



County of Fairfax, Virginia

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

July 27, 2011

Lynne J. Strobel
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.
2200 Clarendon Boulevard, 13th Floor
Arlington, VA 22201

RE: Special Exception Amendment Application SEA 94-P-040

Dear Ms. Strobel:

At a regular meeting of the Board of Supervisors held on July 26, 2011, the Board approved Special Exception Amendment Application SEA 94-P-040 in the name of RP MRP Tysons, LLC. The subject property is located 7940 Jones Branch Drive on approximately 6.08 acres of land zoned C-3 in the Providence District [Tax Map 29-2 ((15)) C2]. The Board's action amends Special Exception Application SE 94-P-040 previously approved for increase in building height, radio and television broadcasting facilities, microwave facilities, satellite earth stations and helistop and waiver of certain sign regulations to permit a hotel, additional uses and associated modifications to site design and development conditions pursuant to Sections 4-304, 9-607, and 9-620 of the Fairfax County Zoning Ordinance, by requiring conformance with the following development conditions which supersede all previous development conditions

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 (SEA) 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. Despite Note 20 on SEA Plat, any plan submitted pursuant to this special exception amendment shall be in substantial conformance with the approved Special Exception Amendment Plat entitled "7940 Jones Branch Drive" prepared by Urban Engineering and Associates, Inc. and dated August 2007 and revised through May 18, 2011 (the "SEA Plat"), and these conditions. Minor modifications to the approved special exception amendment may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.

Office of the Clerk to the Board of Supervisors
12000 Government Center Parkway, Suite 533
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4. Modifications may include changes to the principal building footprints in Options 2A and 2B, as long as the width of the plaza/autocourt between those buildings shall be no less than 120 feet. Said modifications shall not decrease distances to peripheral lot lines or open space, increase the approved overall square footage, and shall maintain points of access as shown on the SEA Plat.
5. **Limitation of Use and Applicant.** There shall be no limitation on the number of users occupying the building or buildings located on Tax Map Parcel 29-2 ((15)) C2. ("Parcel C2").
6. **Limitation on Square Footage.** Development of the original site, that includes 29-2 ((15)) A8 and C1, shall not exceed 1,307,223 square feet, or a 1.0 FAR, less the gross square footage that may be acquired by VDOT for compensation on Parcel C2. Area that is dedicated in fee simple shall retain density credit upon showing proof from VDOT at site plan that no compensation was received for it. It is understood that the 30.0097 acre site may be subdivided into two (2) or more lots of record, with one (1) lot consisting of approximately 5.0 acres containing only a stormwater management facility. It is further understood that the entire amount of gross floor area, attributed to this site may be located on the remaining 25.01 acres of the site, notwithstanding the fact that this may result in a FAR that exceeds 1.0 when calculated solely on the 25.01 acres. Notwithstanding the subdivision of Land Bay E (as established in PCA 88-D-005), the entire land bay will be considered as a single unit for the purpose of the application of the Fairfax County Zoning Ordinance. Any subdivision or site plan filed in the future on this Land Bay shall include this notation and reference the appropriate record plat unless or until the property is subject to a future rezoning.
7. **Height of Buildings.** The maximum building height of any portion of building(s) located on Tax Map Parcel 29-2 ((15)) C2 shall not exceed 300 feet. The maximum height of any penthouse in this area shall not exceed 40 feet.
8. **Building Materials of Building(s).** The façade of any building that faces the Dulles International Airport Access Highway (DIAAH) shall be constructed so as to reduce building glare on adjacent residential communities. Any building located on Tax Map parcel 29-2 ((15)) C2 may include exterior or interior illumination as an architectural feature of the building. However, this illumination shall not include colored lighting or lights that change and shall conform to the provisions of the Zoning Ordinance.
9. **Building Materials of Optional Hotel.** The hotel, if constructed, shall be architecturally compatible with the office building. Exterior building materials shall be a combination of materials selected from pre-cast concrete, glass, metal panels, masonry, cementitious panels, stucco, brick or materials of similar quality.
10. **Hotel Operation:** The hotel in Option 2B may exceed 215 rooms subject to the provision of the required number of parking spaces. The number of employees for the proposed hotel shall be limited to 270 (or the full time equivalent).

