



APPLICATIONS ACCEPTED: September 8, 2006  
RZ/FDP APPLICATION AMENDED: April 12, 2011  
PLANNING COMMISSION: October 6, 2011  
BOARD OF SUPERVISORS: not scheduled

# County of Fairfax, Virginia

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September 22, 2011

## STAFF REPORT ADDENDUM II

RZ/FDP 2006-PR-027 and SEA 00-P-050

### PROVIDENCE DISTRICT

**APPLICANT (RZ/FDP):** TCR Mid Atlantic Properties, Inc. and Fairfax Ridge Condominium Unit Owners Association

**APPLICANT (SEA):** TCR Mid Atlantic Properties, Inc.

**EXISTING ZONING:** PDH-20, HC

**PROPOSED ZONING:** PDH-30, HC

**RZ/FDP PARCELS:** 46-4 ((19)) all parcels; 56-2 ((1)) 18A and 56-2 ((27)) all parcels except Parcel C

**SEA PARCEL:** 56-2 ((1)) 18A

**RZ/FDP ACREAGE:** 15.51 acres

**SEA ACREAGE:** 3.19 acres

**DENSITY:** 23.76 du/ac (overall) *including bonus density for the provision of affordable dwelling units and utilizing previously reserved density credit*

**OPEN SPACE:** 26.4% (overall)

**PLAN MAP:** Fairfax Center Area; Overlay Level: Office use  
@ 0.5 FAR with option for multi-family residential  
@ 20 to 25 du/ac

**SE CATEGORY:** Category 6, Use 5: Commercial parking in a residential district

Tracy Strunk

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



**RZ/FDP PROPOSAL:** To rezone from the PDH-20 District to the PDH-30 District to permit an additional multi-family residential building on Land Bay B, no changes proposed to the multi-family residential buildings on Land Bay A.

**SEA PROPOSAL:** To amend a previously approved special exception for commercial parking in a residential district, to continue the use of an identical number of parking spaces (275) in a parking garage as opposed to the existing surface lot

**STAFF RECOMMENDATIONS:**

Staff recommends approval of RZ 2006-PR-027, subject to the execution of proffers consistent with those found in Attachment 1 of this report.

Staff recommends approval of FDP 2006-PR-027.

Staff recommends approval of SEA 00-P-050, subject to the development conditions found in Attachment 2 of this report.

Staff recommends approval of a waiver of the loading space requirement for Land Bay A only (*previously approved with RZ/FDP 2000-PR-056*)

Staff recommends approval of a modification of transitional screening requirements and waiver of the barrier requirements along the I-66 right-of-way (*previously approved with RZ/FDP 2000-PR-056*)

Staff recommends approval of a waiver of the service drive requirement along Route 50 and I-66 (*previously approved with RZ/FDP 2000-PR-056*)

Staff recommends approval of a waiver of on-site stormwater management requirement in favor of the regional pond constructed on Land Bay A (*previously approved with RZ/FDP 2000-PR-056*)

Staff recommends approval of a waiver of open space requirement in favor of that show on the CDP/FDP

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, covenants, or other agreements between parties, as they may apply to the property subject to this application

It should be 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.

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 TTY 711 (Virginia Relay Center).

N:\Fairfax Ridge Land Bay B 2006-PR-027 SEA 00 050\RZ FDP 2006-PR-027 SEA 050 ADDENDUM II.docx



Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 48 hours advance notice. For additional information on ADA call (703) 324-1334 or TTY 711 (Virginia Relay Center).

# Rezoning Application

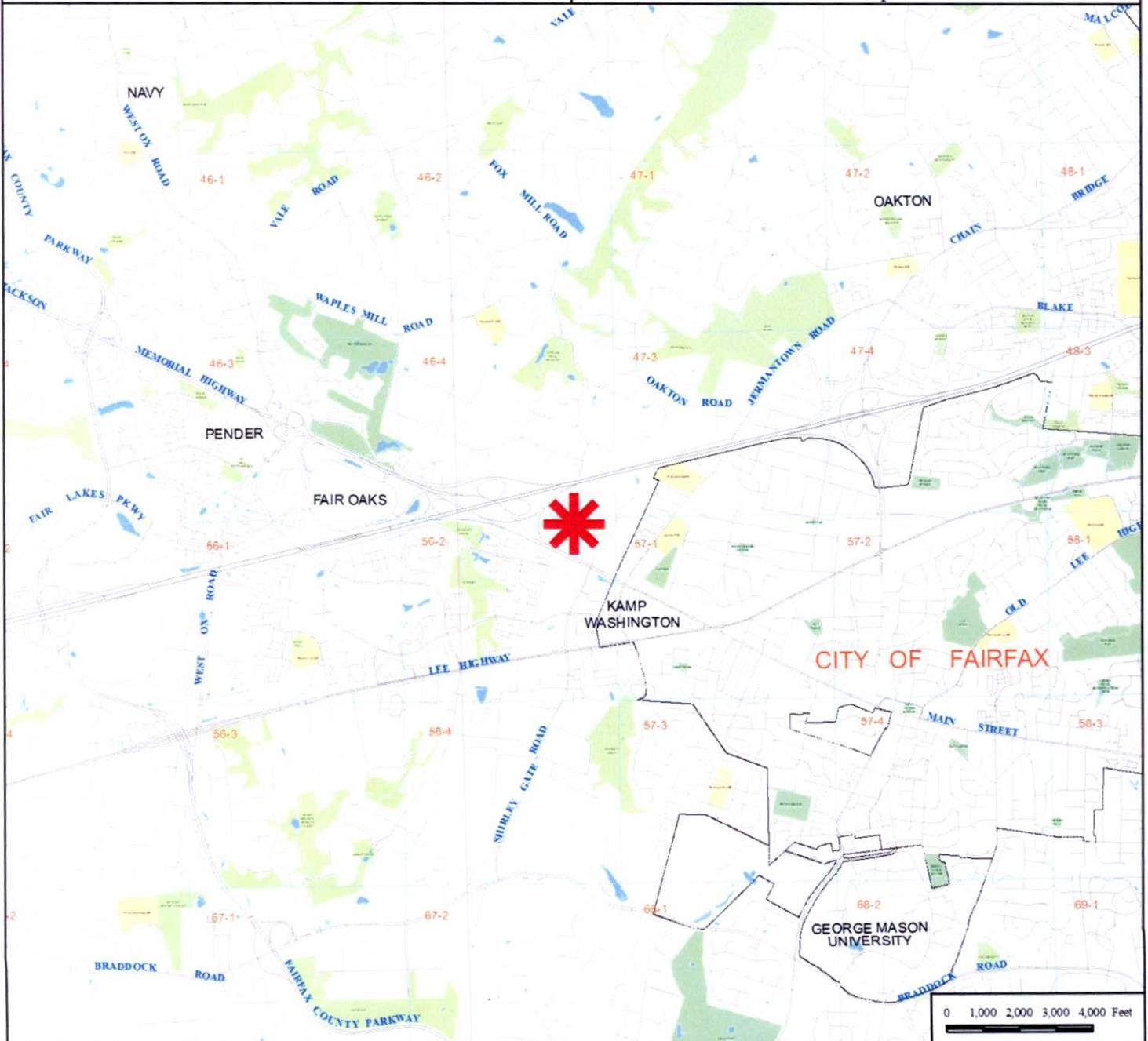
RZ 2006-PR-027

# Final Development Plan

FDP 2006-PR-027

Applicant: TCR MID ATLANTIC PROPERTIES, INC. & FAIRFAX RIDGE CONDOMINIUM UNIT OWNERS ASSOCIATION  
 Accepted: 04/12/2011- AMENDED 09/08/2006  
 Proposed: RESIDENTIAL  
 Area: 15.51 AC OF LAND;  
 DISTRICT - PROVIDENCE  
 Located: NORTHWEST AND SOUTHWEST QUADRANT OF THE INTERSECTION OF WAPLES MILL ROAD AND FAIRFAX RIDGE ROAD  
 Zoning: FROM PDH-20 TO PDH-30  
 Overlay Dist: HC  
 Map Ref Num: 56-2 /01/ /0018A 56-2/27/ Multiple Parcels  
 46-4/19/ Multiple Parcels

Applicant: TCR MID ATLANTIC PROPERTIES, INC. & FAIRFAX RIDGE CONDOMINIUM UNIT OWNERS ASSOCIATION  
 Accepted: 04/12/2011- AMENDED 09/08/2006  
 Proposed: RESIDENTIAL  
 Area: 15.51 AC OF LAND;  
 DISTRICT - PROVIDENCE  
 Located: NORTHWEST AND SOUTHWEST QUADRANT OF THE INTERSECTION OF WAPLES MILL ROAD AND FAIRFAX RIDGE ROAD  
 Zoning: PDH-30  
 Overlay Dist: HC  
 Map Ref Num: 56-2 /01/ /0018A 56-2/27/ Multiple Parcels  
 46-4/19/ Multiple Parcels



# Rezoning Application

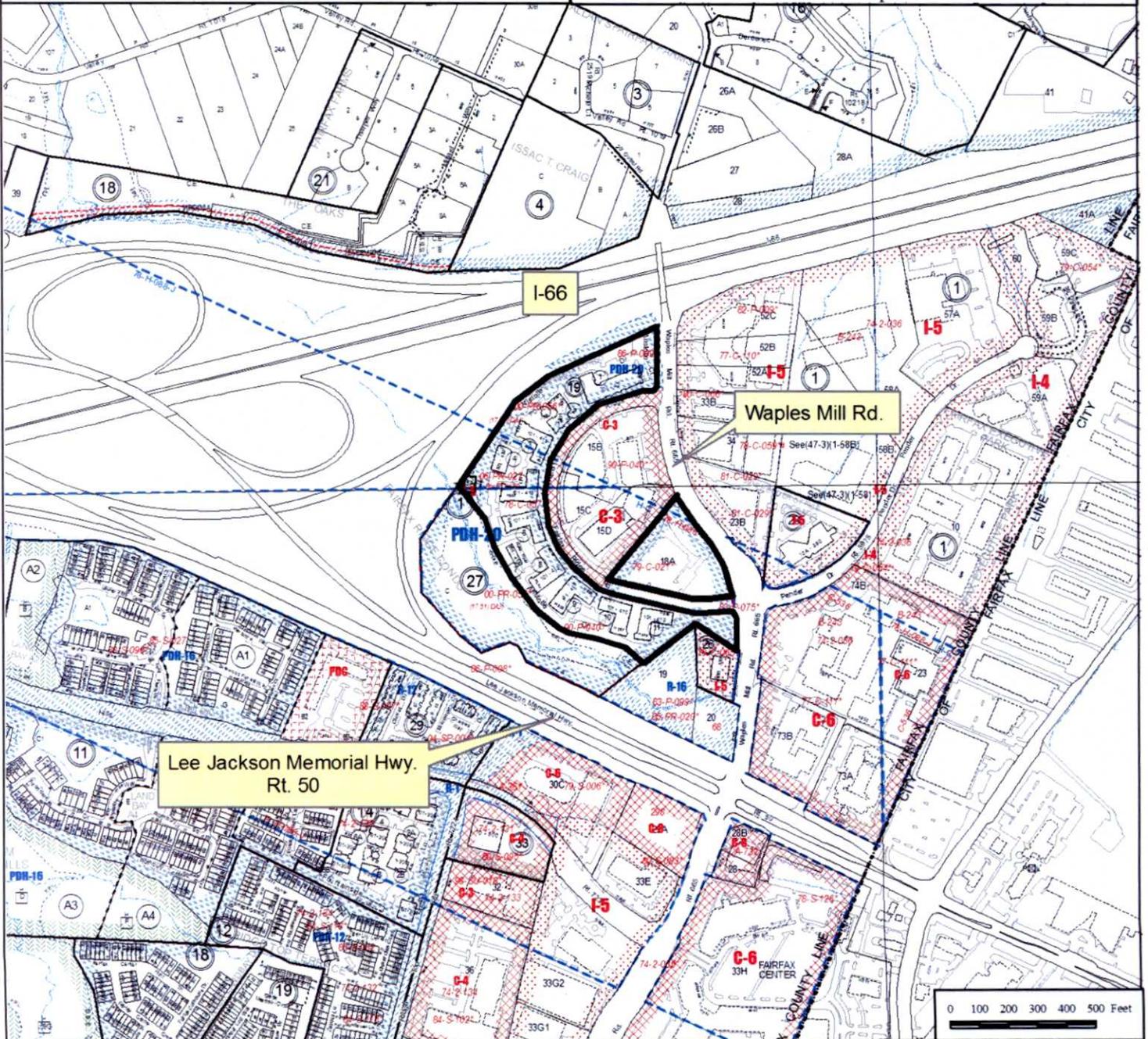
RZ 2006-PR-027

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 Zoning: PDH-30  
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 Map Ref Num: 56-2 /01/ /0018A 56-2/27/ Multiple Parcels 46-4/19/ Multiple Parcels



# Special Exception Amendment

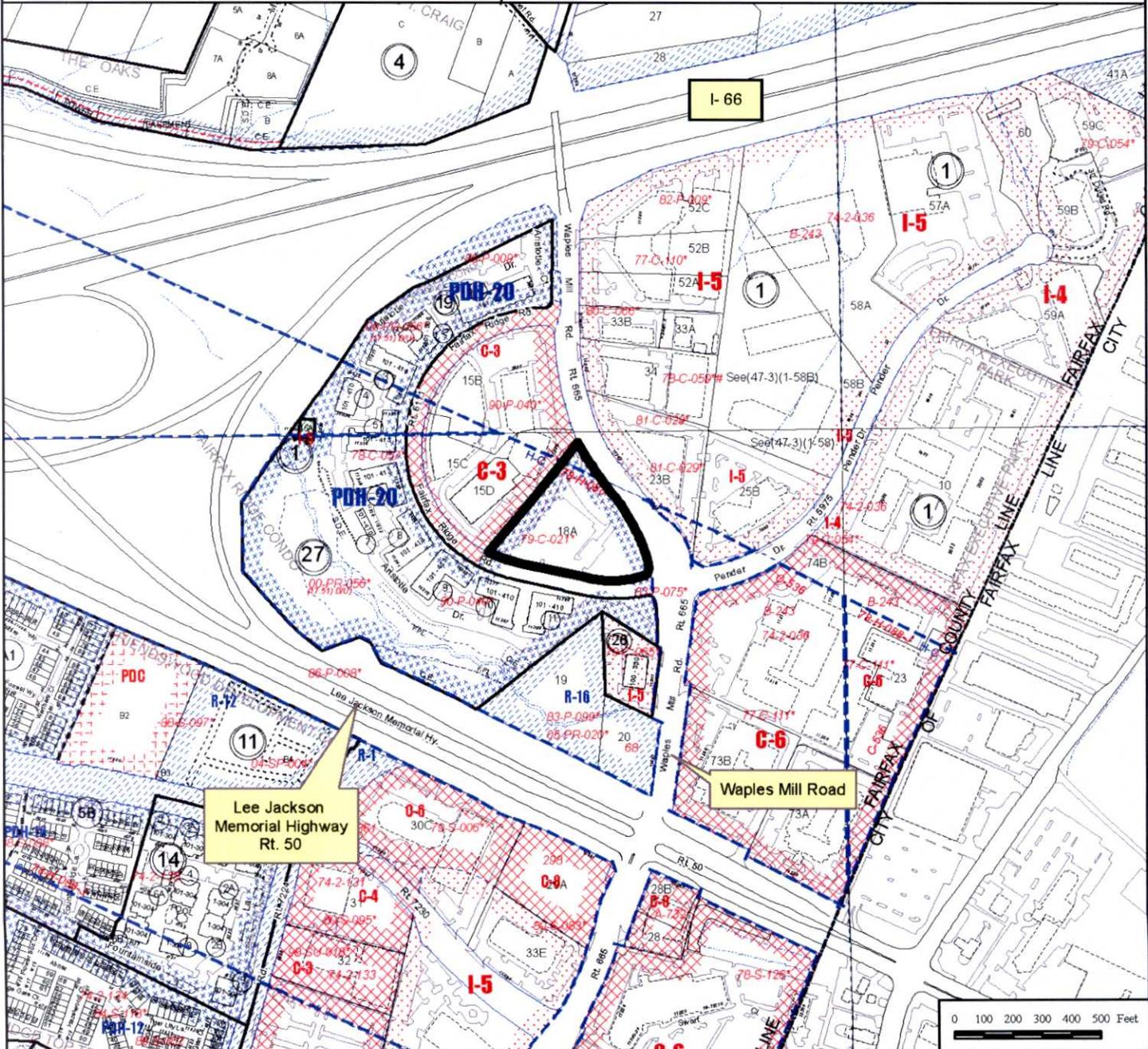
## SEA 00-P-050



Applicant: TCR MIDATLANTIC PROPERTIES, INC.  
 Accepted: 09/08/2006  
 Proposed: TO AMEND SE 00-P-050 PREVIOUSLY APPROVED FOR PARKING IN THE R DISTRICT TO PERMIT SITE MODIFICATIONS

Area: 3.19 AC OF LAND; DISTRICT - PROVIDENCE  
 Zoning Dist Sect: 09-0609  
 Art 9 Group and Use: 6-05  
 Located: WEST SIDE OF WAPLES MILL ROAD AND SOUTHWEST QUADRANT OF THE INTERSECTION OF WAPLES MILL ROAD AND FAIRFAX RIDGE ROAD

