presumed to be constructed by 2019.

- a. The approved development plan and proffers provide for a 160,000 gross square foot hospital bed tower expansion to the north of the existing hospital. These Applications propose to enlarge the footprint of the approved bed tower and increase its gross floor area by 39,175 square feet, for a total of 199,175 square feet. The expanded building footprint will remain entirely within the developed footprint of the IFOH Campus, mostly within existing developed parking areas, and therefore will not encroach into existing buffers or setbacks to neighboring properties.

The future program for the hospital anticipates a conversion to 100% private rooms. There are currently 182 licensed beds on the IFOH Campus located among 146 private rooms (146 beds) and 18 semi-private rooms (36 beds). The future program for the hospital anticipates an additional 90 licensed beds, for a future total of 272 licensed beds in an all private-room hospital.

The development plan and the Chapter 527 analysis reflect the totality of the future bed tower expansion and the anticipation that the IFOH Campus will house a total of 272 licensed beds in the future. As set forth in Development Condition # 9 associated with SEA 84-C-078-08, it is understood that no new licensed beds (above the 182 currently licensed) will be installed prior to approval of a Certificate of Public Need.

It is important to note that approximately 35% of the total future additional hospital gross floor area proposed is being provided as a "quality of care" area increase to existing facilities. This "quality of care" area increase reflects, primarily, the conversion of existing semi-private rooms into private rooms. These conversions have been demonstrated to improve patient care and minimize the spread of disease and infection, and similar conversions are being implemented at major hospitals throughout the region and beyond. From a land use perspective, the effect is that there is more building floor area devoted to the same number of hospital beds, patients, doctors, nurses, staff and visitors. Accordingly, at the IFOH Campus, there will be no increase in impacts related to intensity of use (vehicle trips, parking, etc) resulting from 35% of the proposed future hospital expansion.

- b. The approved development plan and proffers provide for a 22,000 gross square foot hospital expansion on the west side of the existing hospital building. These

Applications propose to relocate that expansion to the south side of the existing hospital building. The addition will accommodate the expansion of the existing kitchen and dining areas and other hospital-related services. The addition will have a maximum building height of approximately 32 feet and will contain approximately 22,000 square feet of gross floor area as was previously approved.

- c. These Applications propose a 59,200 gross square foot hospital addition to the northeast portion of the existing hospital. This area is proposed to house additional hospital services. The expansion area is located entirely within the existing developed footprint of the IFOH Campus and therefore will not encroach into existing buffers or setbacks to neighboring properties.
 - d. These Applications propose a number of minor other adjustments, including (i) a 2,850 gross square foot grounds building expansion; (ii) the removal of temporary trailers consisting of 3,080 gross square feet; and (iii) the removal of a mobile catheterization lab consisting of 640 gross square feet.
3. **Parking.** Parking on the IFOH Campus is currently provided by a combination of surface and structured parking. The Applications propose the construction of the following new parking areas:
- a. **Surface Parking.** The Applications propose the construction of additional surface parking on the northwestern portion of the IFOH Campus, as an extension of the existing surface parking area onto Tax Map Parcel 51A1. This new surface parking area will be constructed in the first phase of the expansion project and will be available for use upon the occupancy of MOB IV. The Applications also reflect a possible future surface parking expansion on the eastern portion of the campus near the helistop which will be implemented if and to the extent future conditions require.
 - b. **Structured Parking.** The Applications also propose the construction of two additions to the existing 5-level parking garage in two locations: (i) an approved but as of yet unbuilt parking garage addition which would contain approximately 250 spaces in five levels to be located on the northern side of the existing garage; and (ii) an addition of approximately 736 spaces in five levels to be located on the western side of the existing garage. Construction of the new garage additions will be phased to occur with future hospital expansion phase(s) as required to meet parking demand.
4. **Vehicular Access.** There are currently two vehicular access points to the IFOH Campus, one from Ox Trail and the other from Alder Woods Drive. Both access points intersect the internal hospital boulevard known as Joseph Siewick Drive. The Comprehensive Plan provides that a new, full movement, vehicular access point from the IFOH Campus to Rugby Road may be provided under certain conditions. The Applications propose a new access point in keeping with those conditions. The concept of the new access point is to allow for a more efficient distribution of IFOH Campus vehicle trips to and from the

surrounding road network. Construction of the new access will occur prior to or concurrent with future hospital expansion phase(s). With respect to the new access point, the Chapter 527 Study concludes the following:

- a. The new access will substantially improve the overall level of service at the Rugby Road/Alder Woods Drive intersection;
 - b. In particular, the new access will substantially improve the westbound, left turn from Alder Woods Drive onto Rugby Road in the PM peak hour; and
 - c. The new entrance will also improve key turning movements at the unsignalized intersections of (i) Joseph Siewick Drive/Alder Woods Drive; and (ii) Joseph Siewick Drive/Ox Trail.
5. **Elimination of Existing Proffer for Rugby Road/Alder Woods Drive.** Existing Proffer 3.E. for the IFOH Campus sets forth a commitment to restripe westbound Alder Woods Drive at the Rugby Road intersection to provide a dedicated left turn lane and a shared left/through/right turn lane. The timing of implementation of this Proffer was the subject of a Zoning Determination dated May 20, 2010. The Applications propose to eliminate that proffered commitment for the following reasons:
- a. The purpose of Proffer 3.E. was to improve the westbound, left turn from Alder Woods Drive onto Rugby Road in the PM peak hour. As described above, however, the addition of the new access point to the IFOH Campus would serve that purpose, in addition to the other benefits the new access would provide; and
 - b. Implementing the restriping required by Proffer 3.E. would have negative implications including (i) signal modifications to the detriment of vehicle movements on eastbound Alder Woods Drive (i.e. those exiting the Fair Oaks Glen community and other residences on the northwest side of Rugby Road); and (ii) the elimination of a crosswalk. Further, the Applicant believes that the restriping required by the proffer would not be approved by VDOT given current design requirements and geometric constraints.

The following criteria are set forth pursuant to Paragraph 7 of Section 9-011 of the Zoning Ordinance with respect to the Special Exception Application.

A. Type of Operation: Medical care facilities.

B. Hours of Operation: 24 hours per day; 7 days per week.

C/D. Estimated number of new patients, visitors and employees: The proposed hospital expansion will generate additional patients, doctors, nurses, staff and visitors in proportion to the respective uses on the IFOH Campus today and taking into consideration the "quality of care" increase as described herein.

E. Estimate of Traffic Impact: The Applicant has submitted a Chapter 527 Traffic Study pursuant to Virginia Department of Transportation regulations which comprehensively addresses the traffic impacts of the proposed expansion. In summary, operations at the intersection of Fairfax County Parkway and Rugby Road are currently constrained and have been for many years. Infrastructure projects in the vicinity, including the recent widening of Rugby Road by the Applicant and the current widening of the Fairfax County Parkway by VDOT have and will continue to help mitigate the impacts of both future development at the IFOH Campus and area-wide growth. Despite existing congestion, a comparison of traffic analyses over the years reveals that the operation of the intersection forecast for 2019 is an improvement compared to that experienced in 2001.

F. Vicinity or general area to be served: Western Fairfax County.

G. Description of building façade and architecture of new buildings: The façade and architecture of the new buildings will be consistent in character and style with the recent hospital additions and medical office buildings constructed at the IFOH Campus.

H. List of hazardous materials: See Note 10 on the GDPA/SEA Plat.

I. Statement of conformance with regulations: See Note 28 on the GDPA/SEA Plat.

In summary, the Applications propose development in conformance with the recommendations of the Comprehensive Plan and are well justified by the Applicant's continuing need to provide the highest level of health care services in response to the ever-evolving needs of the community.

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

Very truly yours,

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

Timothy S. Sampson by Elm

Timothy S. Sampson

PROFFERS

INOVA HEALTH CARE SERVICES/FAIR OAKS HOSPITAL CAMPUS

PCA 2000-SU-032-2

January 31, 2006

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950 as amended, Inova Health Care Services (hereinafter referred to as the "Applicant") for the owners, themselves, successors and assigns in PCA 2000-SU-032-2 (the "Application") filed for property identified as Tax Map 45-2 ((1)) 41B and 41L and 45-2 ((2)) Parcels 38, 39A, 39B and 46A (the "Application Property") agrees to the following proffers provided that the Board of Supervisors approves the Application and the companion SEA 84-C-076-8. In the event the Application and SEA 84-C-076-8 are approved, these proffers shall supercede and replace any previous proffers for the Application Property.