11. **Fitness Center:** The hours of operation for the health club in Option 2B shall be 7 days a week from 5 a.m. to 11 p.m. The number of employees for the proposed health club shall be limited to 20.
12. **Signage.** Signage shall comply with the Fairfax County Zoning Ordinance. In addition, for any building located on Parcel C2, there shall not be more than one building-mounted sign above the second floor on each the north and west faces of the office building.
13. **Crane Lighting.** Construction cranes shall have lighting in conformance with Federal Aviation Administration (FAA) guidelines and regulations.
14. **Helistop.** A helistop shall not be permitted.
15. **Communications Facilities.** Satellite earth stations (including equipment shelters) and communication antennas shall not be permitted. This shall not preclude building mounted land based telecommunication facilities that are permitted uses in the C-3 District.
16. **Tree Preservation:** A Tree Preservation plan (the "Preservation Plan") shall be submitted as part of the first and all subsequent site plan submissions. The Preservation Plan 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 the Urban Forest Management Division (UFMD), of DPWES. The Preservation Plan shall consist of a tree survey that includes the location, species, size, crown spread and condition rating percentage of all trees ten (10) inches in diameter and greater, and twenty-five (25) feet to either side of the limits of clearing and grading as shown on the SEA Plat for the entire site. The Preservation Plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading shown on the SEA Plat and those additional areas in which trees can be preserved as a result of final engineering. 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.
17. **Limits of Clearing and Grading.** The limits of clearing and grading shall strictly conform to that shown on the SEA Plat, subject to allowances specified in these Development Conditions and for the installation of utilities and/or trails as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities and/or trails in areas protected by the limits of clearing and grading as shown on the SEA Plat, they shall be located in the least disruptive manner necessary as determined by the UFMD of DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD of DPWES, for any areas protected by the limits of clearing and grading that must be disturbed for such trails or utilities.

18. **Landscaping and Open Space.** Concurrent with the submittal of the first and subsequent site plans, a landscaping plan shall be submitted for the review and approval of Urban Forest Management. Landscaping shall be provided that is consistent in quantity and quality with that depicted on the SEA Plat. Additional landscaping treatment shall be provided along retaining walls if the walls exceed 4 feet in height. At least 15 percent of the gross land area of Parcel C2 shall be designated as landscaped open space as depicted on the SEA Plat.
19. **Parking.** Parking shall be provided in accordance with Article 11 of the Zoning Ordinance, or as may be approved either in conjunction with a Shared Parking Agreement as reviewed and approved by DPWES or Parking Redesignation Plan under Sect. 11-101. The number of parking spaces provided on-site may be increased above the minimum Ordinance requirements, or decreased, as long as any additional spaces do not decrease the open space tabulation or increase the height and footprint of the proposed parking structure. The exterior of all parking structures shall be landscaped as depicted on the SEA Plat.
20. **Setback from the DIAAH.** There shall be a minimum distance of 75 feet between all principal buildings and the DIAAH right-of-way. However, free standing parking structures may be located within 75 feet of the DIAAH right of way as depicted on the SEA Plat.
21. **Parking Structure.** The entire garage façade shall be constructed with high-quality architectural block, stone, stone-like material, colored pre-cast concrete or a comparable material. Where visible, the garage façade shall incorporate architectural treatments such as “ribbing”, eyebrows or other details that complement the architecture of the adjacent office building. Plantings along the frontage of the parking structure shall be provided as shown on the SEA Plat. Planter boxes containing vines and/or low growing shrubs and/or a green screen with vegetation shall be provided along the top edge of the parking structure closest to the DIAAH subject to review of Urban Forest Management (UFM). All minimum planting areas, as determined by the Public Facilities Manual (PFM), shall be met at the time of site plan review and approval for plantings proposed on the parking structure. During site plan review and prior to site plan approval, elevations of the parking structure shall be submitted to the Planning Commission for comment and review.
22. **Location of Plantings in Easements.** If plantings are proposed within any on-site Fairfax County Water Authority (FCWA) easements, on-site storm drainage easements, or utility easements, permission from the owner of such easements shall be obtained prior to site plan approval. If such permission cannot be obtained, any change in landscaping shall remain in substantial conformance with the alternatives depicted on the SEA Plat or an amendment to this SEA shall be required.
23. **Noise.** Prior to site plan approval, a noise study shall be submitted to the Environmental Review Development Branch (EDRB) of the Department of