Zoning: PDH-30  
 Plan Area: 2,  
 Overlay Dist: HC  
 Map Ref Num: 056-2- /01/ /0018A



# CONCEPTUAL DEVELOPMENT PLAN/FINAL DEVELOPMENT PLAN

TAX MAP 46-4 ((19)) (01) -0101 THRU -0421 TAX MAP 56-2 ((27)) (07) -0101 THRU -0410  
 TAX MAP 46-4 ((19)) (02) -0101 THRU -0306 TAX MAP 56-2 ((27)) (08) -0101 THRU -0413  
 TAX MAP 46-4 ((19)) (03) -0101 THRU -0413 TAX MAP 56-2 ((27)) (09) -0101 THRU -0413  
 TAX MAP 46-4 ((19)) (04) -0101 THRU -0410 TAX MAP 56-2 ((27)) (10) -0101 THRU -0410  
 TAX MAP 56-2 ((27)) (05) -0101 THRU -0413 TAX MAP 56-2 ((27)) (11) -0101 THRU -0410  
 TAX MAP 56-2 ((27)) -0101 THRU -0413 TAX MAP 56-2 ((01)) 18A

## SPECIAL EXCEPTION AMENDMENT PLAT/SEA

FOR TAX MAP 56-2 ((01)) 18A

# FAIRFAX RIDGE LAND BAYS A & B

Providence Magisterial District  
 Fairfax County, Virginia

PREPARED FOR:

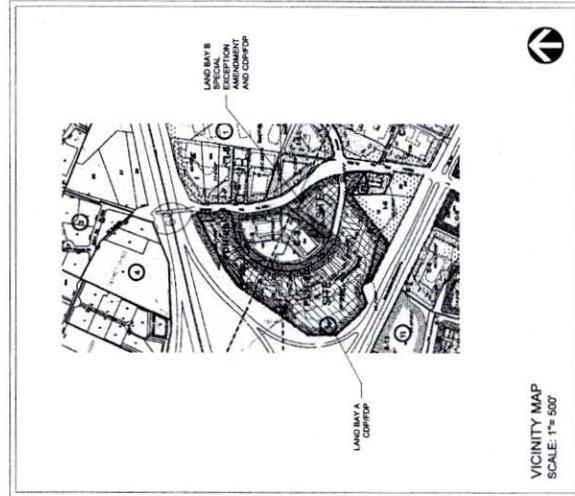
TCR MID-ATLANTIC PROPERTIES

APRIL 4, 2005

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- 4 LANDSCAPE PLAN
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- 5 EXISTING VEGETATION MAP
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- 6 BMP MAP
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- 7B LANDBAY B ENLARGEMENTS
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- 8 SITE DETAILS
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- 10 REGIONAL DETENTION POND #D-47 PLAN\*
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- 12 STREETScape PLAN\*
- 13

\*THESE SHEETS ARE FOR LANDBAY A ONLY, WHICH WAS PREVIOUSLY CONSTRUCTED. NO CHANGES ARE PROPOSED.



### REVISION

- REVISED JUNE 27, 2005 - COUNTY COMMENTS
- REVISED JUNE 5, 2006 - COUNTY COMMENTS
- REVISED JULY 12, 2006 - COUNTY COMMENTS
- REVISED JULY 20, 2006 - COUNTY COMMENTS
- REVISED AUGUST 31, 2006 - COUNTY COMMENTS
- REVISED NOVEMBER 27, 2006 - COUNTY COMMENTS
- REVISED NOVEMBER 21, 2006 - COUNTY COMMENTS
- REVISED JANUARY 22, 2007 - COUNTY COMMENTS
- REVISED JANUARY 9, 2007 - COUNTY COMMENTS
- REVISED FEBRUARY 26, 2007 - COUNTY COMMENTS
- REVISED MARCH 13, 2007 - COUNTY COMMENTS
- REVISED MAY 22, 2007 - BULK PLANE/ELEVATION FOR FAIRFAX RIDGE RD.
- REVISED FEBRUARY 19, 2010 - CDP/FDP RESUBMISSION
- REVISED MAY 25, 2010 - COUNTY COMMENTS
- REVISED AUGUST 16, 2010 - COUNTY COMMENTS
- REVISED SEPTEMBER 13, 2010 - COUNTY COMMENTS
- REVISED NOVEMBER 29, 2010 - COUNTY COMMENTS
- REVISED JANUARY 7, 2011 - COUNTY COMMENTS
- REVISED MARCH 18, 2011 - PARCEL C
- REVISED AUGUST 26, 2011
- REVISED SEPTEMBER 6, 2011



WALSH COLUCCI  
 LUBBERY EMBRICH  
 & WALSH PC



INDUSTRIAL WAREHOUSE & OFFICE BUILDING, INDUSTRIAL WAREHOUSE CONSTRUCTION PERMITS  
 810 GREENBORO DRIVE, SUITE 200, WELLSAN, VIRGINIA 22152  
 TOLL FREE 1-800-544-7878  
 FAX 540-721-1111  
 WWW.MVA.VA.GOV

PREPARED BY:  
**LandDesign**

1414 Prince Street, Suite 400, Alexandria, VA 22314  
 Tel: 703.729.7878 Fax: 703.729.9888  
 www.landdesign.com

LD# 2010005

SHEET NUMBER

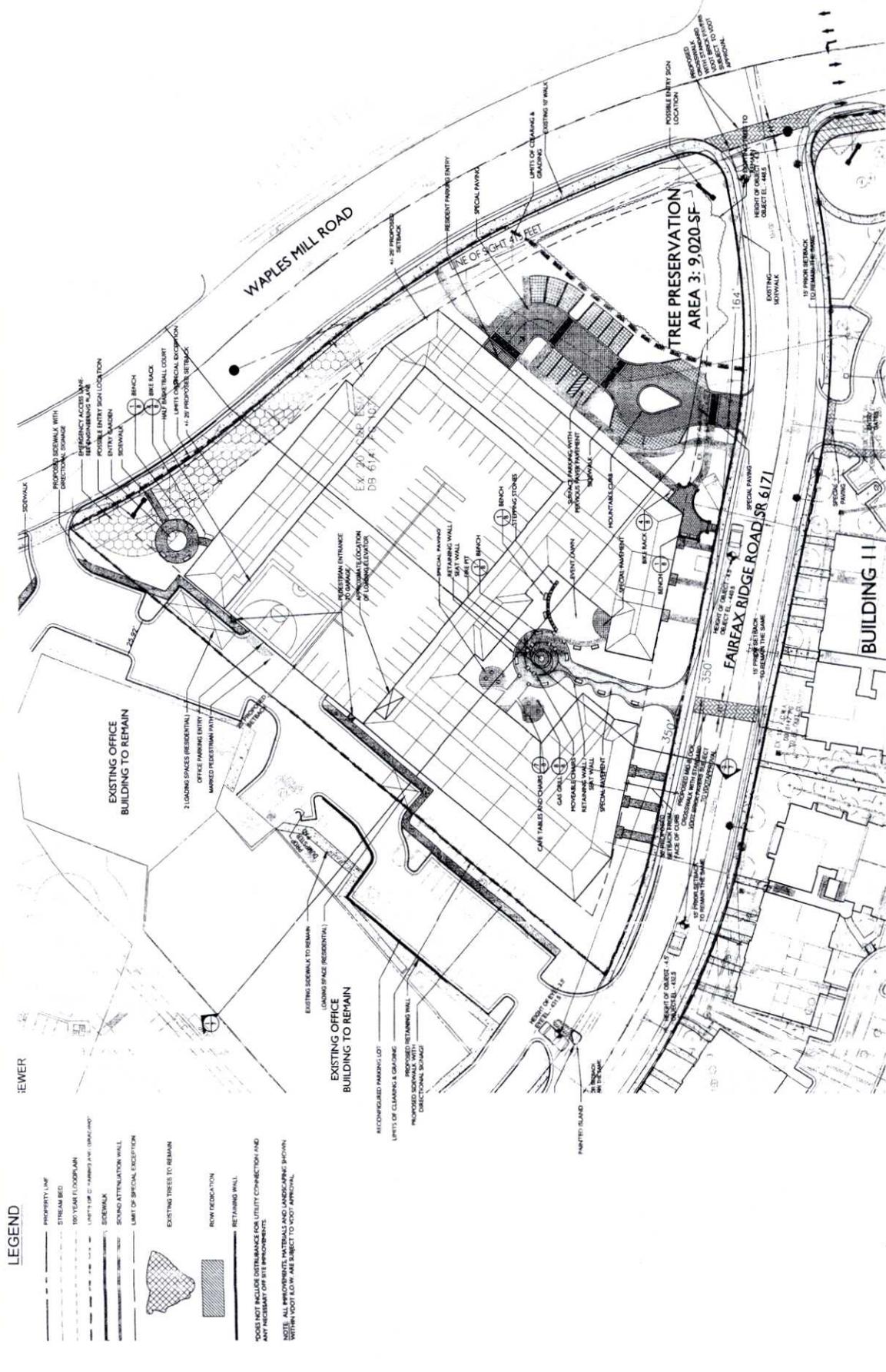








NOTES:  
 1. FOR TABULATIONS SEE SHEET 2  
 2. FOR PLANTINGS SEE SHEET 1



- LEGEND**
- PROPERTY LINE
  - STREAM BED
  - 10-YEAR FLOODPLAIN
  - UTILITY (E, G, H, S, W, A, T, C, S, G, A, S)
  - SCENARIUM
  - SOUND ATTENUATION WALL
  - LIMIT OF SPECIAL EXCEPTION
  - EXISTING TREES TO REMAIN
  - ROW DESIGNATION
  - RETAINING WALL
- PODS NOT TO BE USED FOR UTILITY CONNECTION AND ARE FOR PLANTING OFF SITE IMPROVEMENTS.  
 NOTE: ALL IMPROVEMENTS, MATERIALS AND LANDSCAPING SHOWN WITHIN FOOT PRINT ARE SUBJECT TO CITY APPROVAL.



**SOILS LEGEND**

**ORANGE SOILS GROUP**

- 20B+ Meadowville Silt Loam
- 24B Elyokk Silt Loam
- 52B+ Elbert Silt Loam, Undulating Phase
- 55C2 Glenelg Silt Loam, Rolling Phase
- 59B2 Brems Orange Silt Loam, Rolling Phase
- 66C2 Lloyd Loam, Rolling Phase
- 66D2 Lloyd Loam, Hilly Loam
- 89C2 Enon Silt Loam, Rolling Phase
- 141E1 Rocky Land Greenstone, 25%+ slopes with slight erosion.
- 152B2 Elbert Orange Group, moderate erosion



**SOILS MAP**  
 Scale: 1"=500'

THE BUILDINGS IN LANDBAY B WILL COMPLY WITH THE MINIMUM REQUIREMENTS FOR A BULK PLANE AS SHOWN IN THE TABLE BELOW. THESE MINIMUM REQUIREMENTS ARE LISTED IN THE TABLE BELOW.

YARD	ANGLE	DISTANCE
FRONT	30 DEGREES	NOT LESS THAN 15'
REAR	15 DEGREES	NOT LESS THAN 15'
SIDE	15 DEGREES	NOT LESS THAN 15'



**ANGLE OF BULK PLANE: MULTI-FAMILY BUILDING: POH30**

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YARD	ANGLE	DISTANCE
FRONT	30 DEGREES	NOT LESS THAN 15'
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**LANDBAY B (AT SOUTHWEST CORNER)**

NOTE: THERE IS NO ANGLE OF BULK PLANE REQUIREMENT SPECIFIED FOR THE FDM DISTRICT. THIS GRAPHIC DEPICTION OF THE BULK PLANE REQUIREMENT IS FOR INFORMATION ONLY. THE APPLICANT SHALL VERIFY THE APPLICABLE BULK PLANE REQUIREMENT OF SECTION 16.10 OF THE ZONING ORDINANCE, ACTUAL BUILDING HEIGHTS AND MASSING FOR USE WITHIN THE ZONING DISTRICT.

1. THE PROPERTY SHOWN HEREON IDENTIFIED BY TAX REFERENCE, TAX MAP 44-4 (199) 011 0101 THRU 0421, TAX MAP 44-4 (199) 0101 THRU 0306, TAX MAP 44-4 (199) 0101 THRU 0410, TAX MAP 44-4 (199) 0101 THRU 0413, TAX MAP 44-4 (199) 0101 THRU 0415, TAX MAP 44-4 (199) 0101 THRU 0416, TAX MAP 44-4 (199) 0101 THRU 0418 AND 96-2-01-0018A ALL CURRENTLY ZONED POH30.
2. THE PURPOSE OF THIS APPLICATION IS TO REZONE TAX MAP PARCELS REFERENCED IN NOTE #1 ABOVE OWNED BY FAIRFAX RIDGE LAND BAY PARTNERSHIP, A LIMITED LIABILITY COMPANY, TO A RESIDENTIAL ZONING DISTRICT. THE APPLICANT REQUESTS THAT THE ZONING DISTRICT BE REZONED TO A RESIDENTIAL ZONING DISTRICT. THE APPLICANT REQUESTS THAT THE ZONING DISTRICT BE REZONED TO A RESIDENTIAL ZONING DISTRICT.
3. BOUNDARY INFORMATION PROVIDED BY VMA, INC THROUGH FIELD SURVEY IN MARCH, 2002 (LAND BAYS A AND B). TOPOGRAPHY IS FROM AN AERIAL PHOTOGRAPH DATED 1998. THE APPLICANT REQUESTS THAT THE ZONING DISTRICT BE REZONED TO A RESIDENTIAL ZONING DISTRICT.
4. THE BUILDING FOOTPRINT FOR LANDBAY B REPRESENTED HEREON IS APPROXIMATE. THE BUILDING FOOTPRINT MAY BE INCREASED OR DECREASED TO ACCOMMODATE THE REQUIREMENTS OF THE ZONING ORDINANCE. THE APPLICANT REQUESTS THAT THE ZONING DISTRICT BE REZONED TO A RESIDENTIAL ZONING DISTRICT.
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15. ADDITIONAL SITE FEATURES SUCH AS GAZEBOS, TRELLISES, ENTRANCE SIGNS, GATEHOUSES, FENCES AND/OR WALLS NOT REPRESENTED HEREON MAY BE PROVIDED IN ACCORDANCE WITH THE ZONING ORDINANCE.
16. THE PROPOSED DEVELOPMENT MAY INCLUDE ACTIVE AND PASSIVE RECREATION FACILITIES SUCH AS SITTING AREAS, SWIMMING POOL, TOT LOT, COMMUNITY GARDENS, COURTESY, PEDESTRIAN AND BICYCLE TRAILS, AND/OR LANDSCAPE GARDENS.
17. ALL NECESSARY COUNTY APPROVALS AND PERMITS ARE OBTAINED.
18. THERE ARE NO KNOWN HAZARDOUS OR TOXIC SUBSTANCES STORED ON THE SUBJECT PROPERTY. FURTHER, THE PROPOSED USE WILL NOT GENERATE, UTILIZE, STORE, TREAT OR DISPOSE OF SUCH SUBSTANCES ON THE PROPERTY.
19. THE MAXIMUM RESIDENTIAL BUILDING HEIGHT IS SIXTY FEET (60'). SOME BUILDINGS MAY HAVE ONE LEVEL OF DWELLING UNITS WHICH WILL BE BELOW OR PARTIALLY BELOW FINISHED GRADE, ON TWO TO TWO AND A HALF LEVELS OF PARKING WHICH WILL BE BELOW OR PARTIALLY BELOW FINISHED GRADE.
20. PUBLIC WATER AND SEWER SHALL BE PROVIDED. ALL OTHER PUBLIC UTILITIES SHALL BE PROVIDED TO THE SITE BY EXTENSION OF EXISTING SERVICE IN PLACE. SLEDD WASTE REMOVAL SHALL BE PROVIDED BY PRIVATE CONTRACTOR.
21. IF AN IMPROVEMENT TO THE COP OR SPECIAL EXCEPTION BECOMES NECESSARY AT A LATER DATE, THE APPLICANT RESERVES THE RIGHT TO SUBMIT ONLY THAT PORTION OF THE APPLICATION THAT IS NECESSARY FOR THE IMPROVEMENT OR SPECIAL EXCEPTION REVIEW AND APPROVAL.
22. TITLE REPORTS HAVE BEEN PROVIDED FOR BOTH LAND BAYS A AND B AND HAVE BEEN INCORPORATED INTO THE CERTIFIED PLAN.
23. THE DEVELOPER RESERVES THE RIGHT TO LOCATE TEMPORARY CONSTRUCTION/STORAGE/STORAGE TRAILERS ON THE SITE.
24. THE DEVELOPER RESERVES THE RIGHT TO PROVIDE ACCESS CONTROL FEATURES FOR THE RESIDENTIAL COMPONENT WHICH MAY CONSIST OF ONE OR MORE OF THE FOLLOWING: ENTRY AND EGRESS GATES, GATEHOUSES, PEDESTRIAN FENCING AND PEDESTRIAN GATES) WITHIN THE CONFINES OF THE GARAGE.
25. THE PROPOSED DEVELOPMENT CONFORMS TO THE PROVISIONS OF ALL APPLICABLE ORDINANCES, REGULATIONS AND ADOPTED STANDARDS WITH THE EXCEPTION OF:
  - A. A WAIVER OF THE LOADING SPACE REQUIREMENT OF ARTICLE 11 FOR LAND BAY A FOR MULTIFAMILY DWELLINGS IS HEREBY REQUESTED.
  - B. A MODIFICATION OF TRANSITIONAL SCREENING AND A WAIVER OF THE BARRIER REQUIREMENT ALONG THE E.O.M. OF PAR 1 UNDER SECTION 13.3M PAR 1.
  - C. WAIVER OF SERVICE DRIVE REQUIREMENT ALONG I46 AND ROUTE 50.
  - D. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2).
  - E. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - F. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - G. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
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  - L. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - M. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - N. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
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  - X. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - Y. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.
  - Z. WAIVER OF THE TRANSITIONAL YARD SCREENING AND BARRIER REQUIREMENTS PURSUANT TO ZONING ORDINANCE SECTION 13.305 PARAGRAPHS (1) AND (2) BETWEEN THE MULTIFAMILY RESIDENTIAL UNITS AND PROFESSIONAL/COMMERCIAL USES WITHIN THE DEVELOPMENT.