1. Development Plan. Development of the Application Property shall be in substantial conformance with the Generalized Development Plan Amendment/Special Exception Plat Amendment Plat ("GDPA/SEA") prepared by Dewberry & Davis LLC dated July 22, 2005 and revised through January 12, 2006 consisting of 8 sheets, as the same may be amended by Special Exception Amendment approval pursuant to Proffer #21 herein.
2. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDPA/SEA may be permitted as determined by the Zoning Administrator. At time of site plan approval, the Applicant shall have the flexibility to modify the layout shown for the improvements proposed by this Application on the GDPA/SEA without requiring approval of an amended GDPA/SEA, provided such changes are in substantial conformance with the GDPA/SEA as determined by the Zoning Administrator, and neither increase the total amount of gross floor area, decrease the amount of open space or the amount of required parking, nor materially adjust the points of access, setbacks and limits of clearing and grading shown on the GDPA/SEA.
3. Rugby Road.
 - A. Dedication. Unless it has already been completed, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors right-of-way up to 94 feet from the existing western right-of-way line of Rugby Road and Ox Trail along the Application Property's frontage as shown on the Generalized Development Plan/Special Exception Amendment Plat approved pursuant to RZ 2000-SU-032, as approved by the Virginia Department of Transportation ("VDOT") and Department of Public Works and Environmental Services ("DPWES").

- B. Traffic Signal. Unless it has already been completed, the Applicant shall construct a traffic signal at the intersection of Rugby Road and Alder Woods Drive, as approved by the Fairfax County Department of Transportation ("DOT") and VDOT.
 - C. Transportation Demand Management (TDM). In consultation with Fairfax County Department of Transportation staff, the Applicant shall explore and implement the use of mass transit and/or ridesharing techniques for the employees of the Fair Oaks Hospital campus. The Applicant shall conduct a survey to identify which travel demand strategies may be most effective. The Applicant shall promote ride-sharing and transit use by displaying information material in areas where such information is likely to be seen by the various users of the campus, including hospital staff, medical office building employees and the general public. The Applicant shall designate an employee transportation coordinator to coordinate the TDM program for the hospital and office buildings.
 - D. Construction. Unless it has already been completed, the Applicant shall construct a half-section of a four (4) lane divided roadway along the Application Property's Rugby Road frontage between the Fairfax County Parkway and Misty Creek Lane as shown on Site Plan # 3624-SP-06.
 - E. Alder Woods Road. Unless it has already been completed, the Applicant shall restripe westbound Alder Woods Drive at the Rugby Road intersection to provide a dedicated left turn lane and a shared left/through/right turn lane as approved by VDOT and DOT.
 - F. Emergency Access Road. If and when deemed necessary by the Applicant, the Applicant reserves the right, subject to approval by DPWES and VDOT, to construct an emergency access road between the Fairfax County Parkway and Alder Woods Drive, in conformance with the approved plans for the Fairfax County Parkway, which will align with the site entrance on Alder Woods Drive. If required by VDOT, the Applicant will provide a traffic signal at the intersection of such emergency access road and Alder Woods Drive.
4. Density Credit. Density credit shall be reserved for the Application Property as permitted by the provisions of Paragraph 4 of Section 2-308 of the Fairfax County Zoning Ordinance for all dedications described herein and/or on the GDPA/SEA or as may be reasonably required by Fairfax County or VDOT at time of site plan approval. Specifically, but without limitation, density credit has been and shall

continue to be reserved for a total of 10.3053 acres of land previously dedicated to the Board of Supervisors and the Fairfax County Park Authority.

5. Storm Water Management. The Applicant shall provide storm water management (SWM) and Best Management Practices (BMPs) in the locations as generally shown on the GDPA/SEA as approved by DPWES. The areas in and adjacent to both the existing SWM/BMP facility shown on the GDPA/SEA adjacent to the Alder Woods Drive/Rugby Road intersection and the existing linear drainageway and possible SWM/BMP facility as shown on the GDPA/SEA on the southeast side of Alder Woods Drive will be landscaped in accordance with the GDPA/SEA. The Applicant will incorporate one or more Low Impact Development facilities, such as the possible infiltration trench(es) as generally shown on the GDPA/SEA, to minimize the impact of the improvements proposed by this Application. The Applicant will maintain the SWM/BMP dry pond located adjacent to the Alder Woods Drive/Rugby Road intersection and the existing stormwater detention facility located in the northeastern quadrant of Alder Woods Drive and Joseph Siewick Drive.

6. Siltation and Erosion Control. In order to minimize siltation and erosion impacts downstream of the Application Property, the Applicant agrees to the following measures:
 - A. Prior to and for the duration of any land disturbing activity, the Applicant will install super-silt fencing in specific location(s) as approved by DPWES.
 - B. Prior to and for the duration of any land disturbing activity, the Applicant will install super-silt fencing in location(s) as approved by DPWES to prohibit silt from accumulating in the SWM/BMP dry ponds during construction.
 - C. To monitor and maintain the erosion controls and the SWM/BMP dry ponds during the course of construction to ensure their proper function.
 - D. To stabilize the existing outfall channel from the Application Property located on Tax Map 45-2 ((2)) 38, 39A and 39B, as approved by DPWES
 - E. Following completion of construction of the proposed improvements represented on the GDPA/SEA, the Applicant shall inspect the on-site SWM/BMP ponds as well as the off-site pond located on property identified as Tax Map 45-2 ((2)) 20 and remove any excess silt accumulated in such ponds as a result of such construction activity as determined by DPWES. The Applicant further agrees to restore any portion of such off-site property that is damaged or disturbed as a result of such clean-up efforts to a condition

equal to or better than that existing prior thereto as determined by Urban Forestry Management.

7. Limits of Clearing and Grading. The Applicant shall conform to the limits of clearing and grading shown on the GDPA/SEA subject to the installation of trails and utility lines, if necessary, as approved by DPWES. The trails and utility lines located within areas protected by the limits of clearing and grading shall be located and installed in the least disruptive manner possible, as determined by Urban Forest Management ("UFM"). A replanting plan shall be developed and implemented, as approved by the UFM, for any areas within the areas protected by the limits of clearing and grading that must be disturbed.
8. Parking Lot Lighting. Parking lot lighting for the proposed uses will be designed and located in accordance with the standards set forth in Part 9 of Article 14 of the Zoning Ordinance in effect at the time of site plan approval for each proposed building. The light standards for the assisted living facility will be generally in character to the one that is represented on Sheet 4 of the GDPA/SEA. The light standards constructed with the improvements proposed by this Application will be like those in the existing parking lots as demonstrated to DPWES at the time of site plan approval. All proposed exterior pole-mounted lighting fixtures shall be a maximum height of fifteen (15) feet from ground to top of fixture.
9. Trash Dumpsters. All proposed trash dumpsters will be screened by a combination of brick walls, a gate and evergreen plantings as may be approved by the UFM.
10. Accessible Parking Spaces. Accessible parking spaces will be located in a convenient and accessible location adjacent to the entrances to the buildings and in accordance with the provisions set forth in the Public Facilities Manual.
11. Rugby Road Buffer. In order to provide effective year round screening between the single family residences on the west side of Rugby Road and the proposed hospital facilities, a buffer of existing vegetation and supplemental plantings consisting of 115-120 feet in width (the "Rugby Road Buffer") shall be provided along the Application Property frontage of Rugby Road, except in the location of the existing child care center, as shown on the GDPA/SEA. Signs, trails and utilities that will be installed within this buffer area will be located and designed to minimize impact to existing vegetation as determined by the UFM. A replanting plan shall be developed and implemented, as approved by UFM, for any area that must be disturbed for a trail or utilities.

During construction adjacent to the Rugby Road buffer, the Rugby Road Buffer shall

be protected by temporary fencing, a minimum of four (4) feet in height, placed around the area of any proposed construction. The fencing shall be installed prior to any work being conducted on the Application Property adjacent to the Rugby Road Buffer.