Planning and Zoning demonstrating that noise in any outdoor amenity area will not exceed 65 dBA. Should the hotel option be selected, prior to site plan approval for the hotel, a noise study shall be submitted to the (ERDB) of the Department of Planning and Zoning (DPZ) for review and approval which demonstrates interior noise levels for the hotel shall not exceed 45 dBA. Prior to issuance of any Non-RUP for a child care center and/or nursery school on the property, a noise study shall be submitted to ERDB for review and approval which demonstrates that the noise levels for the outdoor play area shall not exceed DNL 65 dBA and that levels for the indoor facility shall not exceed 45 dBA. Any noise study shall be conducted in accordance with the attached guidelines.

24. **Outdoor Seating.** Outdoor seating may be provided for any proposed eating establishment so long as such seating does not block any sidewalks or other pedestrian connections as depicted on the SEA Plat. Benches enhanced landscaping and/or other outdoor amenities may be provided in or around the autocourt.
25. **Sidewalks.** Public access easements in a form acceptable to the County Attorney shall be provided by the applicant over the sidewalks along Jones Branch Drive and the Jones Branch Connector.
26. **Child Care Center/Nursery School.** A child care center and/or nursery school may be located within an office building. The facility shall be for the exclusive use of the employees of on-site tenants and shall not be open to the general public. The facility shall be approximately two thousand (2,000) square feet and shall be limited to a maximum enrollment of no more than thirty (30) children at any given time and no more than five (5) employees.
27. **Low Impact Development (LID).** The site shall incorporate the two proposed rain gardens as depicted on the SEA Plat for Option 1. The proposal may include an above or below ground cistern on the property in addition to the depicted rain gardens on the SEA Plat. Options 2A and 2B shall include LID features as feasible. Any LID feature/facility shall be provided in accordance with the Public Facilities Manual (PFM) as determined by DPWES.
28. **Offsite Detention of Stormwater.** If a waiver of on-site stormwater management/best management practices (SWM/BMP) is not granted by DPWES and an on-site SWM/BMP facility cannot be provided in substantial conformance with the SEA Plat, then a Special Exception Amendment (SEA) shall be obtained prior to site plan approval.
29. **Revegetation of RPA.** A revegetation plan for the RPA located in the northern portion of the property, Tax Map 29-2 ((15)) C2, shall be submitted concurrently with the first and all subsequent site plan submissions for review and approval by Urban Forest Management, DPWES, and shall be in substantial conformance with that shown on the SEA Plat. The plan shall propose an appropriate selection of species based on existing and proposed site conditions to restore the area to a native

forest cover type. The plan shall include, but not be limited to, the following:

- a. plant list detailing species, sizes and stock type of trees and other vegetation to be planted
- b. soil treatments and amendments if necessary
- c. mulching specifications
- d. methods of installation
- e. maintenance
- f. mortality threshold
- g. monitoring
- h. replacement schedule

30. Commitment to LEED certification

Prior to approval of the site plan, the applicant will execute a separate agreement and post, a "green building escrow," in the form of cash or a letter of credit from a financial institute acceptable to DPWES as defined in the Public Facilities Manual. If the applicant selects either option 1 or 2A (the office with restaurant options), the escrow amount will be \$154,000. If the applicant selects Option 2B (the office and the hotel option), the escrow amount will be \$296,000. 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 U.S. Green Building Council's (USGBC) Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, Leadership in Energy and Environmental Design—Core and Shell (LEED®-CS) rating system, or other LEED rating system determined, by the U.S. Green Building Council, to be applicable to the building. The provision to the Environment and Development Review Branch of DPZ of documentation from the U.S. Green Building Council that each building has attained LEED certification will be sufficient to satisfy this commitment. If the applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification within two years of issuance of the final non-RUP 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.