26. THE EDC LINE DEPICTED ON THESE PLANS WAS ESTABLISHED WITH THE APPROVED RECORDS #0204-P-040.
27. THE DEVELOPMENT ON LAND BAY A PURSUANT TO THE APPROVED SITE PLAN IS SUBSTANTIALLY COMPLETE. NO DEVELOPMENT IS PROVIDED FOR LAND BAY A, EXCEPT FOR THAT SHOWN HEREON WHICH IS NECESSARY TO INTERFERE WITH LAND BAYS A AND B APPROPRIATELY.
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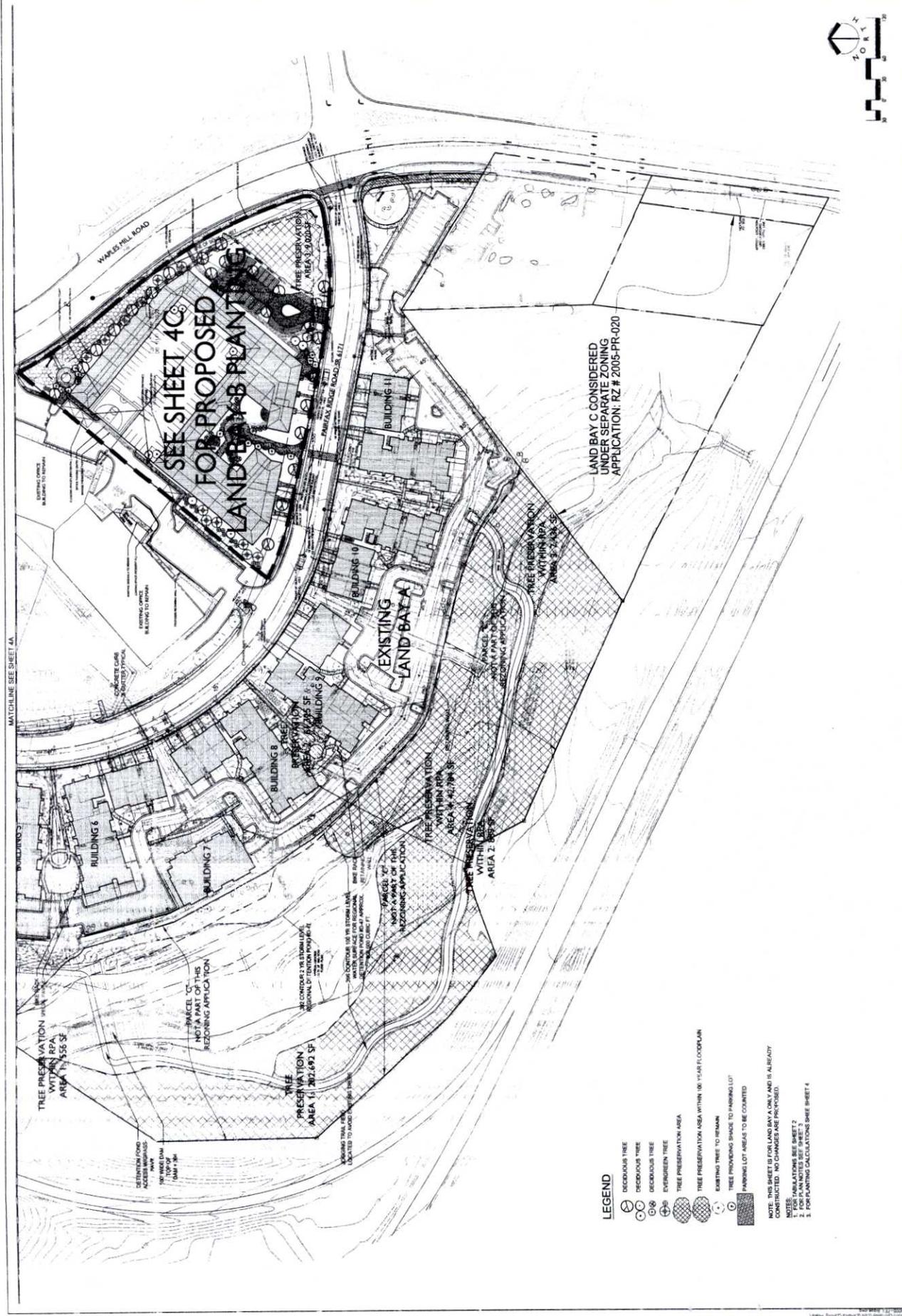
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 SCALE: AS SHOWN  
 Q.C. BY: JH  
 DATE: 11/03/05  
 DESIGNED BY: CA  
 DATE: 11/03/05  
 SHEET NUMBER: 4B

REVISIONS:  
 1. 11/03/05  
 2. 11/03/05  
 3. 11/03/05  
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Fairfax Ridge Land Bay A  
 CD/P/FDP  
 TCR Mid Atlantic Properties, Inc., Providence Management District, Fairfax County, Virginia  
 Landscape Plan Enlargement



LandDesign  
 144 Fairfax Drive, Suite 407, Alexandria, VA 22314  
 P: 703.649.2794 F: 703.671.4884  
 www.LandDesign.com



- LEGEND**
- DECIDUOUS TREE
  - DECIDUOUS TREE
  - DECIDUOUS TREE
  - EVERGREEN TREE
  - TREE PRESERVATION AREA
  - TREE PRESERVATION AREA WITHIN 100' YEAR FLOODPLAIN
  - EXISTING TREES TO REMAIN
  - TREE PROVIDING SHADE TO PARKING LOT
  - PARKING LOT AREAS TO BE COUNTED

NOTES:  
 1. THIS SHEET IS FOR LAND BAY A ONLY AND IS ALREADY CONSTRUCTED. NO CHANGES ARE PROPOSED.  
 2. FOR FURTHER INFORMATION SEE SHEET 2.  
 3. FOR PLANTING CALCULATIONS SEE SHEET 4.

MATCHLINE SEE SHEET 4A













DATE REC. 2001	DATE	APPROVED	DATE
DATE	DATE	DATE	DATE
SCALE: AS SHOWN	PROJECT/TITLE NO.	REVISION	REASON FOR REVISION
SHEET NO. 6001	SHEET TOTAL 6001	NO.	DESCRIPTION



THIS SHEET FOR INFORMATION ONLY

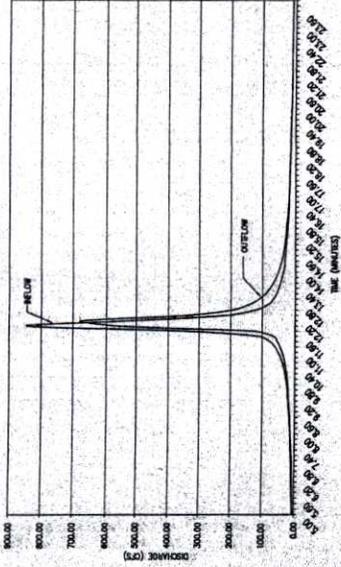
HYDROGRAPHS

FAIRFAX RIDGE  
REGIONAL STORMWATER MANAGEMENT POND  
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PROVIDENCE MAINTENANCE DISTRICT  
FAIRFAX COUNTY, VIRGINIA

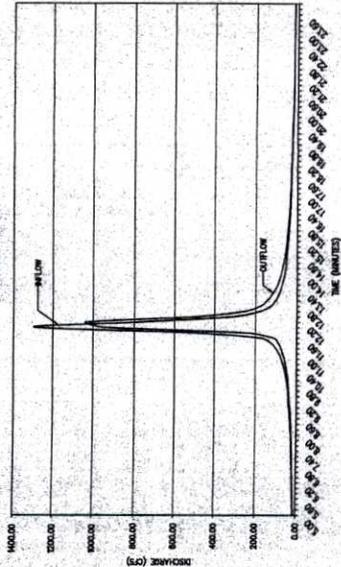
WKA INCORPORATED  
2100 GREENBROOK DRIVE SUITE 200 B WALKER, VIRGINIA 22172  
TEL: 703-438-1100 FAX: 703-438-1177  
WWW.WKA.COM



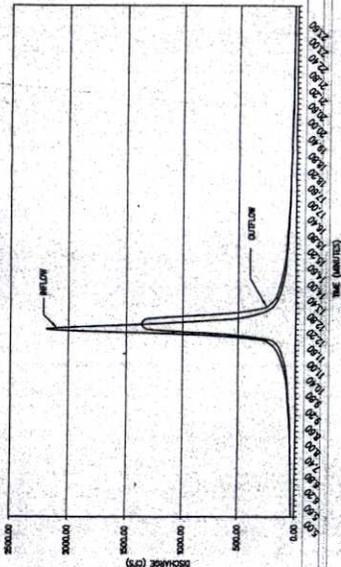
100 YEAR HYDROGRAPHS



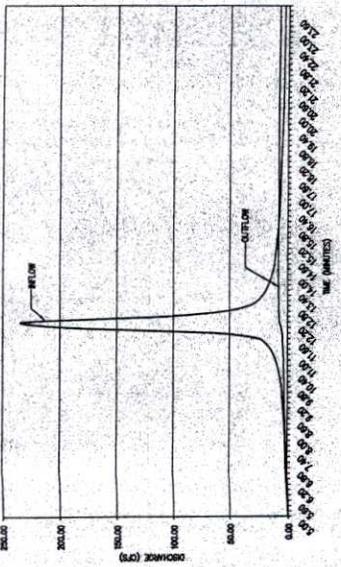
50 YEAR (1.5X100 YEAR) HYDROGRAPHS



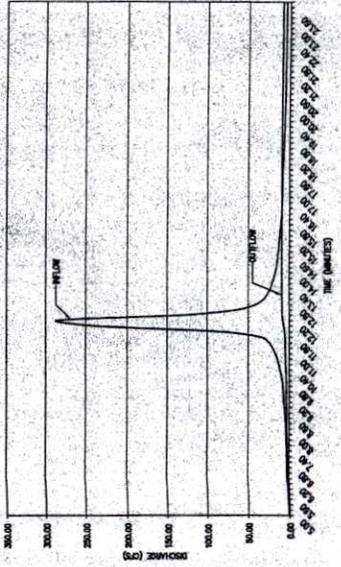
25 YEAR (2.5X100 YEAR) HYDROGRAPHS



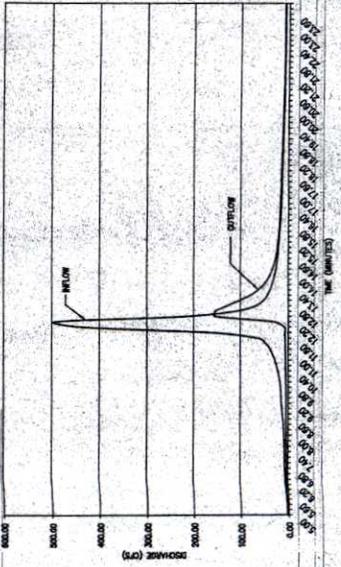
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2 - YEAR HYDROGRAPHS



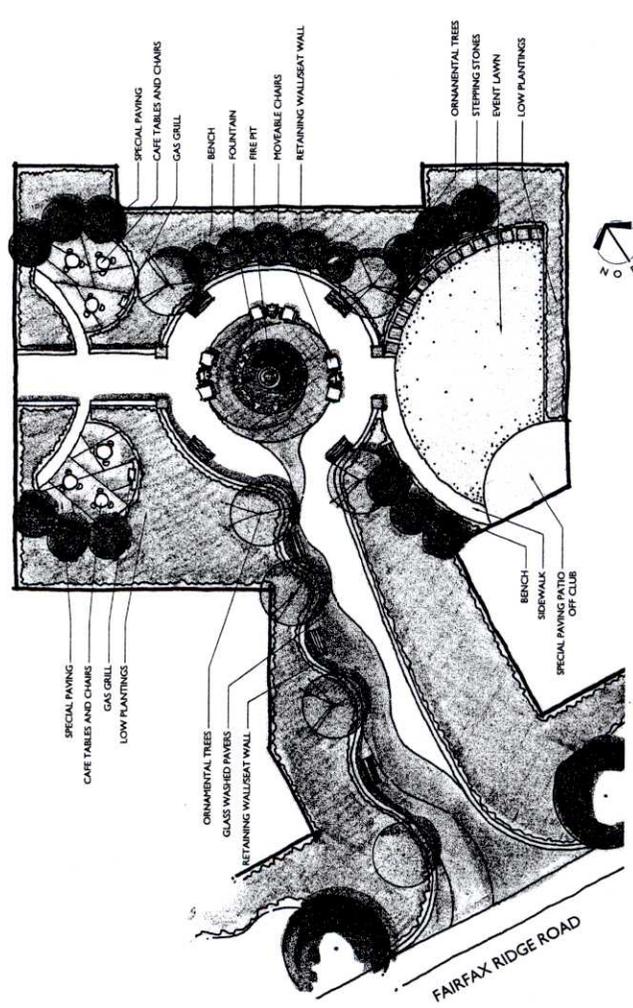
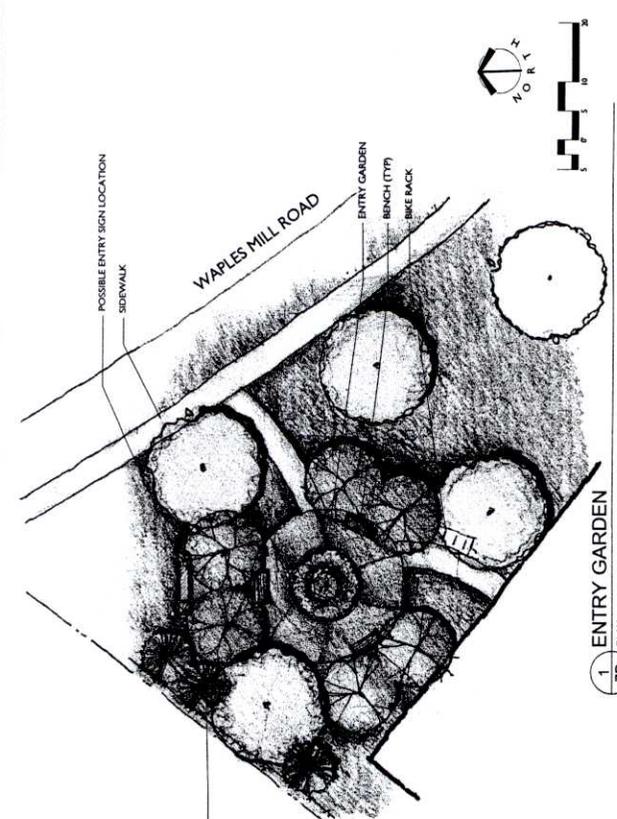
10 - YEAR HYDROGRAPHS











2 AMENITY COURTYARD ENLARGEMENT  
 7B PLAN

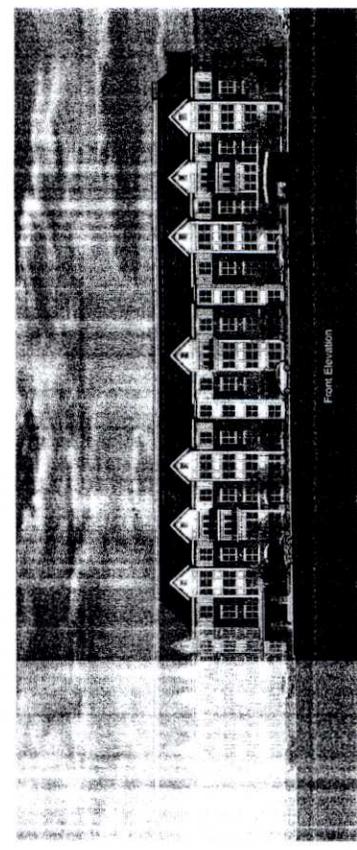
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 PROJECT # 2008003  
 SCALE AS SHOWN  
 DATE  
 DRAWN BY CA  
 CHECKED BY CT  
 DATE