12. Transitional Screening Yards. In addition to the Rugby Road Buffer, the Applicant shall maintain the transitional screening yards and barriers shown on the GDPA/SEA, including, without limitation, the existing buffer and fence adjacent to the Fairfax County Park Authority property to the south of the Application Property (Tax Map 45-2 ((1)) 42) and the proposed buffer to the eastern property line as shown on the GDPA/SEA. Such screening yards/buffer areas shall consist of existing vegetation which will be supplemented as generally shown on the GDPA/SEA, and approved by UFM.
13. Building Height. The heights of the buildings will not exceed the heights as represented on the GDPA/SEA. Rooftop mechanical structures to include penthouses will not extend more than twelve (12) feet above the roof line. All rooftop mechanical equipment shall be screened from view at the periphery of the Application Property. No antennae will be located on building rooftops other than the main hospital building and additions thereto, except as may be required for public safety purposes.
14. Building Design/Use. In order to maintain a coordinated architectural theme, the building materials for the assisted living facility shall include, but not be limited to, brick and vinyl siding. In order to maintain a coordinated architectural theme, the building improvements proposed by this Application will have an architectural design, character and colors that are similar to and comparable with the existing hospital and the existing medical office buildings as demonstrated to DPWES at the time of site plan approval. The use of the medical office buildings will be limited to medical-related uses and accessory service uses as permitted by Article 10 of the Zoning Ordinance.
15. Garage Design. The western façade of the proposed parking structure will have an architectural design similar to the concept shown on Sheet 4 of the GDPA/SEA. Landscaping will be provided at the base of the western façade of the parking structure as shown on the GDPA/SEA.
16. Signs. Signs accessory to the proposed uses will be in accordance with the provisions set forth in Article 12 of the Zoning Ordinance and as approved by SEA 84-C-076-7. In order to provide coordinated signage, a comprehensive signage program will be developed in conjunction with the development of the medical office

building proposed by this Application for the entire campus that will be designed for the safety, convenience and direction of the visiting public.

17. Access. There shall be no direct access to the Application Property from Rugby Road. However, the Applicant reserves the right to utilize one of the driveways associated with the former single-family dwellings located on the Application Property along Rugby Road for construction access for heavy-equipment vehicles only. However, there shall be no additional clearing within the Rugby Road Buffer for the construction access. Furthermore, the driveway shall be restored to encourage regeneration of plant material after construction is completed.
18. Park Dedication. If requested by the Fairfax County Park Authority ("FCPA") by the time of final site plan approval for the medical office building proposed by this Application, the Applicant shall dedicate and convey in fee simple to the FCPA for public park purposes Tax Map 45-2 ((2)) Parcels 38, 39A and 39B, subject to a reservation for the right of the Applicant to provide a SWM/BMP facility within this area as approved by DPWES. In the event that this area is not dedicated to the FCPA, the Applicant shall maintain this area as open space, subject to the right of the Applicant to provide a SWM/BMP facility within this area.
19. Design Detail. The design details shown on Sheet 4 submitted with the GDPA/SEA are provided to illustrate the design intent of the proposed development. Landscaping and onsite amenities shall be generally consistent in terms of character and quantity with the illustrations and details presented on that sheet. Specific features such as locations of plantings, sidewalks etc. are subject to modification with final engineering and architectural design. The Applicant shall submit a detailed landscape plan in conjunction with the site plan(s) for review and approval by UFM.
20. Heritage Resources. In the event a SWM/BMP facility is necessary to be located on Tax Map 45-2 ((2)) 38, 39A, 39B, the Applicant shall contract for a Phase II archaeological survey for the area to be disturbed for said SWM/BMP facility. If a Phase III archaeological study is found necessary by the County archaeologist, that study shall be performed by the Applicant, provided the performance of said survey does not interfere with or delay the Applicant's construction schedule. The cost of both of the Phase II and Phase III archaeological studies shall not exceed the sum of \$20,000.00.
21. Special Exception Amendment. Notwithstanding the GDPA/SEA is presented on one set of plans, the Applicant reserves the right to file for only special exception amendment(s) from the Board of Supervisors in the future in accordance with Sect. 9-014 of the Zoning Ordinance, without filing for an amendment to the Generalized

Development Plan so long as the floor area ratio is not increased and all proffered conditions are satisfied.

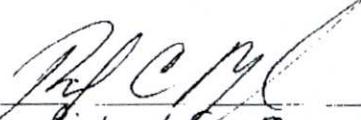
22. Child Care Center.
 - A. The child care center shall be used exclusively by the children of employees and physicians of Inova Health Care Services.
 - B. The maximum number of children at any one time within the facility shall be 150 (with a maximum daily enrollment of 200) and there shall be a maximum of 40 total employees on-site at any one time.
 - C. The hours of operation shall be limited to 6:00 a.m. to 8:00 p.m., Monday through Friday. The operator of the child care center shall not allow children to play in the outdoor area before 9:00 a.m.
 - D. Access to the site shall only be provided through the adjacent hospital site with no direct access onto Ox Trail
23. Successor and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.
24. 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 but one and the same instrument.

[SIGNATURE PAGES TO FOLLOW]

PROFFERS
PCA 2000-SU-032-2

APPLICANT/TITLE OWNER OF TAX MAP
45-2 ((2)) 38, 39A, 39B, 46A and 45-2 ((1)) 41B
and 41L.

INOVA HEALTH CARE SERVICES


By: Richard E. Magenheim
Its: Chief Financial Officer

[SIGNATURES CONTINUE NEXT PAGE]

PROFFERS
PCA 2000-SU-032-2

LESSEE OF A PORTION OF TAX MAP
45-2 ((1)) 46A pt.

FAIR OAKS MEDICAL PLAZA, L.P.

By: Fairfax Medical Corp., its General Partner

By: Wayne F. Cannon
Its: Wayne Cannon
President

[SIGNATURES CONTINUE ON NEXT PAGE]

PROFFERS
PCA 2000-SU-032-2

LESSEE OF A PORTION OF TAX MAP
45-2 ((1)) 41B

FAIR OAKS PROFESSIONAL BUILDING, L.P.

By: Fair Oaks Medical Building, Inc., its General
Partner

By: Wynne E. Carroll
Its: Wynne E. Carroll
General Partner, President

[SIGNATURES END]



County of Fairfax, Virginia

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

APPENDIX 8

May 4, 2006

Timothy S. Sampson, Esquire
Walsh, Colucci, Lubeley, Emrich & Terpak, PC
2200 Clarendon Boulevard, 13th Floor
Arlington, Virginia 22201-3359

Re: Special Exception Amendment Application Number SEA 84-C-076-08
(Concurrent with PCA 200-SU-032-02)

Dear Mr. Sampson:

At a regular meeting of the Board of Supervisors held on May 1, 2006, the Board approved Special Exception Amendment Application Number SEA 84-C-076-08 in the name of INOVA Health Care Services, to amend SE 84-C-076, Tax Map 45-2 ((1)) 41B and 41L and 45-2 ((2)) Parcels 38, 39A, 39B and 46A previously approved for use as a medical care facilities, including an assisted living facility for the elderly and child care center, pursuant to Section 4-304 of the Fairfax County Zoning Ordinance, to permit a construction of building additions and other site modifications by requiring conformance with the following development conditions. (An asterisk indicates development conditions that have been carried forward unchanged from the previous approval).

General:

1. This Special Exception Amendment is granted for and runs with the land indicated in this application and is not transferable to other land. *
2. This Special Exception Amendment is granted only for the purpose(s), structure(s) and/or use(s) indicated on the Special Exception Amendment Plat approved with the application, as qualified by these development conditions. *
3. This Special Exception Amendment is subject to provisions of Article 17, Site Plans, as may be determined by DPWES. Any plan submitted pursuant to this Special Exception Amendment shall be in conformance with the approved Special Exception Amendment Plat, entitled, "Generalized Development Plan Amendment/Special Exception Amendment, INOVA Fair Oaks Hospital Campus, prepared by Dewberry and Davis which is dated July 2, 2005, and revised through January 12, 2006. Minor modifications to the approved special exception may be permitted pursuant to Paragraph 4 of Section 9-004 of the Zoning Ordinance.

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

Phone: 703-324-3151 ♦ Fax: 703-324-3926 ♦ TTY: 703-324-3903
Email: clerktothebos@fairfaxcounty.gov
<http://www.fairfaxcounty.gov/bosclerk>

4. Best Management Practices (BMP) facilities, such as, but not limited to, the existing dry pond, bioretention or other facilities indicated on the Special Exception Amendment Plat, designed to meet the Best Management Practices (BMP) requirements of the Water Supply Protection Overlay District (WSPOD) for runoff from the subject site, shall be provided as determined by the Director, DPWES. These measures may also include contribution to regional pond C-44 as determined by DPWES in accordance with the County's pro rata share program for off-site drainage improvements adopted by the Board of Supervisors. In order to preserve as much as possible of the site in its natural state, the applicant shall explore with DPWES the use of an embankment-only facility or other water quality measure(s) which will cause the least amount of disturbance to the existing vegetation as determined by DPWES.