31. Release of LEED Escrow.

- A. If the applicant provides to the Environment and Development Review Branch of DPZ, within two years of issuance of the final non-RUP for the building, documentation demonstrating that LEED certification for the building has not been attained but that the building has been determined by the U.S. Green Building Council to fall within three points of attainment of LEED certification, 50% of the escrow will be released to the applicant; the other 50% will be released to Fairfax County and will be posted to a fund

within the county budget supporting implementation of county environmental initiatives.

- B. If the applicant fails to provide, within two years of issuance of the final non-RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification or demonstrating that the building has fallen short of certification by four points or more, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.
- C. If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.
- D. The applicant will include, as part of the site plan submission, a statement certifying that a LEED®-accredited professional who is also a professional engineer or licensed architect is a member of the design team, and that the LEED-accredited professional is working with the team to incorporate sustainable design elements and innovative technologies into the project with a goal of having the project attain LEED certification.
- E. The applicant will include, as part of the site plan submission and building plan submission, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system, Leadership in Energy and Environmental Design—Core and Shell (LEED®-CS) rating system, or other LEED rating system determined to be applicable to the building(s) by the U.S. Green Building Council, that the applicant anticipates attaining. A professional engineer or licensed architect will provide certification statements at both the time of site plan/subdivision plan review and the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain certification of the project.
- F. Prior to approval of non-RUPs, the applicant will provide to the Environment and Development Review Branch of DPZ a letter from a

LEED®-accredited professional certifying that a green building maintenance reference manual has been prepared for use by future building occupants (including tenants of properties to be rented or leased), that this manual has been written by a LEED-accredited professional, that copies of this manual will be provided to all future building occupants and that this manual, at a minimum:

- Prior to approval of non-RUPs, the applicant will provide to the Environment and Development Review Branch of DPZ a letter from a LEED®-accredited professional certifying that a green building maintenance reference manual has been prepared for use by future building occupants (including tenants of properties to be rented or leased), that this manual has been written by a LEED-accredited professional, that copies of this manual will be provided to all future building occupants and that this manual, at a minimum:
 - provides a narrative description of each green building component, including a description of the environmental benefits of that component and including information regarding the importance of maintenance and operation in retaining the attributes of a green building;
 - provides, where applicable, product manufacturer's manuals or other instructions regarding operations and maintenance needs for each green building component, including operational practices that can enhance energy and water conservation;
 - provides, as applicable, either or both of the following: (1) a maintenance staff notification process for improperly functioning equipment; or (2) a list of local service providers that offer regularly scheduled service and maintenance contracts to assure proper performance of green building-related equipment and the structure, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks; and provides contact information that building occupants can use to obtain further guidance on each green building component.
- G. Prior to approval of non-RUPs, the applicant will provide an electronic copy of the manual in .pdf format to the Environment and Development Review Branch of the Department of Planning and Zoning.
- H. 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.