REVISIONS  
 1. AUGUST 22, 2008  
 2. SEPTEMBER 9, 2011  
 3. AUGUST 26, 2011  
 4. AUGUST 26, 2011  
 5. AUGUST 26, 2011  
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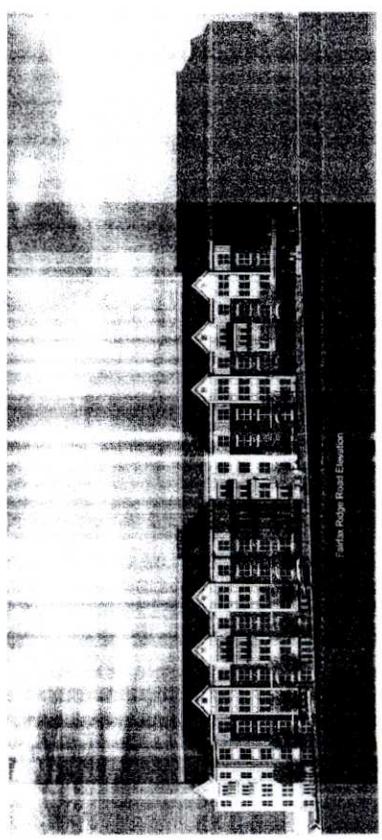
Fairfax Ridge Land Bay B  
 CD/P/DP  
 TCR Mid Atlantic Properties, Inc.; Providence Regional District, Fairfax County, Virginia  
 Architectural Elevations



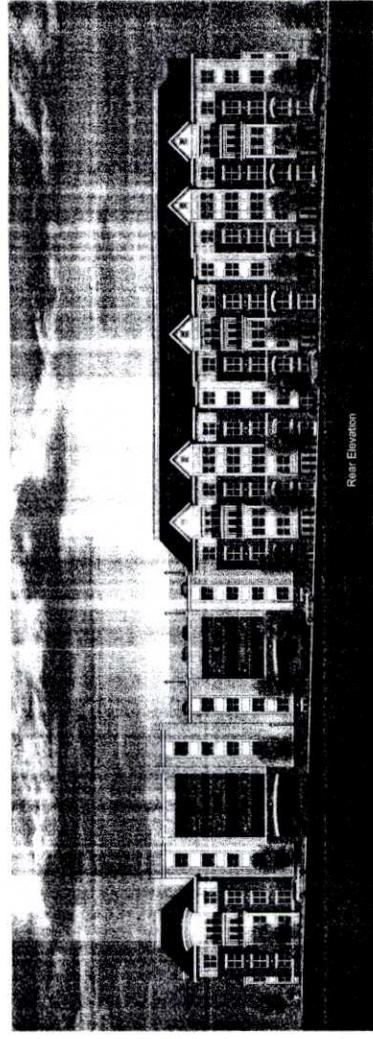
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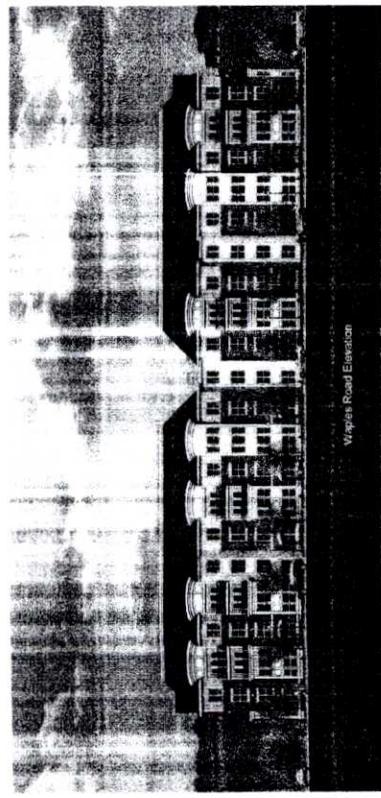
Front Elevation



Fairfax Ridge Road Elevation



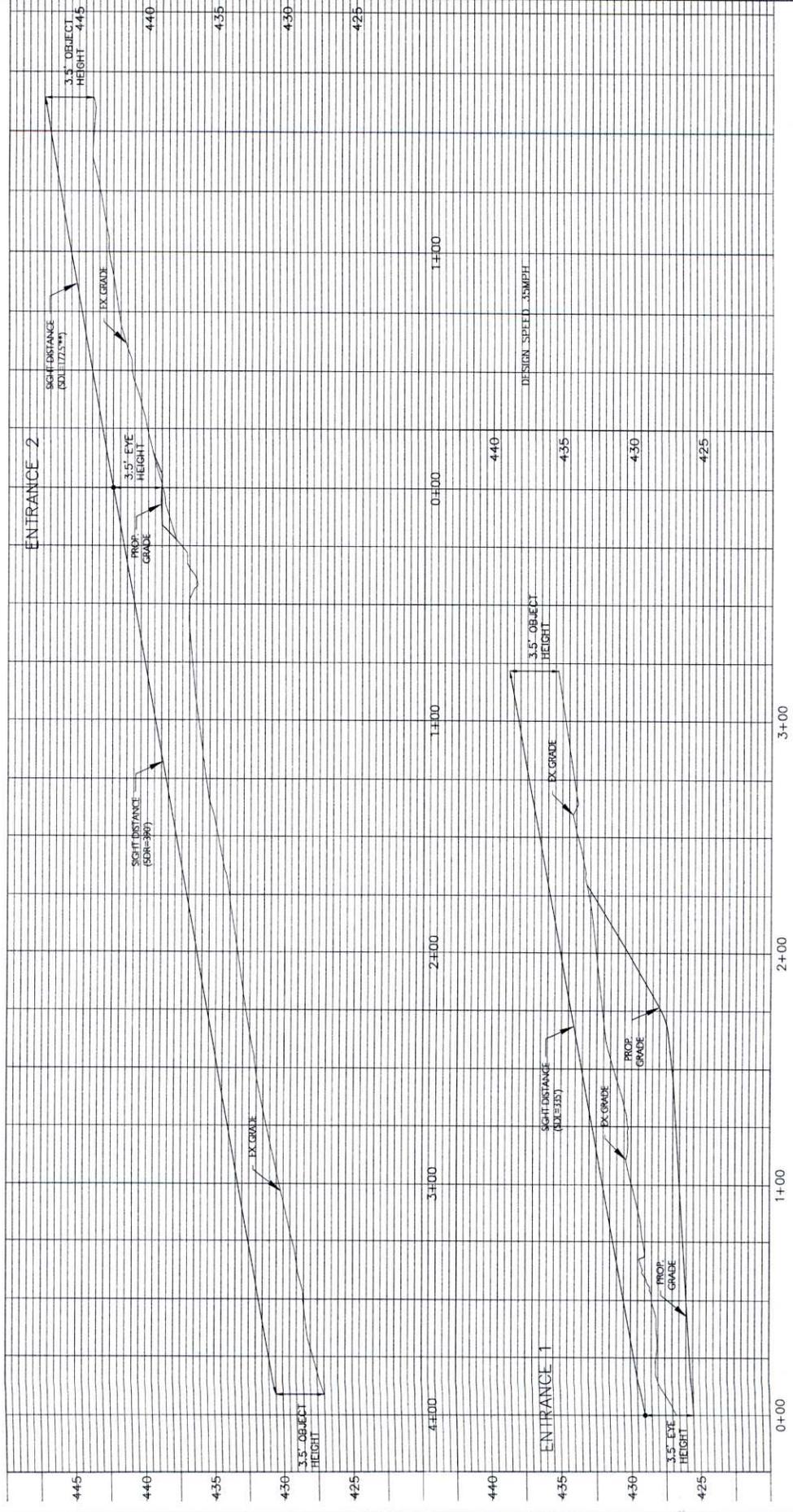
Rear Elevation



Wages Road Elevation



FAIRFAX RIDGE LAND BAY B  
 CDP/FDP  
 TCR Mid Atlantic Properties, Inc.; Providence Magisterial District, Fairfax County, Virginia  
 SIGHT DISTANCE PROFILES











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Department of Planning & Zoning  
SEP 07 2011  
Zoning Evaluation Division



## BACKGROUND

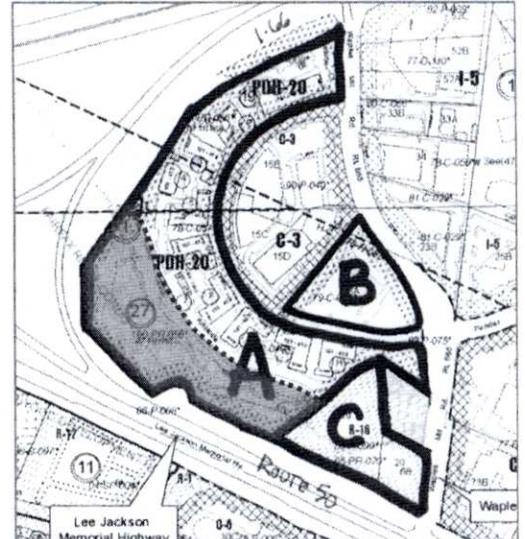
### PROPOSALS:

**RZ/FDP 2006-PR-027:** The applicants request approval to rezone 15.51 acres from the PDH-20 District (Planned Development Housing – 20 du/ac) to the PDH-30 District (Planned Development Housing – 30 du/ac). The application includes two land bays (shown on the graphic to the right). Land Bay A is developed with 420 mid-rise garden apartments; Land Bay B is developed with a surface parking lot of 275 spaces.

Both land bays are covered by a previously approved rezoning, RZ 2000-PR-056. The shaded portion of Land Bay A shown on the graphic was also included (as part of Land Bay A) in RZ 2000-PR-056, as the site of a regional stormwater detention pond. It has since been dedicated to the Board of Supervisors and is no longer included in the application area. RZ 2000-PR-056 was a rezoning from the C-3 District to the PDH-20 District which permitted the development of a multifamily residential development with 420 dwelling units at an overall density of 17.51 du/ac, inclusive of the land area in Land Bay B. Land Bay B was (and is) developed with a surface parking lot and was the subject of a special exception for parking in a residential district, as discussed below. Land Bay C, shown on the graphic, was approved in 2006 for a residential building with 63 dwelling units under a separate application by the same applicant. The approved building on Land Bay C has not been constructed.

The current application request, RZ/FDP 2006-PR-027, proposes to add a new residential building with structured parking on Land Bay B; no changes are proposed to Land Bay A.

**SEA 00-P-050:** The concurrent SEA requests approval of special exception amendment for commercial parking in a residential district, and applies to Land Bay B only. The original SE (SE 00-P-050) was approved concurrent with RZ 2000-PR-056, and permitted 275 existing surface spaces to remain to serve the adjacent office building. The current request, SEA 00-P-050, proposes to relocate the 275 parking spaces into the parking garage to be constructed within the residential building on Land Bay B. As part of the construction, the Fairfax Ridge Road access for the commercial parking spaces will be relocated from the application property onto the adjacent office parcel, with a driveway added between the two parcels accessing the garage and the commercial parking spaces within it.



**APPLICATION HISTORY:**

In a staff report for RZ/FDP 2006-PR-0027 and SEA 00-P-050 published March 6, 2007, staff recommended denial of the applications because of outstanding issues relating to one of the entrances on Fairfax Ridge Road, and to allow additional work to be done on the proffer related to Transportation Demand Management.

A staff report addendum was published March 22, 2007, on the day of the public hearing, to deliver applicant's revisions to the Planning Commission. Because the complete revisions had been delivered to staff that day, staff did not have time to review those changes and continued to recommend denial.

After the public hearing, the Planning Commission deferred their decision to May 24, 2007. At that time, the Planning Commission recommended denial of the applications as submitted. On June 28, 2007, the applications were indefinitely deferred at the applicant's request.

On March 26, 2010, the applicant reactivated the applications with revisions to the proposed development, retaining the basic structure of the applications but reducing the intensity and modifying the proposed layout on Land Bay B.

On January 27, 2011, the applicant requested a deferral to allow time for the application to be amended. [Tax Map Parcel 56-2 ((27)) C, the site of the regional stormwater pond, had been dedicated to the Board and needed to be removed from the application because of this change in ownership.] With the dedication of the parcel, the density credit from the application was retained by the applicant.

On April 12, 2011, the applicant amended and reactivated RZ/FDP 2006-PR-027 to remove Parcel C as discussed above. Because of the change in open space caused by the dedication, the applicant also added a request for a modification of the open space requirements (the dedicated parcel serves as open space for the site). No changes were made to SEA 00-P-050, which was also reactivated.

**MAJOR CHANGES TO PROPOSAL (2007 to current):**

As now proposed, the application continues to include a residential building with structured parking on Land Bay B. The proposed parking is now proposed to be on the interior of the structure, above ground, rather than underground as proposed in 2007. The mass of the building, therefore, has not changed significantly, but the unit count has gone down from 256 units to 150 units. The applicant has also revised the proffers to address new policies adopted by the Board in recent years. The following chart shows the changes between the previous proposal (circa 2007) and the current proposal.

	Land Bay A (built)	Land Bay B (proposed development site)		Overall Site	
	no change	2007 proposal	Current proposal	2007 proposal	Current proposal
<i>Land Area</i>	19.82 ac <sup>1</sup>	3.19 ac	3.19 ac	23.01 ac	15.51 ac <sup>1</sup>
<i>Dwelling Units</i>	420	256	150	676	570
<i>Affordable Housing</i>	None	34 ADU / 8 WDU <sup>2</sup>	21 ADU / 11 WDU	34 ADU / 8 WDU	21 ADU / 11 WDU
<i>Density</i>	20.2 du/ac (effective)	80.25 du/ac (effective)	47.02 du/ac (effective)	28.19 du/ac <sup>3</sup>	23.76 du/ac <sup>3</sup>
<i>Building Height</i>	60 feet (4 stories) 65 feet (5 stories)	60 feet (5 stories)	60 feet (4 stories & basement)	--	--
<i>Open Space</i>	50% (23.8% w/o Parcel C)	48%	44%	49.8%	26.4% <sup>4</sup> (50% w/ Parcel C)
<i>Parking type</i>	Surface & garage	Underground garage	Interior garage (Texas doughnut)	--	--
<i>Parking Spaces</i>	696	419 (residential) 275 (office by SE)	259 (residential) 275 (office by SE) 100 (additional) <sup>5</sup>	1,115 (residential) 275 (office by SE)	1,055 (residential) 275 (office by SE)

1: Reflects dedication of Parcel C

2: ADU = Affordable Dwelling Units; WDU = Workforce Dwelling Units

3: includes density credit for previous street dedications and dedication of Parcel C

4: modification requested – open space including dedicated Parcel C would equal 50%

5: To be provided in Land Bay B for use by Land Bay A residents. If shared parking is achieved with the adjacent office, the 100 'additional' spaces would be deleted

In addition to the changes to the tabulations as outlined in the above chart, the following modifications have been made to the application between the 2007 proposal and the current proposal.

*Building & Site Design:*

As noted, the applicant continues to propose a single residential building on Land Bay B, roughly triangular in shape and generally filling the parcel, as proposed in 2007. Sidewalks and streetscape elements continue to be provided along Fairfax Ridge Road and Waples Mill Road, with a tree save area in the southeastern point of the parcel, at the southern intersection of the two roads.

The major change to the design of the building in Land Bay B was a conversion from an underground parking deck to a deck that is primarily above ground, but surrounded on three sides by the building (a "Texas doughnut" style building). Because the garage is now in the center of the building, the courtyard has been moved closer to Fairfax Ridge Road, and there is now a direct visual connection from the street into the courtyard. The courtyard itself is smaller, shrinking from approximately 9,000 square

feet to approximately 6,175 square feet (plus the area allowing access between the courtyard and the street).

The front pedestrian entry has also been relocated from the center of the southeastern façade to the southeastern corner of the building, directly adjacent to Fairfax Ridge Road. Finally, the plan view shows sidewalks into six of the ground level units along Fairfax Ridge Road. These sidewalks provide secondary access to the units (access from the interior would still be provided).

*Green Building Commitments:*

In 2007, the applicant had proffered that the building proposed for Land Bay B would meet the Council of American Building Officials Model Energy Code for energy efficient homes. Since that time, the green building industry has made significant advancements in both technology and programs to track and measure "green" buildings. Additionally, the Board of Supervisors has adopted a policy that recommends new construction in development areas be constructed in conformance with the U.S. Green Building Council's LEED program or an equivalent program. The applicant has proffered to develop the Land Bay B building under one of four programs (LEED, Earthcraft, National Association of Home Builders National Green Building certification, or ENERGY STAR for Homes).

*Recreational Facilities:*

As noted above, the courtyard in the building on Land Bay B has been modified with the current proposal. In addition to the courtyard, a half-court basketball facility has been provided on the top level of the parking deck of the Land Bay B building. The proffers further commit to providing a tot lot or dog park in Land Bay A (in the vicinity of the stormwater management pond), subject to approval of the Land Bay A owners and the County (as the owner of the parcel). In 2007, the applicant had committed to contribute \$114,798 to the County for recreational facilities in the vicinity of the application property. While a contribution is still proposed, it has been reduced to \$68,878 to reflect the reduction in the number of proposed units. The applicant has also added a proffered contribution to the Nottoway Nights program.