The Applicant agrees that the amendments to the Public Facilities Manual Section 6-0200, et seq., adopted by the Fairfax County Board of Supervisors on February 6, 2006, effective February 7, 2006, will be applicable to site plans for the subject property submitted subsequent to May 1, 2006 and that the subject property will not thereafter be exempted by the grandfathering provisions of the referenced PFM ordinance amendment or otherwise exempted from the application of the referenced PFM ordinance amendment.*

5. The bed of the existing stormwater best management practice facility situated on the northeast corner of Rugby Road and Alder Woods Drive shall be landscaped with a wetland seed mix and select shrub and tree species, to enhance water quality as well as the appearance of the existing facility. Such re-vegetation shall occur in the bed of the pond and not along the dam, and shall be as approved by Urban Forest Management (UFM) at the time of site plan approval. In addition, shrubs and trees shall be planted adjacent to the banks of the existing linear drainageway, located south of Alder Woods Drive and east of Rugby Road, as approved by UFM.*
6. Mobile and land based telecommunications facilities may be permitted on site in accordance with Sect. 2-514 of the Zoning Ordinance and the proffers accepted with PCA 2000-SU-032-2. *
7. A staggered row of six (6) foot tall evergreen trees, consisting of mixed native species, shall be planted and maintained east of the main parking areas to provide screening to the area along Rugby Road. The number, height and species of the evergreen trees shall be subject to the approval of the UFM. *
8. Parking spaces shall be provided as shown on the SE Plat and as noted; however, the number of parking spaces provided at the ultimate build-out shall not be reduced by more than 5% from that number proposed on the SE Plat. This condition shall not limit the ability of the applicant to phase the provision of parking, so long as the phasing complies with Article 11.*

9. No new beds (above the 182 currently approved) shall be installed prior to approval of a Certificate of Public Need. In addition, no building permit shall be issued for the "Proposed Hospital Expansion North" until such time as a Certificate of Public Need has been approved for such structure.

Assisted Living:

10. The assisted living facility shall be limited to a maximum of 112 residents. *
11. A sidewalk shall be provided along the west side of Joseph Siewick Drive from Alder Woods Drive to a sidewalk connection at the Assisted Living Facility. *
12. The applicant shall participate in the Virginia Department of Social Services Auxiliary Grant Program by providing access to the proposed assisted living facility to a minimum of four residents who participate in the Auxiliary Grant Program. *

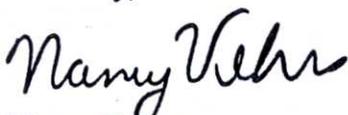
This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception Amendment shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this Special Exception Amendment shall automatically expire, without notice, thirty (30) months after the date of approval unless one of the proposed uses has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the Special Exception Amendment. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

The Board reaffirmed the modification of the transitional screening requirements and waived the barrier requirement to that shown on the Generalized Development Plan/Special Exception Amendment Plat, as proffered.

If you have questions regarding the expiration of this Special Exception Amendment or filing a request for additional time, they should be directed to the Zoning Evaluation Division in the Department of Planning and Zoning at 703-324-1290. The mailing address for the Zoning Evaluation Division is Suite 801, 12055 Government Center Parkway, Fairfax, Virginia 22035.

Sincerely,



Nancy Vehrs
Clerk to the Board of Supervisors

May 4, 2006

NV/ns

cc: Chairman Gerald E. Connolly
Supervisor Michael R. Frey, Sully District
Janet Coldsmith, Director, Real Estate Division. Dept. of Tax Administration
Barbara A. Byron, Director, Zoning Evaluation Division, DPZ
Leslie B. Johnson, Deputy Zoning Administrator/Zoning Permit Review
Thomas Conry, Dept. Manager. – GIS - Mapping/Overlay
Angela K. Rodeheaver, Section Chief, Transportation. Planning Division
Charles Strunk, Project Planning Section, Dept. of Transportation
Audrey Clark, Director – Building Plan Review, DPWES
Ken Williams, Plans & Document Control, ESRD, DPWES
Department of Highways-VDOT
Sandy Stallman, Park Planning Branch Manager, FCPA
Gordon Goodlett, Development Officer, DHCD/Design Development Division
District Planning Commissioner
Barbara J. Lippa, Executive Director, Planning Commission
Jose Comayagua, Director, Facilities Management
Gary Chevalier, Office of Capital Facilities/Fairfax County Public Schools

RECEIVED
Department of Planning & Zoning

JUN 27 2006

Zoning Evaluation Division



County of Fairfax, Virginia

MEMORANDUM

DATE: May 24, 2011

TO: Barbara Berlin, Director
Zoning Evaluation Division, DPZ

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

SUBJECT: **Land Use Analysis and Environmental Assessment:**
RZ 2011-SU-004 / SEA 84-C-076-09 / PCA 2000-SU-032-03
INOVA Fair Oaks Hospital

The memorandum, prepared by Bernard Suchicital, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the development plan dated January 31, 2011 revised through May 13, 2011. 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. Other solutions may be acceptable, provided that they achieve the desired degree of mitigation and are also compatible with Plan policies.

DESCRIPTION OF THE APPLICATION

The applicant, INOVA Health Care Services, is requesting to rezone 1.09 acre tract from R-1 to C-3, permit a new medical office building, and additions and site modifications to existing buildings. The subject property contains approximately 62.91 acres. The applicant is proposing a new 90,000 square foot (sf) medical office building, an additional 39,175 sf expansion of the main hospital building, above the preapproved 160,000 sf addition, and site modifications of further previously approved expansions. In addition, the applicant is seeking to increase the existing above-grade parking structure by 736 parking spaces by adding two five-level parking additions, and proposes a new access point from Rugby Road to the hospital campus. The development plan depicts approximately 30% open space; 15% is required.

LOCATION AND CHARACTER OF THE AREA

The property is located north of the Fairfax Center Area, south of Ox Trail, east of Rugby Road, and north of Fairfax County Parkway. The neighboring properties to the east and west are planned and developed with residential use at 2-3 dwelling units per acre (du/ac), and are zoned R-3. North of Ox Trail is Navy Elementary School, and land that is also planned and developed for residential use at 2-3 du/ac, and is zoned PDH-3 and R-1. South of the subject area is the Fairfax County Parkway and land that is planned for public park. It is an open space

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/



parcel preserved as a buffer between the hospital campus and the Fair Oaks single family subdivision. It is zoned R-3.

COMPREHENSIVE PLAN CITATIONS:

Land Use

Fairfax County Comprehensive Plan, 2011 Edition, Area III, Upper Potomac Planning District, UP8-Lee-Jackson Community Planning Sector, as amended through July 27, 2010, Recommendations, Land Use, pages 200-202

“Land Use

10. The Fair Oaks Hospital site is approximately 73 acres, generally located north of the Fairfax County Parkway and east of Rugby Road. Tax Map parcels 45-2((1))41B1 and 45-2((2))38, 39A, 39B, 46A1 and 51A1 are planned for hospital and related low intensity ancillary medical office, service uses and clinics provided that:
 - A substantial vegetated wooded buffer is provided and maintained as undisturbed opens space between such uses and the residential neighborhoods to the north and east;
 - The campus achieves high-quality architectural and landscape design, and the overall intensity on the site does not exceed .35 FAR. Medical office buildings should be limited to a total of 370,000 square feet of GFA;
 - The buffer to be provided and maintained along Rugby Road and Ox Trail will be 115-120 feet in width with the exception of the existing childcare center and single family dwelling where a lesser buffer is provided. In addition, the buffer may be modified to provide for a new vehicular access to Rugby Road and to accommodate related improvements (widening, turn lanes, signal equipment, etc.) to facilitate such access. The buffer will consist of existing vegetation supplemented where necessary with evergreens and other landscaping. Unless deemed essential based on final engineering, no additional storm water management ponds (wet or dry) shall be located in this buffer. Any utilities, to include stormwater pipes or channel improvements, that must be located within this buffer area shall be located and designed to minimize damage to existing vegetation and should be subject to landscaping to reduce any views into the campus. This buffer is to be measured from the eastern edge of the existing (2009) right-of-way of Rugby Road and Ox Trail;