32. **Road Improvements, Signalization and Pedestrian Improvements.** All improvements to Jones Branch Drive, including construction of road improvements, signalization and pedestrian improvements shall be provided as shown on the SEA Plat at the time of site plan approval.
33. **Right of Way Dedication**
The areas shown as to be dedicated shall be dedicated in fee simple to the Board of Supervisors at time of site plan approval, or upon demand of Fairfax County or VDOT, whichever shall occur first; but no earlier than thirty (30) days of approval of this application. The area adjacent to the Jones Branch Connector which is noted as "Reserved" on the SEA Plat shall be dedicated in fee simple to the Board of Supervisors upon demand should the area be necessary for the establishment of a Circulator to serve Tysons Corner. Additional easements for sidewalks, grading and construction necessary to complete Phases 1 or 2 of the Jones Branch Connector needed within the 40 foot setback area shall be provided upon demand of Fairfax County or VDOT. In this event, a Special Exception Amendment will not be required. Any landscaping removed in conjunction with installation of improvements within said easements shall be replaced by Fairfax County and/or VDOT as necessary.
34. **TDM Program.** The following transportation demand management plan (the "TDM Plan") shall be implemented in order to encourage the use of shuttle and/or bus circulators, high-occupancy vehicle commuting modes, walking and biking all in order to reduce automobile trips generated by the proposed development:
- A. Program Manager. Prior to the issuance of the first Non-RUP for the proposed office building, an individual shall be designated by the applicant to act as the Program Manager ("PM") for the Property, whose responsibility will be to implement the TDM strategies. The duties of the PM may also be a part of other duties assigned to the individual(s). Written notice shall be provided by the applicant to the Fairfax County Department of Transportation ("FCDOT") of the appointment of the PM within ten (10) days of such appointment, and thereafter, within ten (10) days of any change in such appointment.
- B. TDM Plan. Ninety (90) days after the appointment of the PM, the TDM Plan for the property shall be submitted to FCDOT for review and approval. The TDM Plan and any amendments thereto shall include provisions for the following with respect to the proposed office building;
- i. Information Dissemination. Metro maps, schedules and forms, ridesharing and other relevant transit option information available to owners/tenants and employees shall be made available in a common area of the office building; such as a central lobby;

- ii. Ride Matching. Coordination and assistance with vanpool and carpool formation programs, ride matching services including adjacent office buildings, and established guaranteed ride home programs shall be provided to employees of the office building;
 - iii. Car Sharing Information. Information regarding the use of car sharing program(s) to tenants and employees (such as ZipCar/FlexCar) shall be made available to owners/tenants and employees in a common area of the office building;
 - iv. Subsidies. Tenants of the proposed office building shall be encouraged to offer subsidies to carpool users of HOT lanes; and,
 - v. Website. A TDM project website shall be developed and maintained by the PM that includes targeted information including multi-modal transportation information, real-time travel and transit data, the possibility of online transit pass sales or value loading and connections to supporting links.
 - vi. Restaurant Discounts. The proposed restaurant shall be encouraged to offer discounts and/of other incentives to employees of the office building who stay on-site to eat dinner or lunch.
- C. FCDOT Response. If FCDOT has not responded with any comments to the PM within sixty (60) days of receipt of the TDM Plan, the TDM Plan shall be deemed to be approved. If FCDOT responds with comments on the TDM Plan, the PM shall meet with FCDOT staff within fifteen (15) days of receipt of the County's comments. The PM shall then submit the revised TDM Plan no later than thirty (30) days after the meeting and begin implementation of the approved program.
- D. Vehicle Trip Objectives. In conjunction with Option 1 or Option 2A (493,362 gross square feet of office and 10,000 gross square feet of restaurant), the goal of the TDM Plan shall be to initially reduce the number of vehicle trips generated by the proposed office building(s) by fifteen percent (15%) in both the AM and PM peak hours from what would be projected by using methods based on ITE, 8th Edition, Trip Generation rates and/or equations (the "ITE Trip Generation Rate") for Land Use Code 710 (General Office). Therefore, the maximum trip limits for total driveway counts would be as follows:

| AM PEAK HOUR TRIPS | | | PM PEAK HOUR TRIPS | | |
|--------------------|--|-----|--------------------|--|-----|
| | | 580 | | | 612 |

If a restaurant is not constructed as part of Option 1 or 2A, the trip objectives defined above shall still apply.