*Site Access:*

The 2007 design showed direct access to the residential garage from Fairfax Ridge Road, and a separate curb cut for front door drop off with some short term parking but no garage access. A third curb cut, the existing entrance to the surface lot from Fairfax Ridge Road, was to be retained and redesigned to provide access directly to the adjacent office building site. From the office site, access was provided directly into the garage on Land Bay B for the office users.

The current design instead shows a single residential curb cut at the front of the building that gives access to the front door drop-off area and the residential garage entrance. The existing entrance, serving the commercial spaces, is shown to be relocated onto the adjacent property. As shown on the CDP/FDP, when the entrance is relocated it will be constructed such that no left turns out of the site will be permitted. The relocation of this entrance will necessitate a redesign of that portion of the adjacent property's parking lot, and will require a construction agreement and easement from that property owner, as well as a permanent access easement from that property owner. The draft proffers indicate that, should such approvals and easements not be received, the applicant acknowledges that a proffered condition amendment would be necessary.

As part of the negotiation with the adjacent property owner, the applicant has also revised the plans to add a right-out exit only access point from the commercial parking lot (off-site of the application property) to Waples Mill Road. This will provide another exit point for office patrons on this side of the building wishing to go south on Waples Mill Road. This off-site access point will be subject to VDOT approval.

External loading spaces for the residents of Land Bay B were not shown in the 2007 version of the CDP/FDP; the applicant indicated that these would be located inside the garage. The current version of the plan shows residential loading spaces (for moving trucks, etc.) located on the northwest side of the building, directly adjacent to the commercial entrance to the garage. Residential patrons using the loading spaces would use the same access from Fairfax Ridge Road as the office users.

*Other Transportation Commitments:*

In addition to the proffer commitment to install a signal at the northern intersection of Fairfax Ridge Road and Waples Mill Road, which has been carried forward from the 2007 proposal, the applicant has proffered the following additional transportation commitments (all subject to approval by VDOT):

- Modify the existing signal at the southern intersection of Fairfax Ridge Road with Waples Mill Road to include a protected left turn phase;
- Install "don't block the box" signage at the same intersection;
- Provide bike racks in Land Bay A (subject to approval by the owner's association); and
- Pursue a modification to the bus service along Route 50 to bring service through Fairfax Ridge Road.

*Parking:*

The parking deck located in Land Bay B will serve both the residents of the building (259 spaces, with an additional commitment that at least one space will be provided

per bedroom) and the office patrons (275 spaces replacing the existing surface lot). In addition, the applicant has committed to pursue a shared parking agreement with the adjacent office building to allow residents of Land Bay A to park in a portion of the office lot overnight and on weekends, and to allow residents of Land Bay B to use the commercial parking spaces in their building overnight and on weekends. Should no shared parking arrangement be reached, the applicant has proffered to provide 100 parking spaces in the Land Bay B structure that will be available to the residents of Land Bay A.

From a design perspective, the major change to the parking from the 2007 was to bring the garage above grade and expose the garage on the northwestern façade, facing the office building. As in 2007, no open garages face any of the adjacent residential or public streets.

*Workforce Housing:*

When the application was previously reviewed, the Board was in the process of developing a policy for the provision of workforce dwelling units (WDUs). At that time, the applicant proffered to provide 3% of total units in Land Bay B as WDUs. Today, the Board has adopted a policy that a minimum of 12% of the total units in a proposal in a "development area" (such as the Fairfax Center Area) should be designated as affordable (either through the Affordable Dwelling Unit program or through the Workforce Dwelling Unit policy). The current proffers commit to Affordable Dwelling Units as required by ordinance and 11 additional units to be WDUs, in compliance with the policy.

*Construction Commitments:*

Since the 2007 proposal, the applicant has also provided additional commitments relating to construction on the site including a pre-construction meeting with the residents of Land Bay A, limitations on the hours of construction, construction site parking, parking for office tenants during construction, and construction site lighting, among others.

## **DISCUSSION**

### **Building Design:**

The applicant's initial proposal for a 150 unit building showed an unbroken façade along Fairfax Ridge Road. In response to staff's concerns about the massing along the street, the applicant revised the plans to put a break into the façade, offering access to the interior courtyard. The divided building relates more appropriately to the massing of the buildings in Land Bay A across the street, and also allows the interior courtyard to have a better relationship to the public realm of the street. The massing

of the building as currently proposed is consistent with what was proposed in 2007. In addition to addressing questions about the massing of the buildings, the applicant has also provided additional details about the function of the courtyard area and its relationship with the proposed interior clubhouse facilities. It has been indicated that the clubhouse facilities will be located in the wing of the building adjacent to Fairfax Ridge Road, with access to and a relationship with, the courtyard.

As noted, the front pedestrian entry has also been relocated from the center of the southeastern façade to the southeastern corner of the building, directly adjacent to Fairfax Ridge Road, and the garage entrance has been relocated from the side of the building facing Fairfax Ridge Road to the front, facing the drop-off circle. While staff has some concerns about the amount of vehicular traffic passing the pedestrian entrance, the relocation of the main entrance does provide a better relationship between the entrance to the building and the residences in Land Bay A (and eventually Land Bay C). Finally, the new sidewalks into the ground level units along Fairfax Ridge Road mimic the sidewalks provided in Land Bay A, further reinforcing the relationship between the two components of the residential development.

As indicated in the attached Land Use Analysis, staff felt that the lack of relationship between the Land Bays was a major problem with the application. As noted, here, the applicant has adequately addressed these concerns relating to design by improving the massing and design features along Fairfax Ridge Road.

#### **Site Access & Transportation:**

As noted, the proposed design requires the relocation of an existing entrance and redesign of the parking and loading areas of the adjacent office. This will allow the commercial traffic associated with that use (but using the parking spaces in Land Bay B) to access the office lot first, and then continue on into the parking structure in Land Bay B. This will require the approval of an easement from the office property. As noted, a proffer does commit to amending the application if such approval is not forthcoming, and the applicant has acknowledged the risk associated with the proffer. The applicant has further provided exhibits (to staff and the adjacent property owner) demonstrating that the redesigned loading area for the office building will be functional. With the proposed proffer commitments, staff does not object to the redesign of the commercial entrances.

It should be noted that VDOT has indicated that several of the improvements proposed for Fairfax Ridge Road (specifically, specialty paving in the crosswalks and the proposed mid-block crossing) may not be approvable. The applicant has indicated their interest in pursuing these features through the approval process. While staff would like to see these features installed and does not object to the applicant pursuing them, it should not be assumed that these features will be able to be installed.

The applicant has proffered to provide additional improvements to Fairfax Ridge Road, namely, a new traffic signal at the northern terminus, and a re-phasing of the existing traffic signal at the southern terminus to provide a protected left phase from northbound Waples Mill Road. While these improvements are subject to VDOT approval, they should improve the traffic flow for the residents and patrons entering Fairfax Ridge Road.

**Parking:**

While Land Bay A is in compliance with the Zoning Ordinance requirements for parking as a multi-family development, in practice the site experiences a shortage of adequately located parking. The proposed new building in Land Bay B will also be parked at code; however, the applicant has indicated that because Land Bay B will be a different building type than Land Bay A, they believe that the parking needs of the residents should not be as extreme. To ensure that the residents of Land Bay B do not experience the same parking shortages experienced by the residents of Land Bay A, the applicant has provided a small number of additional parking spaces (10) above code, and has further noted on the CDP/FDP tabulations that a minimum of one parking space will be provided per bedroom for Land Bay B (a commitment that does not exist in Land Bay A). In order to address the parking shortage on Land Bay A (which, while not changing, is a part of the application) the applicant has proffered to either secure a shared parking arrangement with the adjacent office owner OR to construct 100 additional spaces in the Land Bay B garage, which would be made available to the residents of Land Bay A.

**Workforce Housing Policy:**

As noted, the applicant has proffered to provide Workforce Dwelling Units (WDUs) in accordance with current Board policy. As in the 2007 proposal, Affordable Dwelling Units (ADUs) will be provided per the Zoning Ordinance, as calculated on the entire site. All of the ADUs and WDUs will be located in the Land Bay B building. The application includes 21 ADUs and 11 WDUs.

**Green Building Policy:**

The Policy Plan recommends that developments in the Fairfax Center Area attain basic certification in the U.S. Green Building Council Leadership in Energy and Environmental Design (LEED) program, or certification in a comparable program. As noted, the applicant has proffered to implement, at their choice, one of four programs on Land Bay B: LEED Certification as specified for multi-family developments; the Earthcraft House Program; National Association of Home Builders National Green Building certification; or ENERGY STAR for Homes. Staff has now reviewed the proposed programs and believes that, as proffered, the commitment meets the Board's policy.

**Comprehensive Plan Conformance:**

The Comprehensive Plan speaks to providing a unified development across all three land bays, and to creating a "quality living environment" including sufficient usable open space and on-site active recreations facilities sufficient to serve the residents.

In terms of a unified development design, staff is satisfied that the proposed design and massing of the buildings are coordinated across the land bays as discussed above under "Building Design". Staff would prefer to see improved pedestrian connections between the land bays, and the CDP/FDP does show special pavement treatments in the crosswalks at the intersection of Waples Mill and Fairfax Ridge Roads, and a mid-block crossing between Land Bay A and Land Bay B at the entrance to the Land Bay B courtyard. As noted, however, VDOT has indicated that these pedestrian treatments are unlikely to be permitted.

The proposed proffers commit to allow the residents of Land Bay C to utilize the amenities of Land Bay B, and to pursue a mutual relationship with Land Bay A in terms of amenity use. In previous iterations of the proposal, there was very little provided in Land Bay B that the residents of the other land bays would want to use. With the current proposal, the applicant has added a half-court basketball facility on the upper deck of the parking garage, which will be part of this agreement, and thus this commitment may serve to tie the land bays together.

For open space, the application includes the courtyard interior to the Land Bay B building (6,175 square feet; 8,000 square feet if the entrance way is included), and the small tree save area at the intersection of Waples Mill and Fairfax Ridge Roads.

For active recreation, the application includes some small lawn areas within the courtyard, an interior exercise room of at least 1,000 square feet, and the half-court basketball on the top level of the parking deck. The proffers commit that use of the half-court will be arranged by the management of the building. In addition to these facilities on Land Bay B, the trail system previously constructed on Land Bay A (in the land that has been dedicated to the Park Authority) is available to the public, including the residents of Land Bay B, and the applicant has committed to work with Land Bay A and the County to locate a tot lot or dog park in the dedicated area.

As stated in the attached Land Use Analysis, staff felt that the lack of shared recreational opportunities and active recreational opportunities was part of the major shortcoming of the application: that the Land Bays were not tied together as a cohesive whole. With the additional facilities provided in response to staff's position, staff believes that, as a whole, the proposal does address the need for open space, active recreation and unified development, as called for in the Plan.

**Waiver of Open Space:**

When RZ/FDP 2006-PR-027 was originally filed, Tax Map Parcel 56-2 ((27)) C was owned by the applicant, but proffers associated with RZ 2000-PR-056 provided for its eventual dedication to the County as the site of a regional stormwater pond. Because the current applications were in process when this dedication occurred, either the new owner (the County) needed to concur with the filing of the application or the application needed to be amended to remove the parcel. In this case, the applicant amended the application to delete Parcel C; because the density associated with Parcel C was retained, no change to the proposed density occurred. Open space, however, is calculated after dedication (there is no open space credit equivalent to density credit). Therefore, the current application, as amended, requires a waiver of the open space requirements, which can be granted by the Board as part of a rezoning.

The PDH-30 zoning district requires 40% of the site to be open space. The proposed RZ/FDP land area (without Parcel C) has 26.4% open space. If Parcel C were still part of the application, the site would have 50% open space. It is staff's opinion that, because the open space dedicated to the Board continues to function as open space for this development, and because it was part of the original application area, the requested waiver is appropriate.

**Special Exception for Parking in a Residential District:**

Although the parking for the adjacent office use has been relocated into an interior garage, rather than an underground garage as in 2007, staff believes that the essence of the SE application has not changed, with the exception of the access. As noted in the site access discussion, the applicant is showing access to the SE use across land that is, technically, off-site. The applicant has provided exhibits showing that proposed modifications to the adjacent site will provide for acceptable turning movements for trucks using the office loading areas. Although it would be preferable if the applicant had already secured the necessary easements, the proffer commitment to either provide access as shown on the CDP/FDP/SE Plat or to return for a PCA / SEA if such access cannot be provided, is technically acceptable.

**CONCLUSIONS AND RECOMMENDATIONS****Staff Conclusions**

On the whole, staff believes that the application has sufficiently addressed the provisions of the Comprehensive Plan to provide a unified development with sufficient open space and active recreation facilities. In addition, as noted, the proposal addresses several new Board policies that have been adopted since the initial filing of the application, including the provision of workforce housing units and compliance with a "green" building program.

## Recommendations

Staff recommends approval of RZ 2006-PR-027, subject to the execution of proffers consistent with those found in Attachment 1 of this report.

Staff recommends approval of FDP 2006-PR-027.

Staff recommends approval of SEA 00-P-050, subject to the development conditions found in Attachment 2 of this report.

Staff recommends approval of a waiver of the loading space requirement for Land Bay A only (*previously approved with RZ/FDP 2000-PR-056*).

Staff recommends approval of a modification of transitional screening requirements and waiver of the barrier requirements along the I-66 right-of-way (*previously approved with RZ/FDP 2000-PR-056*).

Staff recommends approval of a waiver of the service drive requirement along Route 50 and I-66 (*previously approved with RZ/FDP 2000-PR-056*).

Staff recommends approval of a waiver of on-site stormwater management requirement in favor of the regional pond constructed on Land Bay A (*previously approved with RZ/FDP 2000-PR-056*).

Staff recommends approval of a waiver of open space requirement in favor of that show on the CDP/FDP.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, 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.

## ATTACHMENTS

1. Draft Proffers (RZ 2007-PR-027)
2. Proposed Development Conditions (SEA 00-P-050)
3. Affidavits
4. Revised Statements of Justification
5. Revised Plan Citations, Land Use and Environmental Analysis
6. Revised Transportation Analysis
7. Revised VDOT Analysis

**DRAFT PROFFERS**  
**TCR MID ATLANTIC PROPERTIES, INC.**

**RZ 2006-PR-027**

**September 21, 2011**

Pursuant to Section 15.2-2303(a), *Code of Virginia*, 1950 as amended and subject to the Board of Supervisors approving a rezoning to the PDH-30 District, for property identified as Tax Map 46-4 ((19)) All Parcels and 56-2 ((27)) All Numbered Parcels (hereinafter referred to as "Land Bay A") and Tax Map 56-2 ((1)) 18A (hereinafter referred to as "Land Bay B"), with both Land Bay A and Land Bay B being referred to as the "Property", the Applicant and the owner proffer for themselves, their successors and assigns the following conditions, which if approved, supersede all previously approved proffers for the Property:

1. Development Plan.
  - A. Development of the Property shall be in substantial conformance with the Conceptual Development Plan/Final Development Plan (CDP/FDP) prepared by Land Design, Inc., consisting of twenty-nine (29) sheets, dated April 4, 2005, as revised through September 6, 2011.
  - B. Notwithstanding that the CDP/FDP is presented on twenty-nine (29) sheets, it shall be understood that the proffered portion of the CDP shall be the entire plan shown on Sheets 2, 2A, 2B, and 2C relative to the points of access, the maximum number and type of dwelling units, the amount and location of open space, the location of the limits of clearing and grading, and the general location and arrangement of the buildings and parking garages. The Applicant has the option to request a FDPA for elements other than the CDP elements from the Planning Commission for all or a portion of the CDP/FDP in accordance with the provisions set forth in Section 16-402 of the Zoning Ordinance with respect to the remaining elements.
  - C. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the Final Development Plan (FDP) may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layouts shown on the FDP without requiring approval of an amended FDP provided such changes are in substantial conformance with the FDP as determined by the Zoning Administrator and do not increase the total number of dwelling units, increase building height, increase surface parking, decrease the amount of open space; decrease the setback from the peripheries; or reduce open space or landscaping.
  - D. The CDP/FDP provides for commercial parking on Land Bay B serving office buildings on adjacent parcels identified as Tax Map 46-4 ((1)) 15B and 56-2 ((1)) 15C, 15D, which is subject to Special Exception approval as a secondary use in a PDH District, in accordance with Par. 6C of Sect. 6-106 of the Ordinance. These

parking spaces are not required parking spaces for the uses located on the Property or on the adjacent parcels. The site plan submitted for Land Bay B shall include a parking plan, which shall provide for separate commercial and residential structured parking entrances. The parking plan shall include a color designation of spaces assigned to the office building located on the adjacent parcels and for the residents of Land Bay B. In addition, a barrier gate may be located within the parking garage to separate the commercial and residential parking. Should the commercial parking no longer be required by the adjacent owner, the special exception for commercial parking in a residential district shall be abandoned and the parking spaces shall support residential uses. The garage design shall not preclude convenient pedestrian access from residential units to designated residential parking, nor from designated office parking to designated residential parking.