- A maximum of one new full movement vehicular access point from the hospital campus to Rugby Road may be provided so long as the following criteria are satisfied:
 - a. The new vehicular access should not align with the intersection of Misty Creek Lane;
 - b. Joseph Siewick Drive should not be realigned to intersect Rugby Road/Ox Trail in a full intersection with Misty Creek Lane;
 - c. In the vicinity of the new vehicular access, screening should be provided and/or landscaping and/or architectural barrier features harmonious with the surrounding residential community.
- A quality site layout should be provided, including appropriate pedestrian and bicycle connections linking the medical campus to existing sidewalks on the periphery and within the site, walking paths with landscaped seating and picnic areas for employees and visitors to the hospital, and appropriate screening against neighboring residential uses;
- A Transportation Demand Management (TDM) program should be formulated and implemented to mitigate traffic associated with development on the Fair Oaks Hospital site in excess of .30 FAR. One element of the program should be an ongoing commitment from the hospital to the County to support continuing bus service to the Hospital campus. The TDM program should include a ride sharing program and consideration should be given to programs that will facilitate employee uses of public transportation;
- Due to the importance of providing public transportation to the site, it is expected that the hospital will allow direct bus access through the site to provide convenient stops for visitors and employees;
- Building height for the main hospital buildings and additions thereto shall be limited to a maximum of 100 feet. All other buildings shall be limited to a maximum of 60 feet in height to minimize visual impacts on the residential community;
- Parking structures will be designed to minimize visual impacts on adjacent residential neighborhoods and the design and materials of the structures will be integrated with that of the buildings they serve. Recognizing the nuisance aspects of unfocused light emissions, efforts will be made to minimize light emissions that create sources of glare which may interfere with residents' and travelers' visual acuity. Landscaping will be provided

on the parking structures and/or adjacent to them to make them more attractive and to soften their appearance. Opportunity for additional screening measures will be evaluated at time of rezoning. The applicant should, in consultation with the County's Urban Forester, determine appropriate species and types of native and noninvasive vegetation;

- All rooftop mechanical equipment is screened. In addition, no antennae will be located on building rooftops other than the main hospital building and additions thereto, except as may be required for public safety purposes;
- Monopoles are excluded from the hospital campus;
- Visual impacts are further minimized through building setback and site design features such as berms, fences and landscaping treatments;
- No additional parking, including above or underground parking structures, other than what existed in September, 1994, shall be located between the medical campus and Fair Oaks Estates; and
- A detailed traffic impact analysis should be done to determine any additional improvements required to mitigate the impacts of additional development on the street network in the vicinity of the development.

The southern 7.5-acre portion (Tax Map 45-2((1))42) of this site is owned by the Fairfax County Park Authority and is planned for a public park. Tax Map 45-2((2))38, 39A and 39B and 45-2((6))A1, K2 and L1 are also planned for a public park and should be dedicated to the Fairfax County Park Authority.

Density credit is appropriate for any land dedicated for right-of-way or public park use, as provided for in the Fairfax County Zoning Ordinance.”

Environment

Fairfax County Comprehensive Plan, 2011 Edition, Policy Plan, Environment, as amended through July 27, 2010, page 18.

“Objective 10: Conserve and restore tree cover on developed and developing sites. Provide tree cover on sites where it is absent prior to development.

Policy a: Protect or restore the maximum amount of tree cover on developed and developing sites consistent with planned land use and good silvicultural practices.

Policy b: Require new tree plantings on developing sites which were not forested prior to development and on public rights of way.”

Fairfax County Comprehensive Plan, 2011 Edition, Policy Plan, Environment, as amended through July 27, 2010, pages 19-21.

“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 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: Public Facilities, Governmental, Institutional

LAND USE ANALYSIS

The Comprehensive Plan recommends hospital and related low intensity ancillary medical office, service uses and clinics for the subject property if several conditions are met including: limitation on intensity and medical office use; high quality architectural and landscape design; substantial buffering and screening to surrounding residential uses; specifications on access points; quality site layout with pedestrian and bicycle connections to the existing sidewalks on the periphery and within the site; provision of a Transportation Demand Management (TMD) program to mitigate traffic associated with development on the Fair Oaks Hospital site in excess of 0.30 FAR; expectation for direct bus access to the site; limitation on building heights; minimization of visual impacts of parking structures; screening of rooftop mechanical equipment; exclusion of monopoles; use of building setbacks and site design features to minimize visual impacts; prohibition of additional parking beyond existing September 1994 level located between medical campus and Fair Oaks Estates; and provision of traffic impact

analysis to identify additional needed improvements. The extent to which the application conforms to site-specific Plan conditions related to land use and design is discussed below.

The applicant is proposing to increase the FAR of the hospital from 0.30 to 0.34, a maximum of 1,083,777 sf of gross floor area (GFA). This application includes a 90,000 sf medical office building (MOB), a 39,175 sf increase of the hospital tower to the north, a 59,200 sf hospital service building expansion; and other relocations of previously approved expansions, a new access point from Rugby Road to the hospital campus, and a 736-parking space addition to a recently constructed parking garage. The three existing medical office buildings (totaling 254,985 square feet) and proposed fourth medical office building (90,000 sf) yield 344,985 gross sf and therefore conforms to the Plan condition which limits medical office use to 370,000 sf. The draft proffer dated May 13, 2011 also states that medical office use will not exceed 370,000 sf. The overall .34 FAR of the proposed development conforms to the Plan condition that limits intensity to .35 FAR.

The application provides an enhanced substantial vegetated wooded buffer between the hospital campus and the residential neighborhood to the north and east. Per the site-specific Plan condition, a 115-120 foot wide buffer is being provided and maintained along Rugby Road and Ox Trail as depicted on the development plan and committed to in the draft proffers except in the locations of the existing child care center and former single family residence on Parcel 51A1. This buffer will include appropriate tree save areas and existing landscaping as approved by the Urban Forestry Management Division (UFMD) and will be supplemented by new shade trees, evergreen trees, understory evergreen trees, ornamental flowering trees, and shrubs. A modified buffer is being proposed to accommodate the new access point for the hospital to Rugby Road. The applicant has proffered an alignment to the access road that will mitigate visual impacts so that lights from vehicles do not directly project onto residential properties across Rugby Road and other neighboring residences. The new access point will not be aligned with Misty Creek Lane, as per guidance of the Comprehensive Plan. The applicant has proffered to maintain an existing buffer which may include the removal of dead or dying vegetation and planting of supplemental vegetation located adjacent to the Westvale community to the east of the subject property.

The submitted development plan proffers to provide adequate shielding of vehicle headlights and other lighting fixtures from the parking garage in order to reduce impact on adjacent residences. The applicant will utilize topography, site berming and landscaping in an effort to buffer and screen from view of the garage as it is seen from Rugby Road. This conforms to the Plan guidance.

According to the development plan, the existing main hospital building is approximately 90 feet. Proposed heights of new buildings and additions are 4-story (approximately 60 feet) hospital north expansion; 4-story (approximately 60 feet) medical office building; 2-story (approximately 35 feet) hospital south expansion and 5-story (approximately 55 feet) garage. Thus, building heights conform to the Plan condition that limits the height of the main

hospital building and additions to 100 feet and height of other buildings to 60 feet. Per site-specific Plan condition, rooftop mechanical structures including penthouses will not extend more than twelve feet above the roof line, and will be screened from view at the periphery of the application property. Building materials and final design of the hospital expansion, new MOB and garage facility expansion will be compatible with and of comparable quality to the existing facilities.

Staff concludes that the proposed development is in general conformance with the land use recommendations of the Comprehensive Plan.

ENVIRONMENTAL ANALYSIS

This section characterizes the environmental concerns raised by an evaluation of this site and the proposed development. Solutions are suggested to remedy the concerns that have been identified by staff. There may be other acceptable solutions. Particular emphasis is given to opportunities provided by this application to conserve the county's remaining natural amenities.

Tree Preservation

As discussed in the above land use analysis section, the application proposes tree save areas supplemented by new vegetation in support of land use and environmental recommendations of the Comprehensive Plan. The applicant proffers to work with UFMD in preserving existing vegetation and planting appropriate non-invasive species.

Green Buildings

The application is seeking to build a new 90,000 sf medical office building for a new oncology center. In support of the Policy Plan guidance on green buildings, the applicant has proffered to commit to LEED Silver certification for the new MOB.

PGN: BSS



County of Fairfax, Virginia

MEMORANDUM

May 24, 2011

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

FROM: Craig Herwig, Urban Forester III *CSH*
Forest Conservation Branch, DPWES

SUBJECT: INOVA Fair Oaks Hospital Campus, PCA 2002-SU-032-02

RE: Request for assistance dated May 23, 2011

This review is based upon the Generalized Development Plan, Generalized Development Plan Amendment, PCA 2000-SU-032-03, Special Exception Amendment Plat, SEA 84-C-076-09, and Rezoning Application, RZ 2011-SU-004, stamped "Received, Department of Planning and Zoning, May 13, 2011.

General Comment: Comments of the previously GDP, GDPA, SEA Plat and Rezoning Application were provided to you in my memo dated April 28, 2011. An additional comment is provided to address the proposed Tree Preservation Proffers.