In conjunction with Option 2B, the goal of the TDM Plan shall be to reduce the number of vehicle trips generated by the proposed development in both the AM and PM peak hours from what would be projected by using methods based on ITE, 8th Edition, Trip Generation rates and/or equations (the "ITE Trip Generation Rate") for Land Use Code 710 (General Office), 931 (Quality Sit-down Restaurant) and 310 (Hotel). The goal is to achieve an overall reduction of 15 percent during the AM peak hour and an overall reduction of 14 percent during the PM peak hour. These overall reductions account for both a 15 percent TDM reduction in the office component and the internal trip reductions associated with the synergy created between the office and hotel uses. Therefore, the maximum trip limits for total driveway counts under Option 2B would be as follows:

| AM PEAK HOUR TRIPS | | | PM PEAK HOUR TRIPS | | |
|--------------------|--|-----|--------------------|--|-----|
| | | 522 | | | 572 |

(The total number of trips shown includes trips generated by the office, the hotel and the restaurant)

If a restaurant is not constructed as part of Option 2B, the trip objectives defined above shall still apply.

Should a Tysons Circulator begin operation that serves this site, the TDM trip objectives shall cause a reduction of vehicle trips generated by the proposed uses in Option 1 and Option 2 by an overall twenty percent (20%) in both the AM and PM peak hours from what would be projected.

- E. Annual Trip Counts & Coordination with FCDOT. Beginning one year following issuance of the first Non-RUP for the proposed office building, trip counts shall be completed in October of each year and provided to FCDOT (the "Trip Counts"). The Trip Counts shall be conducted at the site driveways during the peak hour, as defined below, during a week without any holidays and when Fairfax County Public Schools are in session. The Trip Counts shall be compared against the maximum trip limit totals identified in this Development Condition to determine whether the trip reduction goals are met and shall be used by the PM to determine whether changes to the TDM Plan are needed to ensure that the vehicle trips are within the Vehicle Trip Objectives targeted goal. Results of the Trip Counts will be submitted to FCDOT within thirty (30) days of completing them. If the Trip Counts reveal that changes to the TDM Plan are needed, such changes shall be coordinated

between the PM and FCDOT and such changes shall be implemented and the TDM Plan shall be adjusted accordingly. The PM shall coordinate the preparation of trip counts materials and the methodology for validating the results of the Trip Counts with FCDOT at least thirty (30) days prior to completing each year's Trip Counts, and shall collect and analyze the results.

- i. Peak Hour. The relevant weekday AM or PM "peak hour" shall be that 60-minute period during which the highest volume of mainline through volumes occurs between 6:00 and 9:00 AM and 4:00 to 7:00 PM, respectively, as determined by mechanical and/or manual traffic counts along Jones Branch Drive conducted by a qualified traffic engineering firm. To determine the peak hour, the Trip Counts shall be collected beginning on a Monday at 2400 hours and continuing to the following Thursday at 2400 hours during a week when public schools are in session that does not contain a federal holiday. The methodology for determining the peak hour may be modified, in agreement between the applicant and FCDOT in order to respond to technological and/or other improvements in trip counting.
- ii. Termination. Annual Trip Counts shall be conducted unless and until it can be demonstrated to FCDOT that the maximum trip limits has been met. After the goal has been met for two (2) consecutive years, the Trip Counts will be taken every other year. If it is demonstrated that the goal has been met for two consecutive biennial trip counts, the Trip Counts shall be terminated although the TDM Program will continue.

In lieu of the Trip Counts and subject to the approval of FCDOT, surveys of employees in the office building may be used to determine compliance with TDM goals. The content and sample size of such surveys shall be approved by FCDOT. Should the survey data not provide a means to adequately determine compliance, Trip Counts as described herein, or other method acceptable to FCDOT shall be employed.

F. Remedy for Non-Attainment.

- i. TDM Remedy Fund. The purpose of the TDM Remedy Fund, as further described below, shall be to fund additional TDM strategies, which may be required if annual or biennial trip counts reveal that the Vehicle Trip Objectives described in these development conditions (the "Vehicle Trip Objectives") are not met. At site plan approval for the first building on the site the applicant shall set up a TDM Remedy Fund based on \$0.05 per square foot of office space. Funds from the TDM Remedy Fund shall be drawn on only for purposes of remedying the non-attainment of the Vehicle Trip Objectives.