2. Transportation

A. Waples Mill Road

- (1) The Applicant shall complete a signal warrant study at the time of site plan for Land Bay B and, if warranted, as determined by VDOT, shall install a traffic signal, with pedestrian heads, at the intersection of Fairfax Ridge Road North and Waples Mill Road, prior to the issuance of the final RUP for Land Bay B.
- (2) At time of site plan approval for Land Bay B, and subject to VDOT approval, the Applicant shall prepare plans to modify the existing traffic signal located at the intersection of Waples Mill Road and Fairfax Ridge Road/Pender Drive to include a designated left turn arrow (phase) from northbound Waples Mill Road onto Fairfax Ridge Road South. Said improvements shall be completed prior to the issuance of the final RUP for Land Bay B.
- (3) Subject to the approval of the Fairfax County Department of Transportation (FCDOT) and VDOT, the Applicant shall diligently pursue approval and install a right-out access from that property identified as 56-2 ((1)) 15C to Waples Mill Road. Said access shall be completed prior to the issuance of the first Residential Use Permit (RUP) for Land Bay B. Should a right-out access not be approved by FCDOT and VDOT, the Applicant shall have no further obligations in accordance with this proffer.

B. Fairfax Ridge Road. Subject to receipt of necessary easements at no monetary cost to the Applicant, the Applicant shall construct a commercial entrance on that property identified as 56-2 ((1)) 15C that serves the uses on Tax Map 46-4 ((1)) 15B and 56-2 ((1)) 15C, 15D on Parcel 15C. The entrance shall be unrestricted for turns in to Parcel 15C, and restricted to right only for turns out of Parcel 15C. Either pavement striping or a curb island, as approved by VDOT, shall be

installed to prevent this turning movement. If the necessary easements are not granted, an administrative approval of a minor modification in accordance with Section 16-403 of the Zoning Ordinance, or an amendment to the CDP/FDP, and the associated special exception, will be necessary to provide alternative access. The minor modification or amendment to the CDP/FDP, if submitted, may necessitate changes to the building footprint, design and layout on Land Bay B. Should the Applicant request a minor modification in accordance with Section 16-403 of the Zoning Ordinance, a copy of the request shall be mailed by certified mail to the owner of that property identified as 56-2 ((1)) 15C concurrent with submission to the Director of the Zoning Evaluation Division. Said entrance shall be constructed prior to the issuance of a building permit for the residential building on Land Bay B.

- C. Fairfax Center Area Road Fund. At time of site plan approval for Land Bay B, the Applicant shall provide a contribution for Land Bay B to the Fairfax Center Area Road Fund consistent with the Procedural Guidelines adopted by the Board of Supervisors on November 22, 1982, as may be revised. In accordance with the Fairfax Center Road Fund Policy, the Applicant shall receive credit against the Fairfax Center Road Fund contribution for those improvements that are creditable expenses.
  - D. Density Credit. Advanced density credit shall be reserved as may be permitted by the provisions of Paragraph 5 of Section 2-308 of the Fairfax County Zoning Ordinance for all eligible dedications described herein, or as may be required by Fairfax County or VDOT at time of site plan approval.
  - E. Signs. Subject to the approval of VDOT, the Applicant shall install signs at the intersection of Waples Mill Road and Pender Drive directing motorists not to block the intersection. Signs shall be installed prior to the issuance of the first RUP for Land Bay B.
  - F. Delays. Should any of the transportation improvements described herein be delayed due to circumstances beyond the Applicant's control, later dates for compliance may be permitted as determined appropriate by the Zoning Administrator.
3. Landscape Plan. A landscape plan that shows, at a minimum, landscaping in conformance with the landscape design shown on Sheets 4, 4A, 4B, 4C and 13 of the CDP/FDP shall be submitted concurrently with the first submission of the site plan for Land Bay B. The landscape plan shall include detailed streetscape, courtyard and open space landscaping. Said plan shall be coordinated with and approved by the Urban Forester. Unless already planted, street trees along Waples Mill Road and Fairfax Ridge Road shall be a minimum of 3½ inch caliper at the time of planting. Street trees along the eastern side of Fairfax Ridge Road (that portion abutting Land Bay B) shall be a minimum of 4.0 inch caliper at the time of planting. All street trees shall be located subject to VDOT approval so as not to interfere with required sight distance. The

Applicant shall provide maintenance and replacement of landscaping as necessary.

4. Tree Preservation.

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

The tree preservation plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved, as well as all on and off-site trees, living or dead with trunks 8 inches in diameter and greater (measured at 4 ½ feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture) located within 25 feet to either side of the limits of clearing and grading. The tree preservation plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading for Land Bay B shown on the CDP/FDP and those additional areas in which trees can be preserved as a result of final engineering. The tree preservation plan and narrative shall include all items specified in PFM 12-0506 and 12-0508. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the plan.

- B. The Applicant shall retain the services of a certified arborist or landscape architect in conjunction with the development of Land Bay B, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree-preservation walk-through meeting, the Applicant's certified arborist or landscape architect shall walk the limits of clearing and grading with an UFMD, DPWES, representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented. Trees that are identified as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions.
- C. Clearing, grading and construction shall conform to the limits of clearing and grading as shown on the CDP/FDP. The limits of clearing and grading on Land

Bay A shall be subject to the installation of necessary utility lines, trails and other required site improvements, all of which shall be installed in the least disruptive manner possible, considering cost and engineering, as determined in accordance with the approved plans; but, the limits of clearing and grading on Land Bay B shall not be subject to the installation of utility lines, trails or any other site improvements.

- D. 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 a six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart or, super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified by the "Root Pruning" proffer below.

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

- E. The Applicant, in conjunction with the development of Land Bay B, shall root prune, as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the subdivision plan submission. The details for these treatments shall be reviewed and approved by the UFMD, DPWES, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:
- (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, or demolition of structures.
  - (3) Root pruning shall be conducted with the supervision of a certified arborist.



maintenance, detailed invoices shall be submitted to the other owner and payment shall be due and payable within thirty (30) days or subject to collection. Said cost sharing of maintenance shall not be in effect until after the issuance of the first RUP on Land Bay B.

- C. The Applicant shall be able to construct alternative stormwater management/Best Management Practices facilities to serve development on a temporary basis, as determined by DPWES if in substantial conformance with the CDP/FDP.
  - D. Surface parking spaces at the residential entrance for Land Bay B shall be paved with pervious pavers, as shown on the CDP/FDP.
6. Recreational Facilities.
- A. Pursuant to Paragraph 2 of Section 6-409 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall provide the following recreational facilities to serve the Property.
    - (1) The facilities on Land Bay A shall include a swimming pool, passive seating areas, tot lot, on-site trail and an indoor recreational/leasing facility that is a minimum of 4,500 square feet in size.
    - (2) The facilities on Land Bay B shall include, at a minimum, a landscaped courtyard that is a minimum of 8,000 square feet in size with benches, seating areas, a fire pit, water feature and other amenities that have comparable recreational value as determined by the Director of DPWES, and an indoor recreational facility, that is a minimum of 3,000 square feet in size. The indoor recreational facility shall include an exercise room that is a minimum of 1,000 square feet, a media center and cyber cafe. A half court basketball court shall be striped out on the top level of the parking garage located on Land Bay B as shown on the CDP/FDP. The court shall be available for recreation and shall not be striped for nor used as parking spaces. The scheduling of use and the operation of the court shall be one of the duties assigned to the property manager of Land Bay B.
    - (3) Subject to the receipt of permission from Fairfax County and the Association established for the Owners of Land Bay A at no cost, the Owner of Land Bay B shall install a tot lot, or dog park of an equivalent size to a tot lot, on Parcel C or Land Bay A for use by the residents of Land Bay A and Land Bay B. The location of the tot lot or dog park shall be determined at time of site plan approval for Land Bay B in coordination with Fairfax County and the Association established for the Owners of Land Bay A.
  - B. The recreational facilities on Land Bay B shall be made available to the residents of Land Bay C. The recreational facilities in Land Bay B shall also be made available to the residents of Land Bay A, if an agreement is reached between the

owners of Land Bay A and Land Bay B regarding cost sharing and reciprocal use of such facilities. Such efforts shall be documented by the Applicant, shall be diligently prosecuted, and shall be provided to DPWES prior to the issuance of the first RUP for Land Bay B.

- C. At the time of site plan for Land Bay B, the Applicant shall demonstrate that the minimum expenditure for the recreational facilities on Land Bay A was \$955.00 per residential unit within Land Bay A and that the minimum expenditure in accordance with Section 6-110 of the Zoning Ordinance for the recreational facilities on Land Bay B was \$1,500.00 per residential unit within Land Bay B. In the event the total cost of recreational improvements constructed on Land Bay A and Land Bay B by the Applicant is demonstrated to be less than \$955.00 per unit and \$1,500.00 per unit, respectively, the Applicant shall provide the remainder in a cash contribution to the Fairfax County Park Authority for the development of active recreational facilities in the vicinity of the Property prior to site plan approval for Land Bay B.
  - D. The Applicant shall make a contribution in the amount of \$68,878.00 to the Board of Supervisors for use in improving public recreation facilities in the vicinity of the Property prior to site plan approval for Land Bay B.
  - E. The Applicant shall provide a contribution in the amount of \$2,000.00 to the Nottoway Nights program in the Providence District. Said contribution shall be made to the Fairfax County Park Authority prior to site plan approval for Land Bay B.
7. Noise Attenuation.
- A. The Applicant shall provide the following noise attenuation measures as a result of the Traffic Noise Analysis prepared by Polysonics, Corp. dated April 2001:
    - (1) In order to reduce exterior noise to a level of approximately 65 dBA Ldn at the proposed outdoor recreational areas, a noise attenuation barrier, composed of a combination sound wall and/or berm, has been installed along the frontage of I-66. The noise attenuation barrier is built to VDOT standards and located within the I-66 right-of-way. Neither the Applicant, nor its successors or assigns, shall be responsible for restoration, removal, relocation or reconstruction of the noise wall if such wall is removed or otherwise altered in conjunction with future improvements to I-66.
    - (2) In order to reduce interior noise to a level of approximately 45 dBA Ldn, units identified in the supplemental noise analysis described in Proffer 7A(1), as being impacted by highway noise from I-66 having levels projected to be greater than 70 dBA Ldn after the noise attenuation wall is in place shall employ the following acoustical measures:

Exterior walls shall have a laboratory sound transmission class (STC) rating of at least 45. Doors and glazing shall have a laboratory STC rating of at least 37 unless glazing constitutes more than 20% of any façade exposed to noise levels of Ldn 65 dBA or above. If glazing constitutes more than 20% of an exposed façade, then the glazing shall have a STC rating of at least 45. All surfaces shall be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials (ASTM) to minimize sound transmission.

- (3) In order to reduce interior noise to a level of approximately 45 dBA Ldn within Land Bay B for those units facing Waples Mill Road, and for those units within Land Bay A identified in the supplemental noise analysis described in Proffer 7A(1), as being impacted by highway noise from I-66 having levels projected to be between 65 and 70 dBA Ldn after the noise attenuation wall is in place shall employ with the following acoustical measures:

Exterior walls shall have a laboratory sound transmission class (STC) rating of at least 39. Doors and glazing shall have a laboratory STC rating of at least 28 unless glazing constitutes more than 20% of any façade exposed to noise levels of Ldn 65 dBA or above. If glazing constitutes more than 20% of an exposed façade, then the glazing shall have a STC rating of at least 39. All surfaces shall be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials (ASTM) to minimize sound transmission.

- B. Alternative interior noise attenuation measures may be provided subject to the implementation of a refined noise study as reviewed and approved by DPWES after consultation with DPZ.

## 8. Architectural Design.

- A. The architectural design of the buildings within Land Bay A shall be consistent with the elevations shown on Sheet 10 of the CDP/FDP, and shall be generally consistent in style on all sides of the structure. The buildings on Land Bay A shall be constructed with a mixture of masonry, siding and glass materials. No balconies shall be provided for those dwelling units within Building 1 in Land Bay A that face the noise wall.
- B. The building on Land Bay B shall be in substantial conformance with the elevations shown on Sheet 7C of the CDP/FDP, shall be constructed with a mixture of masonry, cementitious siding and glass materials, shall be substantially consistent in style on all sides of the structure, and shall be similar in façade design, color, materials and quality to the structures within Land Bay A, as shown on the CDP/FDP. No vinyl siding shall be used on the exterior building facades, but may be used within the courtyard facades. All mechanical equipment

for the building on Land Bay B shall be located on the roof, and shall be screened from the view of pedestrians who are at ground level. All dumpsters shall be fully screened from view through the use of solid, opaque enclosures. The building on Land Bay B shall meet the R-30 District Angle of Bulk Plane requirements for multi-family structures within affordable dwelling developments (Par. 2A of Sect. 3-3010 of the Ordinance).

- C. The elevations may be refined as a result of final design and engineering so long as the character and quality of the buildings remain in substantial conformance with those shown on the CDP/FDP.
  - D. At time of site plan and building plan approval for Land Bay B, the Applicant shall demonstrate compliance of the multi-family residential building on Land Bay B with the universal design criteria as set forth in the ICC/ANSI A117.1-2003 and the 1998 Fair Housing Design Manual.
9. Sustainable Design. In order to promote energy conservation and green building techniques, the Applicant shall select one of the following programs, within its sole discretion at time of site plan submission, to be implemented in the construction of multi-family residential dwelling units on Land Bay B:
- A. LEED for Homes Certification;
  - B. Certification in accordance with the Earthcraft House Program as demonstrated through documentation provided to DPWES and DPZ prior to the issuance of a RUP;
  - C. Certification in accordance with the National Association of Home Builders (NAHB) National Green Building Certification for multi-family developments, using the ENERGY STAR<sup>®</sup> Qualified Homes path for energy performance, as demonstrated through documentation submitted to DPWES and the Environmental and Development Review Branch of DPZ from a home energy rater certified through the NAHB Research Center that demonstrates that the dwelling unit has attained the certification prior to the issuance of the RUP for each dwelling; or
  - D. Qualification in accordance with ENERGY STAR<sup>®</sup> for Homes as determined by the submission of documentation to the Environment and Development Review Branch of DPZ from a home energy rater certified through the Residential Energy Services Network (RESNET) program that demonstrates that the dwelling unit has attained the ENERGY STAR<sup>®</sup> for Homes qualification prior to the issuance of the RUP for each dwelling.

Should the Applicant select LEED for Homes Certification, prior to approval of the building plan for the residential building on Land Bay B, the Applicant shall execute a separate agreement and post, for that building, a "green building escrow," in the form of

cash or a letter of credit from a financial institute acceptable to DPWES as defined in the Public Facilities Manual, in the amount of \$72,000.00. 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 (USGBC), under the most current version of the USGBC Leadership in Energy and Environmental Design for Homes (LEED® for Homes) rating system. Except as further described herein, if the Applicant fails to provide documentation to the Environment and Development Review Branch (EDRB) of DPZ demonstrating attainment of LEED certification within one year of issuance of the final 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. The Applicant shall utilize the following procedures for attainment of LEED certification:

- i. The Applicant shall include a LEED-accredited professional as a member of the design team. The professional will also be a professional engineer, licensed architect or licensed landscape architect. The LEED-accredited professional will work with the team to incorporate sustainable design elements and innovated technologies into the project with a goal of having the project attain LEED certification. At the time of site plan submission, the Applicant will provide documentation to the EDRB of DPZ demonstrating compliance with the commitment to engage such a professional.
- ii. The Applicant shall include, as part of the site plan submission and building plan submission for Land Bay B, a list of specific credits within the most current version of the U.S. Green Building Council's LEED® for Homes rating system that the Applicant anticipates attaining. A professional engineer, licensed architect or licensed landscape architect will provide certification statements at 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 LEED certification.
- iii. Prior to approval of the final RUP, the Applicant will provide to the EDRB of DPZ a letter from a LEED-accredited professional certifying that a green building maintenance reference manual has been prepared for use by the building manager, that this manual has been written by a LEED-accredited professional, that copies of this manual will be provided to all future building managers 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 can be used to obtain further guidance on each green building component.

Prior to approval of the final RUP, the Applicant will provide an electronic copy of the manual in pdf format to the Environment and Development Review Branch of DPZ.

- iv. Prior to site plan approval, the Applicant will designate the Chief of the Environment and Development Review Branch of DPZ 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.
- v. If, within one (1) year of the issuance of the final RUP, the Applicant provides to the EDRB of DPZ documentation demonstrating that LEED Certification for the residential building has not been attained, but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED Certification, 50% of the escrow shall be released to the Applicant, and the other 50% shall be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives. However, if the Applicant provides documentation demonstrating, to the satisfaction of the EDRB 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, this proffered time frame shall be extended for one (1) year, and no release of escrowed funds shall be made to the Applicant or to Fairfax County during the extension unless the Applicant provides documentation from the USGBC to ERDB within this time frame that the LEED Certification has been obtained. After this one (1) year extension, additional one (1) year

extensions may be granted if the Applicant provides documentation at the end of the previous one (1) year extension period demonstrating, to the satisfaction of EDRB of DPZ, that USGBC completion of the review of the LEED Certification application has continued to be delayed through no fault of the Applicant or the Applicant's contractors or subcontractors.