- 1. Comment:** Proposed proffer #14 b. appears to address the Rugby Road improvements, including the new entrance. The proffer language proposed by the Urban Forest Management Division was intended to address any construction activities adjacent to existing forested and landscape areas. This includes the southeast portion of the site, near the oxygen tank, where the limits of clearing and grading appear to be within an existing forested area. This area appears as existing upland forest on the Existing Vegetation Map.

Recommendation: Proffer #14 b. should revised to include any areas where proposed construction is adjacent to any existing forested or landscape areas shown to be preserved on the SEA plat.

Please feel free to contact me at 703-324-1770 if you have any questions or concerns.

CSH/
UFMID #: 108180

cc: RA File
DPZ File

Department of Public Works and Environmental Services
Land Development Services, Urban Forest Management Division
12055 Government Center Parkway, Suite 518
Fairfax, Virginia 22035-5503
Phone 703-324-1770, TTY: 703-324-1877, Fax: 703-803-7769
www.fairfaxcounty.gov/dpwes





County of Fairfax, Virginia

MEMORANDUM

TO: Barbara Berlin, Director
Zoning Evaluation Division
Department of Comprehensive Planning

DATE: May 2, 2011

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

FILE: 3-4 (RZ 2011-SU-004)
3-5 (SE 84-C-076)

SUBJECT: Transportation Impact

REFERENCE: RZ 2011-SU-004; PCA 2000-SU-032-03; SEA 84-C-076-09;
Inova Health Care Services- Fair Oaks Hospital
Traffic Zone: 1681
Land Identification Map: 45-2 ((01)) 41B1, 41L, 41L3, 41L4, 41L5
45-2 ((02)) 38, 39A, 39B, 46A1, 51A

Transmitted herewith are comments from the Department of Transportation with respect to the referenced application. These comments are based on the revised traffic impact study dated March 18, 2011, revised proffers of April 15, 2011 and revised development plan dated April 15, 2011.

The applicant property (approximately 63 acres) is zoned to the C-3 District except for Parcel 45-2 ((02)) 51A1 which is proposed to rezone from the R-1 District to the C-3 District. The Comprehensive Plan recommends development for the hospital and medical office building up to a .35 FAR.

The applicant proposes construction of a new fourth medical office building at assize of 90,000 sq.ft. proposed for year 2013. The application also proposes 98,145 sq.ft. of new hospital, in addition to the 182,000 sq.ft. that is currently approved and unbuilt.

This department has reviewed the subject application and provides the following comments.

- The applicant should provide the proposed new access to Rugby Road before any new Non-RUP. (Proffer # 7A needs to be revised)
- A TDM program for the hospital expansion portion of the site should include valet parking, a campus shuttle service, smart trips cards with initial benefit and two bus shelters on Joseph Sidewick Drive between office building 3700 and the parking garage.
- The applicant should eliminate the proffer regarding the emergency access.
- At this time we are awaiting final VDOT comments regarding the resubmitted traffic impact study.

AKR/ak cc: Michele Brickner, Director, Design Review, DPW & ES



COMMONWEALTH of VIRGINIA

DEPARTMENT OF TRANSPORTATION

GREGORY A. WHIRLEY
COMMISSIONER

4975 Alliance Drive
Fairfax, VA 22030
May 5, 2011

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

Re: RZ 2000-SU-032-03 Inova Fair Oaks Hospital
Chapter 527 Comments
Tax Map # 45-2((1)) 41B1 & 45-2 ((2)) 38, 39A, 39B, 46A1, AND 51A1
Fairfax County

Dear Ms. Berlin:

VDOT has reviewed the above plan and traffic impact study submitted on March 22, 2011, and received on March 22, 2011.

Summary of Development:

The Inova Health Care Services has filed a Zoning Applications on the 62.92-acre campus of the Inova Fair Oaks Hospital (IFOH) in order to expand the health services offered on-site. The property is located on the southeast side of Rugby Road, northeast of Alder Woods Drive, and southwest of West Ox Road. Zoning Applications propose a new medical office building (MOB) consisting of up to 100,000 square feet of Gross Floor Area (GFA), with a cellar of up to 26,000 square feet of floor area (not GFA), and 98,145 SF of new hospital GFA. The Zoning Applications also reflect 182,000 square feet of hospital GFA that is currently approved but as yet unbuilt. The proposed zoning will generate 449 AM peak hour, 416 PM peak hour and about 7,000 daily trips inclusive of approved but unbuilt portion of hospital complex. Access to the Inova Fair Oaks Hospital Campus currently is provided via two (2), full-movement, unsignalized intersections; one on Ox Trail (Route 6985) and one on Alder Woods Drive (Route 7201). The Applicant proposes to retain the existing access to the site. The Applicant also proposes to construct a new, additional, entrance to the site from Rugby Road with the Phase 2 hospital expansion.

Accuracy of the Traffic Impact Analysis:

No comments

Comments on the Recommended Improvements:

1. It is recommended that the Signal warrant study will be needed for the signal recommended in the study. The warrant study should be provided in a separate booklet and alternatives other than a traffic signal should be provided in the study. The warrant study should be conducted a year before the proposed build out year of the project per recommendations of traffic study.

2. The proposed signal installation will also need to meet the access management standards, regulations and design standards for minor arterials, collectors, and local streets. The proposed design standards will govern the design of intersections, turn lanes, and entrances as well as providing spacing standards for entrances, intersections, crossovers, and traffic signals on minor arterials, collectors, and local streets.

Additional VDOT Recommendations/Comments:

1. Convert the existing the northbound Joseph Siewick Drive to a right-in and right-out approach when the new access at Rugby Road is constructed. It will remove conflicts with left turning vehicles which can be safely performed at the new entrance. Also, through vehicles on Rugby Road will not have to stop and wait for left turn vehicles to clear the inside lane.
2. Extend the length of following turn lanes as queuing analysis shows that existing storages is not enough under 2019 traffic conditions:
 - Eastbound left turn lane and westbound right turn lane at Fairfax County Parkway and Rugby Road.
 - Northbound left turn lane at West Ox and Ox Trail Road.
3. Provide right turn and left turn lanes at the proposed new driveway at Rugby Road as shown in the site plan but not recommended in the traffic study.

Conclusions:

In general, the TIA is acceptable.

Sincerely,

Terry L. Yates, P.E.
Arlington & Fairfax Area Land Use Engineer

cc: Ms. Angela Rodeheaver



COMMONWEALTH of VIRGINIA
DEPARTMENT OF TRANSPORTATION

GREGORY A. WHIRLEY
COMMISSIONER

4975 Alliance Drive
Fairfax, VA 22030

April 11, 2011

To: Ms. Regina Coyle
Director, Zoning Evaluation Division

From: Alex Faghri
Virginia Department of Transportation – Land Development Section

Subject: **INOVA Health Care Services**

All submittals subsequent to the first submittal shall provide a response letter to the previous VDOT comments. Submittals without comment response letters are considered incomplete and will be returned without review.

We have reviewed the referenced plan and offer the following comments:

1. A new access to Rugby Road should be provided as a first phase improvement.
2. Entrance from INOVA to Rugby Road should be dual lefts.
3. Provide traffic volumes for the intersection of Alder Road and Rugby Road and determine optimum traffic signal timing and phasing sequence for this intersection.

If you have any questions, please contact me at (703) 259-2414.



FAIRFAX COUNTY PARK AUTHORITY



M E M O R A N D U M

TO: Barbara Berlin, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Sandy Stallman, Manager 
Park Planning Branch, PDD

DATE: May 23, 2011

SUBJECT: RZ 2011-SU-004 concurrent with PCA 2000-SU-032-03 concurrent with SEA 84-C-076-09, Inova Fair Oaks Hospital Campus, Revised
Tax Map Number(s): 45-2 ((2)) 51A1; 45-2 ((1)) 41B1, 41L, 41L3, 41L4, 41L5;
45-2 ((2)) 38, 39A, 39B, 46A1, 51A1

BACKGROUND

The Park Authority staff has reviewed the proposed GDP/PCA/SEA plan set dated January 31, 2011 and revised May 13, 2011, for the above referenced application. The Development Plan shows a new medical office building, expansions on the southwest and northeast side of the existing hospital, parking garage expansions, and additional surface parking.

The application includes up to 736 new structured parking spaces and proposes an additional 192,611 square feet of GFA in expansions and construction of a new medical office building.

The subject site is located in the Sully Supervisory District and within the Upper Potomac Planning District's Lee-Jackson (UP-8) Community Planning Sector. The site is adjacent to Fair Woods Park, owned by the Fairfax County Park Authority.