- ii. Maximum Fund Contributions. Notwithstanding subparts (i) of this Development Condition, no more than Seventy-Five Thousand Dollars (\$75,000.00) shall be required of the applicant to remedy non-attainment of Vehicle Trip Objectives over the life of the TDM Plan.

- G. Should a hotel be constructed on the property, Metro maps, schedules and forms and other relevant transit option information shall be made available in a common location, such as a central lobby. The hotel concierge shall be familiar with said information that provides alternatives to single occupancy vehicle use.

- H. The applicant shall work with FCDOT to review/adjust the TDM goals and accompanying trip reduction thresholds associated with the Property upon implementation of circulator service to/from the site. If circulator service to/from the site becomes available, a Trip Count shall be conducted three years after the service begins in order to determine any additional reductions which could be achieved. The Trip Count will be compared to previous Trip Reduction Counts (conducted under "E" of this Condition) to determine the appropriate adjustments to the TDM goals resulting from implementation of the Circulator.

- 35. **Bus Shelter.** A pad for a bus shelter shall be built by the applicant in a location as determined in consultation with WMATA and FCDOT as part of site plan review. As an alternative, a pad and bus shelter may be constructed and maintained by the applicant.

- 36. **Bicycle Racks and Lockers.** Bicycle racks for the proposed office building shall be installed throughout the parking garage, in specific locations to be approved by FCDOT as part of site plan review (collectively, the "Bike Racks"). In conjunction with Option 1 and Option 2A, the Bike Racks shall accommodate at least seventy (70) bicycles, including fifty (50) employee bicycles and twenty (20) visitor bicycles. In addition, ten (10) bicycle lockers (the "Bike Lockers") shall be provided throughout the parking garage for employees. In conjunction with Option 2B, the Bike Racks shall accommodate at least forty-five (45) bicycles, including thirty-three (33) employee bicycles and twelve (12) visitor bicycles. In addition, six (6) Bike Lockers shall be provided throughout the parking garage for employees. The Bike Racks and the Bike Lockers shall be installed prior to the issuance of the Non-RUP for the proposed office building.

- 37. **Exercise and Shower Facilities.** In conjunction with Option 1 and Option 2A, an exercise and shower facility shall be installed in one of the two proposed office building(s) prior to the issuance of the Non-RUP. The exercise facility shall be a minimum of 1,000 square feet and at least four (4) showers shall be installed and made available to employees.

This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or

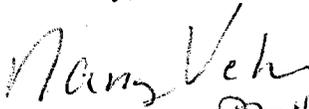
adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception Amendment shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this special exception shall automatically expire, without notice, sixty (60) months after the date of approval unless, at a minimum, the use has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the special exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

The Board also:

- Waived the front yard bulk standards for section 2-418 along all front yards to that shown on the SEA Plat
- Waived the transitional screening and barrier requirements, in favor of what is shown on the SEA Plat
- Waived the trail depicted in the Comprehensive Plan along the Dulles International Airport Access Highway/I-495
- Directed the Director of the Department of Public Works and Environmental Services to permit a deviation from the tree preservation target, as identified in the Public Facilities Manual
- Modified the loading space requirement shown on the SEA Plat

Sincerely,


Nancy Vehrs *omit for*
Clerk to the Board of Supervisors
NV/ph

July 27, 2011

Cc: Chairman Sharon Bulova
Supervisor Lynda Smyth, Providence District
Janet Coldsmith, Director, Real Estate Division, Dept. of Tax Administration
Regina Coyle, Director, Zoning Evaluation Division, DPZ
Diane Johnson-Quinn, Deputy Zoning Administrator, Dept. of Planning and Zoning
Angela K. Rodeheaver, Section Chief, Transportation. Planning Division
Ken Williams, Plans & Document Control, ESRD, DPWES
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