- vi. All references to LEED for Homes Certification may be modified to other LEED certification programs as adopted by the USGBC that may be applicable to the building type constructed by the Applicant. An alternative LEED certification program may be selected by the Applicant, subject to the review of EDRB of DPZ. Further, all references to the USGBC shall apply to similar certifying agencies that are created subsequent to approval of this application, provided that the alternative certifying agency is acceptable to the EDRB of DPZ and the Applicant.

#### Pedestrian Facilities.

- E. The Applicant shall provide a comprehensive sidewalk system within the developed portions of the Property as generally shown on Sheets 2, 2A, 2B and 2C of the CDP/FDP, including completion of sidewalks along the Property frontages, including connections from Fairfax Ridge Road to residential units, and internal connections between all the residential buildings, and between Land Bay B and the adjacent office building. Construction of sidewalks shall be concurrent with development activity on the Property.
  - F. The Applicant shall construct a ten (10) foot wide asphalt trail along Land Bay B's Waples Mill Road frontage, with the exact location and design determined at the time of site plan approval.
  - G. The six-foot wide asphalt pedestrian trail along the southern side of the Pond is located within a dedicated easement and is to be maintained by Fairfax County. Should maintenance of the trail, including routine cleaning and removal of debris, be performed by either the Association established for Owners of the Land Bay A or the Owner of Land Bay B, said cost shall be allocated between Land Bay A and B on a pro-rata basis in accordance with the number of dwelling units in each Land Bay. Upon performance of maintenance, detailed invoices shall be submitted to the other owner and payment shall be due and payable within thirty (30) days or subject to collection. Said cost sharing shall not be in effect until after the issuance of the first RUP on Land Bay B.
10. Affordable Dwelling Units. The Applicant shall provide twenty-one (21) Affordable Dwelling Units (ADU) within Land Bay B in accordance with Section 2-800 of the Zoning Ordinance, except as may be modified by the ADU Advisory Board in accordance with Section 2-815 of the Zoning Ordinance. Should the Applicant elect to construct less than 150 dwelling units on Land Bay B, the number of required ADUs shall be reduced in accordance with the Zoning Ordinance. No new dwelling units are

proposed within Land Bay A other than those approved pursuant to RZ 2000-PR-056.

11. **Workforce Housing.** The Applicant shall provide eleven (11) Workforce Dwelling Units (WDUs) within Land Bay B in accordance with the Policy Guidelines adopted by the Board of Supervisors on October 15, 2007. Should the Applicant elect to construct less than 150 dwelling units on Land Bay B, the number of WDUs shall be reduced in accordance with the Policy.
12. **Exterior Lighting.** All on-site lighting shall be directed downward and inward in order to minimize light from spilling onto adjacent properties. In order to provide maximum security, energy efficiency and quality ambient lighting, full cut-off light fixtures shall be used for all parking lot and parking deck lighting, including any "wall-pack" security lighting. Lighting for landscaping shall not utilize "up-lighting", but shall rather utilize downward-focused lighting that does not present glare or provide an overly lit environment that hinders night-time vision.
13. **Bicycle Racks.** The Applicant shall provide bicycle racks in the vicinity of the front door of the building on Land Bay B sufficient to store a minimum of four (4) visitor bicycles. The Applicant shall provide additional secured bicycle storage within the parking structure on Land Bay B for use by the residents of Land Bay B, as further described in Proffer 17.D.(8). Subject to the approval of the Owner of Land Bay A at no cost, the Applicant shall provide bicycle racks in the vicinity of the pool on Land Bay A, or another mutually agreeable location, sufficient to store a minimum of four (4) visitor bicycles. The design, style and installation of the bike racks and bicycle storage shall be approved by FCDOT at time of site plan approval for Land Bay B. Bicycle racks shall be installed prior to the issuance of the last RUP for Land Bay B.
14. **Use of Garages.** The Applicant agrees that individual garages on Land Bay A shall only be used for a purpose that will not interfere with the intended purpose of garages (e.g., parking of vehicles). Likewise, any required parking space within the Land Bay B parking garage shall only be used for a purpose that will not interfere with the intended purpose of that parking space (e.g. parking of vehicles.) Tenants and/or owners shall be advised of the use restriction which shall be included in the initial lease/sales documents.
15. **Parking Management.**
  - A. The Owner of Land Bay B shall assign parking management as one of the duties of its property manager. Parking management shall entail the efficient use of available constructed parking spaces within Land Bay B, including the assignment of parking spaces to residents, and shall include specifications that residents of and visitors to Land Bay B shall not utilize any parking located on Land Bay A (unless such a visitor is a resident of Land Bay A), whether or not spaces on Land Bay A are assigned, or Fairfax Ridge Road.
  - B. The Applicant shall pursue an agreement with the owner of the property identified as Tax Map 46-4 ((1)) 15B and 56-2 ((1)), 15C and 15D to allow parking on these

properties by the residents of Land Bay A on weekends and during the week after typical working hours. The agreement shall also allow residents of Land Bay B to park in designated commercial parking spaces on Land Bay B on weekends and during the week after typical working hours. In the alternative, the Applicant shall construct one hundred (100) additional parking spaces within the parking garage located on Land Bay B that will be available for use by the residents of Land Bay A on an unrestricted basis. The location of parking for the residents of Land Bay A, either by an agreement on property identified as Tax Map 46-4 ((1)) 15B and 56-2 ((1)) 15C and 15D or within the parking garage located on Land Bay B, shall be determined by the Applicant at time of site plan.

- C. The Owner of Land Bay B shall provide written support to the Association established for the Owners of Land Bay A to pursue a parking overlay district to establish parking restrictions on Fairfax Ridge Road by the Association.
  - D. The Applicant shall provide parking for the residents of Land Bay B within the parking garage located on Land Bay B at a minimum ratio of one (1) parking space per bedroom or one (1) parking space per bathroom in each residential unit, whichever is greater.
16. TDM Strategies.
- A. Transportation demand management (“TDM”) strategies, as detailed below, shall be utilized by the Applicant and/or its successors or assigns to reduce vehicular trips generated by residents of the Property during peak hours.
  - B. Mass transit, ride-sharing, and other transportation strategies shall be utilized to reduce baseline trips generated from the Property (Land Bays A and B, combined) during peak hours by a minimum of 15%. For purposes of this proffer, the baseline number of trips from which such reductions are measured shall be determined using the trip generation rates data published by the Institute of Transportation Engineers in the Trip Generation Manual, 8<sup>th</sup> Edition and as determined by FCDOT for a total of 570 dwelling units during the highest peak hour period (AM or PM) of the adjacent street, Waples Mill Road. In the event the Property is developed with fewer than 570 dwelling units, then the baseline number of trips shall be calculated as if 570 units were constructed. Residents of the Property shall be advised of this transportation strategy. Transportation coordination duties shall be carried out by the owner of Land Bay B, or assigns.
  - C. To encourage use of mass transit, the Owner of Land Bay B shall work with the Fairfax County Department of Transportation to relocate bus service from Lee Jackson Memorial Highway (Route 50) to a route that will include Fairfax Ridge Road and Waples Mill Road. Efforts to relocate the bus services shall be documented to DPWES prior to the issuance of the first RUP for Land Bay B. Upon successful relocation of said route, the Applicant shall construct a bus shelter, subject to VDOT approval, on Fairfax Ridge Road prior to the issuance of

the final RUP for Land Bay B. If the Applicant is not successful with its efforts to relocate the bus route prior to the issuance of the first RUP for Land Bay B, efforts will continue up until the issuance of the final RUP for Land Bay B. If the route is relocated prior to the issuance of the final RUP for Land Bay B, the Applicant shall construct the bus shelter, subject to VDOT approval, on Fairfax Ridge Road prior to final bond release on Land Bay B.

D. The following is a list of strategies that shall be instituted by the Owner of Land Bay B prior to the issuance of the first RUP for Land Bay B:

- (1) Designate an individual (such as property management staff and/or condominium association representative) to act as the transportation coordinator ("TC") for the Property (Land Bays A and B), who shall be responsible to implement the TDM strategies for the Property, with on-going coordination with FCDOT. Such individual shall also be responsible for communication and coordination of TDM strategies with the development association on adjacent Land Bay C. This individual may, if appropriate, be the same person for all three land bays (A, B and C). The Applicant shall provide written notice to FCDOT within 10 days of the designation of the TC and thereafter within 10 days of any change in said designation.
- (2) Market new units to bicyclists, and to one-car or no-car families.
- (3) Disseminate information regarding Metrobus, carpool and/or vanpool, ridesharing, and other relevant transit options in residential sale/leasing packages;
- (4) Provide Metro maps, schedules, and forms; information on the Fairfax County Ride Share Program; and information on other relevant transit options available to owners/tenants either in a newsletter to be published on a regular basis and not fewer than four (4) times per calendar year or on a web site. In the event, the Applicant elects to establish a website for the project, then the Applicant shall provide written notice to FCDOT of the website address and the date the site became operational.;
- (5) Provide SmartTrip cards loaded with a minimum of \$25 to all tenants of Land Bay B upon their initial lease or to initial purchasers at the time of settlement.
- (6) Provide a business center on Land Bay B for use by the residents of the Property. The business center shall include, at a minimum, access to telephone(s), a fax machine, computer(s), printer(s), a scanner, and high-speed internet.
- (7) Equip all residential units on the Property with broadband wiring for internet access.

- (8) Provide secure bike storage for residents of Land Bay B, sufficient to store, at a minimum, one (1) bicycle for every forty (40) required residential vehicle parking spaces. Provide bicycle racks for visitors either in the visitor parking area or in the vicinity of the main entrance, as further qualified by Proffer 14. The design, style and installation of the bike racks and bicycle storage shall be approved by FCDOT.
  - (9) Participate in a larger Traffic Management Area Program should one be established by the County for this area.
  - (10) The TDM program shall be continued by the COA in the event of a condominium conversion.
- E. Eighteen (18) months following build-out of the Property, the Transportation Coordinator will administer a survey of residents of the Property. For purposes of this proffer, build-out of the Property shall be deemed to occur upon the issuance of the last RUP for Land Bay B. The survey shall include, at a minimum, details regarding the number of times per week the resident commutes, the mode of transportation for community purposes, and his or her work destination
- F. Eighteen (18) months following build-out of the Property, and annually thereafter, the effectiveness of the TDM strategies shall be evaluated and reported to FCDOT. For purposes of this proffer, build-out of the Property shall be deemed to occur upon the issuance of the last RUP for Land Bay B. The TC shall submit to FCDOT a report describing the previous year's TDM strategic efforts and the effectiveness of the TDM program in reaching trip reduction goals, including, as applicable, sample marketing materials, expenditures, the result of traffic counts as outlined in Paragraph G below. The report shall be submitted to FCDOT no later than April 30th of each year. The TC shall coordinate draft survey materials and the methodology for conducting traffic counts with FCDOT prior to each year's count, as applicable.
- G. As part of the annual reporting process, the Owner of Land Bay B shall measure actual trip generation of the Property in order to evaluate the success of meeting the trip reduction objectives set forth in subparagraph B., above.
  - (1) Only trips that are generated by the residential uses in Land Bays A and B shall be counted. Peak hour counts shall be conducted during the highest peak traffic period (AM or PM, whichever is highest) ("Peak Hour Trips") of the adjacent street, Waples Mill Road, over two (2) days, within a maximum two (2) week period, at a time of year that reflects typical travel demand conditions (e.g., September to May - and not during holiday weeks, on Mondays or Fridays, or when public schools are not in session.) The average number of peak hour trips shall be computed by summing the number of applicable peak hour trips entering and exiting the Property (at all driveways) on each of the two (2) day's counts and dividing that sum by two (2).

Residents of Land Bays A and B shall not be notified in advance of the days or times that these counts will be taken.

The Applicant shall notify FCDOT at least one (1) week in advance of the dates that the counts are to be undertaken.

- (2) The results of the trip generation analyses referenced in subparagraph F., above, shall be compared to the baseline trip generation referenced in subparagraph B., above, to determine if the proffered 15% reduction of peak hour trips has been met.
- (3) In the event the traffic counts reveal that the proffered 15% peak hour trip reduction has been met, then the Applicant shall continue to implement the TDM strategies in place and no adjustments to the program or penalties are required.
- (4) If applicable, the first time traffic counts that are conducted in accord with proffer subparagraph G.1., above, reveal that the baseline trip reduction has not been met, the TC shall request a meeting with FCDOT within thirty (30) days after the completion of the traffic counts to review the results of that report and the TDM strategies then in place for the Property. The TC shall be responsible to design and implement a strategy that is intended to bring baseline peak hour trip reductions to the proffered percentage. The Applicant shall submit any revisions to the TDM Plan to FCDOT within thirty (30) days following this meeting.
- (5) In the event that a subsequent (second) annual traffic count conducted in accord with proffer subparagraph G.1., above, reveals that the baseline trip reductions have not been met, then the Owner of Land Bay B shall pay a penalty at a rate of \$125 per trip for each trip not reduced from the baseline reduction, into a fund established with the TC for the implementation of certain other on-site TDM incentives/enhancements. (For example, if the baseline reduction is established as 49 trips (or 327 PM peak hour trips X .15 reduction), then the "penalty paid" is  $\$125 * (49 - X)$ , where "X" is the number of trips actually reduced from the ITE base of 327 PM peak hour trips.) The TC shall request a meeting with FCDOT within thirty (30) days after the completion of the traffic counts to review the results of that report and the TDM strategies then in place for the Property. The TC shall be responsible to design and implement a strategy that is intended to bring baseline peak hour trip reductions to the proffered percentage. The Applicant shall submit any revisions to the TDM Plan to FCDOT within thirty (30) days following this meeting.
- (6) If a following (third) annual traffic count is required in accord with proffer subparagraph G.1., above, reveals that the baseline trip reduction has not

been met, then the penalty described in subparagraph G.5., above, shall again be paid. Further, the TC shall request a meeting with FCDOT within thirty (30) days after the completion of the Trip Counts to review the results of that report and the TDM strategies then in place for the Property, to discuss alternative strategies to meet the proffered reduction, to discuss the appropriateness of the proffered reduction, and/or to discuss setting an alternative peak hour trip reduction (that may be less than 15%), and which must be formalized through an interpretation of these proffers. The TC shall submit any revisions to the TDM Plan and TDM Budget to FCDOT within thirty (30) days following this meeting. FCDOT shall approve any changes to the TDM Plan prior to its implementation.

- H. If three (3) consecutive annual trip counts conducted in accord with subparagraph G.1, above, reveal that the trip reduction thresholds are met after build out of the Property as defined herein, then trip counts shall only be conducted biannually if requested by the County, or less (including elimination of this requirement) if it is determined by FCDOT that fewer counts are necessary to indicate continued compliance. Further, upon such event, only annual reports detailing the programmatic elements in place and yearly TDM expenditure assessment and/or survey results will be required.
  - I. If subsequent trip counts reveal that the trip reduction thresholds are not being met, then the annual counts, reports and penalties shall again be required as described in Subparagraphs G.4, G.5, and G.6. If three (3) consecutive annual trip counts reveal that the trip reduction thresholds are met, then trip counts shall again only be conducted biannually if requested by the County, or less (including elimination of this requirement) if it is determined by FCDOT that fewer counts are necessary to indicate continued compliance. Further, upon such event, only annual reports detailing the programmatic elements in place and yearly TDM expenditure assessment and/or survey results will be required.
17. Asbestos. If DPWES and the Owner of Land Bay B determine that a potential health risk exists during construction due to the presence of asbestos-containing rock on the Property, the Owner of Land Bay B shall:
- A. Take appropriate measures as determined by the Health Department to alert all construction personnel and residents of Land Bay A as to the potential health risks.
  - B. Commit to appropriate construction techniques as determined by DPWES in coordination with the Health Department and the Applicant to minimize this risk. Such techniques may include, but are not limited to, dust suppression measures during all blasting and drilling activities and covered transportation of removed material presenting this risk, and appropriate disposal.
18. Schools Contribution. At the time of site plan approval for Land Bay B, the Applicant

shall contribute the amount of \$132,582.00 (\$11,630.00 per student generated by Land Bay B, which is .076 student per unit), plus \$23,260.00 for the two (2) additional students generated by the development of Land Bay A (which were actually generated by the development of Land Bay A, but not anticipated in a previous rezoning application) to the Fairfax County Board of Supervisors for the construction of capital improvements to Fairfax County public schools to which the students generated by the Property are scheduled to attend. The contribution based on student generation by Land Bay B may be reduced by \$11,630.00 x .076 per unit should the Applicant elect to construct less than 150 dwelling units on Land Bay B.