COMPREHENSIVE PLAN CITATIONS

The County Comprehensive Plan includes both general and specific guidance regarding parks and resources. The Policy Plan describes the need to mitigate adverse impacts to park and recreation facilities caused by growth and development; it also offers a variety of ways to offset those impacts, including contributions, land dedication, development of facilities, and others (Parks and Recreation, Objective 6, p.8). Resource protection is addressed in multiple objectives, focusing on protection, preservation, and sustainability of resources (Parks and Recreation Objectives 2 and 5, p.5-7).

The Lee-Jackson (UP-8) Community Planning Sector (Area III, Upper Potomac Planning District) includes several recommendations for the hospital site (Land Use Recommendation #10, pg 200). Open space, vegetated and wooded buffers, landscaping and the use of native and non-invasive vegetation, pedestrian and bicycle connections, and dedication of specific parcels to the Fairfax County Park Authority are cited in the Comprehensive Plan language.

Finally, text from the Upper Potomac District chapter of the draft Great Parks, Great Communities Park Comprehensive Plan echoes recommendations in the Countywide Comprehensive Plan. Specific District chapter recommendations include acquiring additional parkland to protect and buffer natural areas and to provide room to develop new recreational facilities. In addition, Fair Woods Park, adjacent to the subject site, is noted as a park within the district requiring Master Plan action, as it currently does not have an approved Master Plan.

ANALYSIS AND RECOMMENDATIONS

Needs Assessment and Facility Standards Analysis:

There is a need for all types of parkland and recreational facilities in this area in the Upper Potomac Planning District. Existing nearby parks (Fair Ridge, Fair Oaks, Rocky Run Stream Valley, Little Difficult Run Stream Valley, and Garnchayne) meet only a portion of the demand for parkland generated by development in the Lee Jackson Community Planning Sector. In addition to parkland, the recreational facilities in greatest need in this area include trails, sports courts, playgrounds, and athletic fields.

Onsite Facilities:

The Lee-Jackson Community Planning Sector Comprehensive Plan language includes specific guidance for this site (see Area III, Upper Potomac, pg 200-202). Language describes the need for the management of visual impacts, a quality site layout, and pedestrian and bicycle connections. The site is intended to function as a campus, and as such should have open spaces, connections, and public amenities to support that function.

The General Development Plan included in the application shows an increase in built structures, but not a corresponding increase in recreational or respite areas. Plans show one small proposed garden/seating area just south of the proposed oncology center (MOB 4), and one proposed canopy/covered sidewalk (that appears to be outside of the limits of clearing/grading).

Given the benefits of green spaces to both physical and mental well-being, the Park Authority recommends the applicant incorporate additional passive recreation areas (plazas, seating, accessible walkways and trails) as well as a small children's playground area (tot lot) into the site. Provision of these onsite amenities would benefit employees, patients, their families and visitors. Park Authority staff is available to consult with the applicant regarding specific options and ideas.

Cultural Resources Impact:

The parcels were subjected to archival review. An important Native American archaeological site, 44FX2378, was discovered at the intersection of the Fairfax County Parkway and Rugby Road during archaeological survey work completed as part of improvements to the Fairfax County Parkway in 2006. This site was deemed potentially eligible for inclusion into the National Register of Historic Places based on both the quantity and quality of the artifacts recovered and is in the immediate vicinity of the subject site.

Comprehensive Plan language for this planning sector states, "Any development or ground disturbance in this sector, both on private and public land, should be preceded by heritage

resource studies, and alternatives should be explored for the avoidance, preservation, or recovery of significant heritage resources that are found.” (Area III, pg.203)

The GDP reviewed does not currently show development or disturbance in the area most likely to contain significant heritage resources, parcels 45-2((2)) 38, 39A, and 39B. However, if that changes and any disturbance is anticipated for parcels 45-2((2)) 38, 39A, and 39B, Phase II archaeological testing is recommended. Phase II testing should be completed by a qualified contractor and with direct consultation with the Cultural Resource Management and Protection Section of the Park Authority. If the site is determined significant and eligible, avoidance or Phase III data recovery is recommended. The applicant should also note that if disturbance is anticipated for these parcels and any Federal permits are required, Section 106 of the National Historic Preservation Act (NHPA) will be triggered and additional consultation with the Virginia Department of Historic Resources (VDHR) would be required.

Dedication of Land to the Park Authority:

As noted in Comprehensive Plan language and depicted on plan Sheet 2, land to the south of this site is owned and operated by the Park Authority. Fair Woods Park consists of over 14 acres; it spans the area adjacent to the hospital campus on the south, and continues to the southwest on the other side of Alder Woods Drive. Fair Woods serves as a local park and a buffer area – both in relation to uses, separating the commercial from adjacent residential areas, and in relation to the resource protection area within its boundaries.

Comprehensive Plan language also recommends dedication of six additional parcels for park use, “Tax Map 45-2((2)) 38, 39A, and 39B and 45-2((6)) A1, K2, and L1 are also planned for a public park and should be dedicated to the Fairfax County Park Authority” (Area III, pg 202). Three of these parcels are part of the current application. All six appear to be under the ownership of the applicant or its partners/affiliates.

The Chesapeake Bay Resource Protection Area (RPA) provides an important link between the separate pieces of parkland and the Plan language underscores this connection. The applicant should dedicate the three parcels that are part of this application (45-2((2)) 38, 39A, and 39B) to the Fairfax County Park Authority for public park purposes. The dedication of these parcels would be consistent with the previously approved proffered conditions of PCA-2000-SU-032-2.

The Park Authority also requests the applicant consider dedicating the remaining three parcels planned for public park, not currently part of the application (45-2((6)) A1, K2, and L1). The three parcels would allow a continuous swath of parkland along Alder Woods Drive, would buffer the RPA area, and would be consistent with Comprehensive Plan language. The Park Authority’s request for these additional parcels is also consistent with comments submitted related to earlier zoning actions on this site (PCA 2000-SU-032 & SEA 84-C-076-7). Addition and dedication of these parcels would allow the Park Authority to protect and master plan the entire contiguous park area rather than having a park fragmented by privately held land.

If the parcels are added to the application and slated for dedication, the applicant may be able to take any related density bonuses for that area in this current application. There may be additional advantages to dedicating the parcels at this time, for open space calculations and/or meeting BMP requirements. The Park Authority prefers that dedicated land not be encumbered by a conservation easement, which limits the ability to manage natural resources, such as

invasive species management – a critical aspect of natural resource stewardship and of maintaining parkland health. Alternative types of easements that would allow BMP credits but also permit natural resource management are available.

Finally, should parcels 45-2((6)) A1, K2, and L1 be included in this application and dedicated to the Park Authority, in accordance with the Comprehensive Plan, the Park Authority may be able to accept the dedication with a reservation for some future interconnector/emergency access, provided the right of way is dedicated and constructed within a set number of years of the date of approval of this application.

In accordance with a December 11, 2000 BOS resolution, “park, recreation or open space should be deeded directly to the Fairfax County Park Authority without first being deeded to the Board.” Proffers should indicate that land will be dedicated directly to the Park Authority and a note indicating such should be added to the Development Plan.

Any debris and waste currently on the parcel should be removed prior to dedication. In accordance with PFM 2-1102.4B, the landowner is required to take any necessary corrective action prior to Park Authority acceptance. Following site cleanup of debris and prior to land dedication, the Park Authority requests that the Applicant arrange for an inspection by the Park Authority Land Acquisition Manager (Julie Cline, 703-324-8708), Area 5 Operations Manager (Ed Richardson, 703-222-8774) and Natural Resource Protection Manager (Heather Schinkel, 703-324-8674). If the condition of the land is acceptable to the Park Authority, the applicant should dedicate the property prior to their bond release from Fairfax County.

SUMMARY OF RECOMMENDATIONS

This section summarizes the recommendations included in the preceding analysis section. The analysis identified the following major issues:

- Incorporate additional passive recreation areas (plazas, seating, accessible walkways and trails) and a tot lot into the site
- Conduct Phase II archaeological testing with direct consultation with the Cultural Resource Management and Protection Section of the Park Authority if parcels 45-2((2)) 38, 39A, and 39B are to be disturbed
- Dedicate three parcels 45-2((2)) 38, 39A, and 39B to the Fairfax County Park Authority for public park purposes in accordance with Comprehensive Plan guidance
- Consider including three additional parcels (45-2((6))A1, K2, and L1) in this application and dedicating them to the Fairfax County Park Authority for public park purposes in accordance with Comprehensive Plan guidance

Please note the Park Authority would like to review and comment on proffers related to park and recreation issues. We request that draft and final proffers be submitted to the assigned reviewer noted below for review and comment prior to completion of the staff report and prior to final Board of Supervisors approval.

FCPA Reviewer: Anna Bentley

DPZ Coordinator: William O'Donnell

Copy: Cindy Walsh, Director, Resource Management Division
Elizabeth Crowell, Manager, Cultural Resource Management & Protection Section
Julie Cline, Manager, Land Acquisition & Management Branch
Chron Binder
File Copy

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2011-SU-004 RPT revisedMay23.doc



County of Fairfax, Virginia

MEMORANDUM

DATE: April 25, 2011

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

FROM: Sharad Regmi, Stormwater Engineer
Environmental and Site Review Division
Department of Public Works and Environmental Services

SUBJECT: RZ 2011-SU-004, PCA 2000-SU-032-03, SEA 84-C-076-09 Development Plan Application, Inova Fair Oaks Hospital Campus, Plat dated January 31, 2011, LDS Project # 3624-ZONA-003-2, Tax Map #045-2-02-0051-A1, Sully District

We have reviewed the subject application and offer the following stormwater management comments.

Chesapeake Bay Preservation Ordinance (CBPO)

There is no Resource Protection Area (RPA) on this site. Water quality controls (BMP) are required for this expansion project (PFM 6-0401.1, CBPO 118-3-2(f)(2)). Applicant has shown two dry ponds, one wet pond, and an infiltration trench currently serving the site. Applicant indicates that the existing SWM/BMP facilities on site are adequate for the proposed expansion for the BMP. Applicant needs to demonstrate on the site plan that the SWM/BMP facilities were designed to control BMP from the subject site for the proposed development.

Floodplain

There are no regulated floodplains on the property.

Downstream Drainage Complaints

There is no downstream drainage complaint on file.

Stormwater Detention

Stormwater detention is required, if not waived (PFM 6-0301.3). Applicant has shown two dry ponds, one wet pond, and an infiltration trench currently serving the site. Applicant indicates that the existing SWM/BMP facilities on site are adequate for the proposed expansion for the BMP. Applicant needs to demonstrate on the site plan that the SWM facilities were designed to control stormwater from the subject site for the proposed development.

Department of Public Works and Environmental Services
Land Development Services, Environmental and Site Review Division
12055 Government Center Parkway, Suite 535
Fairfax, Virginia 22035-5503
Phone 703-324-1720 • TTY 711 • FAX 703-324-8359



William O'Donnell, Staff Coordinator
RZ 2011-SU-004, PCA 2000-SU-032-03, SEA 84-C-076-09
April 1, 2011
Page 2 of 2

Site Outfall

An outfall narrative has been provided.

Please contact me at 703-324-1720 if you require additional information.

SR/

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



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

March 10, 2011

**PLANNING & ENGINEERING
DIVISION**

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

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

Re: RZ 2011-SU-004
PCA 2000-SU-032-03
SEA 84-C-076-09
Fair Oaks Hospital Addition
Tax Map: 45-2

Dear Ms. Berlin:

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

1. The property is served by Fairfax Water.
2. Adequate domestic water service is available at the site from existing 8-inch and 12-inch water mains located onsite. See the enclosed water system map.
3. Depending upon the final configuration of the site, 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,

A handwritten signature in black ink that reads "Traci K. Goldberg".

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

Enclosures

cc: Tim Cullieton, Dewberry and Davis
Timothy S. Sampson, Walsh, Colucci



County of Fairfax, Virginia

MEMORANDUM

DATE: March 4, 2011

TO: Barbara C. Berlin, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Eric Fisher, GIS Analyst III
Information Technology Section
Fire and Rescue Department

SUBJECT: Fire and Rescue Department Preliminary Analysis of Rezoning Application
RZ 2011-SU-004 concurrent with Proffered Condition Amendment Application
PCA 2000-SU-032-03 concurrent with Special Exception Amendment
Application SEA 84-C-076-09

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 #421, **Fair Oaks**
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 14, 2011

TO: Barbara Berlin, Director
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. RZ2011-SU-004
Tax Map No. 045-2/02//0051A1

The following information is submitted in response to your request for a sanitary sewer analysis for above referenced application:

- The application property is located in the Flatlick Run (T-2) watershed. It would be sewered into the Upper Occoquan Sanitation Authority (UOSA).
- Based upon current and committed flow, there is excess capacity in the UOSA. 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.
- An existing 8" inch line located in the street is adequate for the proposed use at this time.
- The following table indicates the condition of all related sewer facilities and the total effect of this application.

Sewer Network	Existing Use +Application		Existing Use + Application Previous Rezoning		Existing Use + Application + Comp Plan	
	<u>Adeq.</u>	<u>Inadeq.</u>	<u>Adeq.</u>	<u>Inadeq.</u>	<u>Adeq.</u>	<u>Inadeq.</u>
Collector	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>
Submain	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>
Main/Trunk	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>	<u>X</u>	<u> </u>
Interceptor	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Outfall	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

- Other pertinent information or comments:

Department of Public Works and Environmental Services
Wastewater Planning & Monitoring Division
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9-006 General Standards

In addition to the specific standards set forth hereinafter with regard to particular special exception uses, all such uses shall satisfy the following general standards:

1. The proposed use at the specified location shall be in harmony with the adopted comprehensive plan.
2. The proposed use shall be in harmony with the general purpose and intent of the applicable zoning district regulations.
3. The proposed use shall be such that it will be harmonious with and will not adversely affect the use or development of neighboring properties in accordance with the applicable zoning district regulations and the adopted comprehensive plan. The location, size and height of buildings, structures, walls and fences, and the nature and extent of screening, buffering and landscaping shall be such that the use will not hinder or discourage the appropriate development and use of adjacent or nearby land and/or buildings or impair the value thereof.
4. The proposed use shall be such that pedestrian and vehicular traffic associated with such use will not be hazardous or conflict with the existing and anticipated traffic in the neighborhood.
5. In addition to the standards which may be set forth in this Article for a particular category or use, the Board shall require landscaping and screening in accordance with the provisions of Article 13.
6. Open space shall be provided in an amount equivalent to that specified for the zoning district in which the proposed use is located.
7. Adequate utility, drainage, parking, loading and other necessary facilities to serve the proposed use shall be provided. Parking and loading requirements shall be in accordance with the provisions of Article 11.
8. Signs shall be regulated by the provisions of Article 12; however, the Board may impose more strict requirements for a given use than those set forth in this Ordinance.

9-308 Additional Standards for Medical Care Facilities

1. In its development of a recommendation and report as required by Par. 3 of Sect. 303 above, the Health Care Advisory Board shall, in addition to information from the applicant, solicit information and comment from such providers and consumers of health services, or organizations representing such providers or consumers and health planning organizations, as may seem appropriate, provided that neither said Board nor the Board of Supervisors shall be bound by any such information or comment. The Health Care Advisory Board may hold such hearing or hearings as may seem appropriate, and may request of the Board of Supervisors such deferrals of Board action as may be reasonably necessary to accumulate information upon which to base a recommendation.
2. The Advisory Board, in making its recommendations, and the Board of Supervisors, in deciding on the issuance of such an exception, shall specifically consider whether or not:
 - A. There is a demonstrated need for the proposed facility, in the location, at the time, and in the configuration proposed. Such consideration shall take into account alternative facilities and/or services in existence or approved for construction, and the present and projected utilization of specialized treatment equipment available to persons proposed to be served by the applicant.
 - B. Any proposed specialized treatment or care facility has or can provide for a working relationship with a general hospital sufficiently close to ensure availability of a full range of diagnostic and treatment services.
 - C. The proposed facility will contribute to, and not divert or subvert, implementation of a plan for comprehensive health care for the area proposed to be served; such consideration shall take into account the experience of the applicant, the financial resources available and projected for

project support and operation, and the nature and qualifications of the proposed staffing of the facility.

3. All such uses shall be designed to accommodate service vehicles with access to the building at a side or rear entrance.

4. No freestanding nursing facility shall be established except on a parcel of land fronting on, and with direct access to, an existing or planned collector or arterial street as defined in the adopted comprehensive plan.

5. No building shall be located closer than 45 feet to any street line or closer than 100 feet to any lot line which abuts an R-A through R-4 District.

6. In the R-E through R-5 Districts, no such use shall be located on a lot containing less than five (5) acres.

7. For hospitals, the Board of Supervisors may approve additional on-site signs when it is determined, based on the size and nature of the hospital, that additional signs are necessary in order to provide needed information to the public and that such signs will not have an adverse impact on adjacent properties. All proposed signs shall be subject to the maximum area and height limitations for hospital signs set forth in Article 12. All requests shall show the location, size, height and number of all signs, as well as the information to be displayed on the signs.

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		