19. Blasting. If blasting is required during construction of the improvements on Land Bay B, and before any blasting occurs on Land Bay B, the Applicant or its successors will ensure that blasting is done per Fairfax Fire Marshal requirements and all safety recommendations of the Fire Marshal, including, without limitation, the use of blasting mats, shall be implemented. In addition:
  - A. A professional consultant shall be retained to perform a pre-blast survey of each house, residential building and office building located within one hundred fifty (150) feet (TM 46-4 ((1)) 15B; TM 56-2 ((1)) 15C, 15D, 19, 23B, 25B; 56-2 ((26)) All; and 56-2 ((27)) (9) – (11) All) and any well located within two hundred fifty (250) feet (TM 46-4 ((1)) 15B, 34; TM 56-2 ((1)) 15C, 15D, 19, 23B, 25B, 74B; 56-2 ((26)) All; and 56-2 ((27)) (8) – (11) All) of Land Bay B. The consultant shall request access by way of certified mail to the last known address of the owner(s) of any house, buildings, swimming pools or wells located within the aforesaid ranges, to determine the pre-blast conditions of these structures. The consultant shall give a minimum of fourteen (14) days notice of the scheduling of the pre-blast survey. All owners of structures entitled to pre-blast inspections shall be provided with the name, address, and phone number of the blasting contractor's insurance carrier. Written confirmation that the pre-blast survey has been completed shall be provided to DPWES and copies of the survey shall be provided to Fairfax County upon request prior to any blasting.
  - B. The consultant shall place seismographic instruments prior to blasting to monitor the shock waves. Seismographic monitoring records shall be provided to County agencies upon their request.
  - C. The consultant shall provide an analysis of the potential for gas migration from the site to the Fire Marshal for review and approval prior to blasting, and appropriate mitigation or notification as determined by the Fire Marshal shall be implemented.
  - D. All residences and office buildings within 150 feet of the Land Bay B boundary shall be notified ten (10) days prior to blasting, no blasting shall occur until such notice has been given.

- E. Upon receipt of a claim of actual damage resulting from said blasting, the consultant shall respond within five (5) days by meeting at the site of the alleged damage to confer with the property owner. Any verified claims for damage due to blasting shall be expeditiously resolved.
- F. Blasting subcontractors shall be required to maintain necessary liability insurance to cover the costs of repairing any damages to structures that are directly attributable to the blasting activity.

20. Construction Activities and Lighting

- A. At a minimum of one (1) month prior to the commencement of construction activities on Land Bay B (“Commencement of Construction”), the Owner of Land Bay B shall request a preconstruction meeting with Owners of Land Bay A to discuss the timetable for construction and to present strategies for construction related parking management – particularly as to how construction parking will be managed along Fairfax Ridge Road. The Owners of Land Bay A agree to schedule such a meeting within one (1) month of the request, and the owner of Land Bay B shall attend that meeting. In addition, after Commencement of Construction, the Owner of Land Bay B shall meet quarterly with the Owners of Land Bay A, if requested by the Owners of Land Bay A, to discuss ongoing construction activities. The name of a contact person for construction issues shall be provided to a representative of the Owners of Land Bay A.
- B. Outdoor construction activities on Land Bay B shall only occur between the hours of 7:00 a.m. and 9:00 p.m., Monday through Saturday, and between the hours of 9:00 a.m. and 9:00 p.m. on Sundays and Federal Holidays.
- C. Construction within utility easements on Land Bay A, which are related to the construction of the improvements on Land Bay B, shall only occur between the hours of 9:30 a.m. and 3:30 p.m., daily.
- D. Trash collection during the construction of the improvements on Land Bay B shall only occur between the hours of 7:00 a.m. and 9:00 p.m., Monday through Saturday, and between 9:00 a.m. and 9:00 p.m. on Sundays and Federal holidays.
- E. Any construction-related loading or unloading of vehicles shall only occur between the hours of 7:00 a.m. and 9:00 p.m., Monday through Saturday, and between 9:00 a.m. and 9:00 p.m. on Sundays and Federal holidays.
- F. Construction workers shall either park on-site during the construction of the improvements on Land Bay B or shall park in a remote location and be shuttled to the site. Construction workers shall not be permitted to park on Fairfax Ridge Road.
- G. Construction hours, and any other information posted on the Property during construction, shall be posted in both English and Spanish.

- H. During construction, and until parking is available in the garage on Land Bay B, the Applicant shall coordinate with the owners of the office buildings on adjacent parcels identified as Tax Map 46-4 ((1)) 15B and 56-2 ((1)) 15C and 15D to provide replacement parking for the office building tenants. Replacement parking shall be provided in a remote location selected by the Applicant, and tenants shall be shuttled to the office buildings.
  - I. All construction site lighting, with the exception of lighting that is used to illuminate the interiors of buildings under construction which is provided for in the following paragraph, shall use full cut-off or directionally shielded fixtures that are aimed and controlled so the directed light shall be substantially confined to the object intended to be illuminated. Directional control shields shall be used where necessary to limit stray light.
  - J. If interiors of the multifamily structure on Land Bay B are lit during construction, then frosted light bulbs (as opposed to clear light bulbs) shall be used to light the ten (10) foot outermost perimeter area of the interiors of the building in order to diffuse the light.
21. Cooperation Between Owners:
- A. "Owner", as used in these Proffers, shall mean the legal owner of a Land Bay's Parcel(s), if under common ownership, or shall mean the unit owners, collectively, acting through the executive organ of a duly constituted Condominium Owners Association ("COA"), and not the owners of individual condominium units.
  - B. The Owner of Land Bay A, shall own, manage and maintain all common areas of Land Bay A; and the Owner of Land Bay B shall own, manage and maintain all common areas of Land Bay B, and operate the TDM program for the Property, as defined in Proffer 17. In the event that Land Bay B is converted to condominiums, the maintenance and operational responsibilities of Land Bay B's Owner shall be included in Land Bay B's COA documentation, which includes maintenance of all open space and recreational facilities, landscaping, and commercial parking spaces on Land Bay B. In accordance with the Virginia Condominium Act, purchasers of units within Land Bay B shall be advised of these requirements and restrictions prior to entering into a contract of sale through the Public Offering Statement of the condominium.
  - C. The owner of Land Bay B shall use best efforts to establish a program with the Owner of Land Bay C for cost sharing and for the shared implementation of the TDM Plan. Further, the owner of Land Bay B shall use best efforts to establish a cooperative agreement between the owners of Land Bays A, B and C, regarding sharing the use of amenities on the combined properties, sharing of maintenance obligations, implementation of the TDM Plan, and the discussion of the potential removal or relocation of the gate currently separating Land Bays A and C. These

efforts shall be diligently prosecuted. In the event that the owner of Land Bay B is successful in reaching such agreements, any obligations shall be disclosed to contract purchasers prior to entering into a contract of sale, and shall be disclosed in the COA documents prepared for the Property. In the event the Owner of Land Bay B is unable to reach such an agreement, the Owner of Land Bay B shall provide written documentation of its best efforts to DPWES.

22. Signs.

- A. The Applicant shall abide by the regulations in Article 12 of the Zoning Ordinance with regard to permanent and temporary signs on the Property including: "real estate signs" advertising the sale, rental or lease of units on Land Bay B – which signs shall be limited to two (2), temporary signs that have a maximum area of twelve (12) square feet each and a maximum height of eight (8) feet each (Par. 3D of Sect. 12-103 of the Ordinance); temporary signs announcing such happenings as "grand opening", which are limited to a maximum of twenty (20) square feet in area, eight (8) feet in height, for a period of fourteen (14) days (Par. 3G of Sect. 12-103 of the Ordinance); and bunting, banners, pennants and other decorative materials which must be securely attached to the building, shall not exceed twice the allowable building-mounted sign area, for a period not to exceed fourteen (14) days, only in a location that has been given written approval by the Zoning Administrator, which may be displayed only one (1) time in a twelve (12) month period, and only upon the posting of a bond, with surety satisfactory to the Zoning Administrator, to ensure the removal of the signs at the termination of the fourteen (14) day period (Par. 3G of Sect. 12-103 of the Ordinance).
- B. Regardless of the "Possible Sign Location" denoted in the CDP/FDP for Land Bay B, freestanding identification signs shall be limited to one (1) at each primary entrance to the development off of Fairfax Ridge Road, and shall be of a design, style, and color in substantial conformance with that shown on the CDP/FDP for Land Bay A.
- C. Illumination of signs shall be in conformance with the performance standards for glare as set forth in Part 9 of Article 14 of the Zoning Ordinance. Additionally, signs that require lighting shall be internally illuminated or down-lit to avoid glare and light trespass. No uplighting shall be permitted on any sign.
- D. No temporary signs (including "popsicle" paper or cardboard signs) which are prohibited by Article 12 of the Zoning Ordinance, and no signs which are prohibited by Chapter 7 of Title 33.1 or Chapter 8 of Title 46.2 of the Code of Virginia shall be placed on or off-site by the Applicant or by any builder or at the Applicant's or any builder's direction to assist in the initial and future marketing and/or sales/rental of dwelling units on the Property. The Applicant shall direct its agents and employees involved in marketing the Property to adhere to this proffer.

23. Sewer Capacity. The Applicant shall demonstrate that there is adequate sewer capacity to service the proposed development on Land Bay B, to the satisfaction of DPWES, prior to approval of a site plan for the building on Land Bay B. Further, the Applicant shall ensure that any deficiencies in the sewer system that are identified by DPWES, which are necessary to be addressed in order to ensure adequate sewer capacity for Land Bay B, are addressed. No site plan shall be approved for any structure that will require additional sewer capacity shall occur on Land Bay B, if and until adequate sewer capacity is verified by DPWES. Such verification shall occur prior to site plan submission.
24. Swimming Pool Discharge. Swimming pool discharge water shall be routed into the stormwater management system. The discharge process shall follow the guidelines below in order to ensure that pool water is properly neutralized prior to being discharged:
  - A. In order to ensure that high levels of chlorine are not discharged into the surface water system, pool water shall not be chlorinated prior to backwashing and/or discharge.
  - B. All waste water resulting from the cleaning and draining of the pool shall meet the appropriate level of water quality prior to discharge.
  - C. If the water being discharged from the pool is discolored or contains a high level of suspended solids that could affect the clarity of the receiving stream, it shall be allowed to stand so that most of the solids settle out prior to being discharged.
25. Severability. If determined appropriate in accordance with the parameters stated in Par. 10D of Sect. 16-402 of the Ordinance, any of these land bays/sections/buildings within the Property may be subject to Proffered Condition Amendments and Final Development Plan Amendments without joinder or consent of the property owners of the other land bays/sections/buildings. The Applicant reserves the right to file for separate zoning action on either Land Bay A or B, when determined appropriate by the Zoning Administrator, without joinder or consent of the property owners of the other land bay.
26. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.
27. 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 in the same instrument.

RZ 2006-PR-027  
Signature Sheet

CO-APPLICANT

TCR MID ATLANTIC PROPERTIES, INC.

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By: Alice S. Tanchel  
Its: Vice President

[SIGNATURES CONTINUED ON NEXT PAGE]

CO-APPLICANT / AGENT FOR TITLE OWNERS OF TAX  
MAP 56-2 ((27)) (5) 101-413, (6) 101-413, (7) 101-410, (8) 101-  
413, (9) 101-413, (10) 101-410, (11) 101-410 and 46-4 ((19)) (1)  
101-421, (2) 101-306, (3) 101-413, (4) 101-410

FAIRFAX RIDGE CONDOMINIUM UNIT OWNERS  
ASSOCIATION

By: OAC Fairfax LLC  
Its: Attorney-in-Fact by virtue of Declaration and Power of  
Attorney dated 11/16/04 recorded at Deed Book 16740 Page 2163  
among the Land Records of Fairfax County, Virginia

By: CREL/OAC L.L.C.,  
Its: Sole Member

---

By: Anthony S. Fusco  
Its: Vice President

---

By: Nazeeh S. Habachy  
Its: Secretary

[SIGNATURES CONTINUED ON NEXT PAGE]

RZ 2006-PR-027  
Signature Sheet

TITLE OWNER OF TAX MAP 56-2 ((1)) 18A

OAC FAIRFAX LLC

By: CREL/OAC L.L.C.  
Its Sole Member

---

By: Anthony S. Fusco  
Its: Vice President

---

By: Nazeeh S. Habachy  
Its: Secretary

[SIGNATURES END]

**DEVELOPMENT CONDITIONS****SEA 00-P-050****September 22, 2011**

If it is the intent of the Board of Supervisors to approve SEA 00-P-050, located at Tax Map 56-2 ((1)) 18A, for commercial parking in a residential district, pursuant to Sect. 9-609 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 previous conditions (those conditions carried forward substantially unchanged from previous approval are marked with an asterisk):

1. This Special Exception is granted for and runs with the land indicated in this application and is not transferable to other land. \*
2. This Special Exception is granted only for the purpose(s), structure(s) and/or use(s) indicated on the special exception plat approved with the application, as qualified by these development conditions. \*
3. This Special Exception is subject to the provisions of Article 17, Site Plans, as may be determined by the Director, Department of Public Works and Environmental Services (DPWES). Any plan submitted pursuant to this special exception shall be in substantial conformance with the approved Special Exception Plat entitled "Fairfax Ridge Land Bays A & B" prepared by Land Design, and dated April 4, 2005, as revised through September 6, 2011, and these conditions. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance. \*
4. Pursuant to Par. 6 of Sect. 6-106 of the Zoning Ordinance, the maximum area devote to this parking use shall not exceed that shown on the SEA Plat, and shall not exceed 275 parking spaces.
5. The parking area shall not be used as a commercial off-street parking lot as defined by the Zoning Ordinance, where a charge or fee is imposed for temporary, daily or overnight storage of motor vehicles. \*
6. No signage (other than directional signage) associated with the parking use shall be placed on the application property.

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

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

Pursuant to Section 9-015 of the Zoning Ordinance, this special exception shall automatically expire, without notice, thirty (30) 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.

**REZONING AFFIDAVIT**

DATE: August 17, 2011  
 (enter date affidavit is notarized)

I, Lynne J. Strobel, 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

92704i

in Application No.(s): RZ/FDP 2006-PR-027  
 (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 <b>BOLD</b> above)
TCR Mid Atlantic Properties, Inc. Agents: P. Sean Caldwell (former) Charles N. Bay (former) Chad W. DuBeau (former) Alice S. Tanchel	6110 Executive Boulevard, Suite 315 Rockville, Maryland 20852	Co-Applicant / Agent for Title Owner of Tax Map 56-2 ((1)) 18A
Mill Creek Residential Trust Mid-Atlantic LLC Agents: P. Sean Caldwell, Charles N. Bay, Chad W. DuBeau	6110 Executive Boulevard, Suite 315 Rockville, Maryland 20852	Developer Consultant / Agent for Co-Applicant - TCR Mid Atlantic Properites, Inc.
Fairfax Ridge Development, LLC Agent: Cindy A. Fancher	c/o Crescent Heights of America, Inc. 2930 Biscayne Boulevard, Suite 1800 Miami, Florida 33137	Former Co-Applicant/Former Declarant (Control has been turned over to the Unit Owners Association)

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

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

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

DATE: August 17, 2011  
 (enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
 (enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Fairfax Ridge Condominium Unit Owners Association Former Agent: Cindy A. Fancher Former Board of Directors: Anita J. Patankar (a/k/a Anita J. Patankar-Stoll), Lana S. Hartmann, Matthew J. Carullo, Cheryl J. Trent, Jonathan Isner (nmi), Melissa L. Choate, Courtney A. McBride, Aqil A. Khan, Jonathan Isner (nmi)	11305 Aristotle Drive Fairfax, VA 22030	Co-Applicant/Agent for Title Owners of Tax Map 56-2 ((27)) (5) 101-413, (6) 101-413, (7) 101-410, (8) 101-413, (9) 101-413, (10) 101-410, (11) 101-410 and 46-4 ((19)) (1) 101-421, (2) 101-306, (3) 101-413, (4) 101-410
Current Board of Directors: Cheryl J. Stokes f/k/a Cheryl J. Trent, Joseph C. Stephens, Michael N. Clements, Margaret H. Stephens, Richard A. Stoll, Christopher S. Grisafe		
OAC Fairfax LLC, Agent and Attorney-in-Fact for Fairfax Ridge Condominium Unit Owners Association		
OAC Fairfax LLC f/k/a Fairfax Ridge LP Agents: P. Sean Caldwell Charles N. Bay Anthony S. Fusco Nazeeh S. Habachy Hutham S. Olayan John O. Wolcott Camile G. Saba Frank J. Amato James (nmi) Sfiroudis	c/o Olayan America Corporation 505 Park Avenue New York, NY 10022	Title Owner of Tax Map 56-2 ((1)) 18A
VIKA, Incorporated Agents: John F. Amatetti Robert J. Bosco Robert R. Cochran Philip C. Champagne, Edmund J. Ignacio	8180 Greensboro Drive, Suite 200 McLean, Virginia 22102	Engineers/Agent

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

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

DATE: August 17, 2011  
 (enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
 (enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC Agents: Robin L. Antonucci Jami L. Milanovich Jorjean M. Rice Terence J. Miller, Robert T. Kohler	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
LandDesign, Inc. Agents: Matthew V. Clark Marci E. Bonner f/k/a Marci E. Drury Kevin J. Tankersley (former) Robert D. Anderson (former) Stephen M. Jordan (former)	200 S. Peyton Street Alexandria, Virginia 22314-2813	Architects/Agent
Cubellis DCA f/k/a Design Concepts Architects P.C Agent: Rohit Anand (nmi)	8614 Westwood Center Drive, #340 Vienna, Virginia 22182	Former Architects/Agent
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Agents: Martin D. Walsh, Lynne J. Strobel M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Jason B. Heinberg (former) Tara E. Wiedeman (former) Abby C. Denham (former) Blair A. Lonergan (former) Inda E. Stagg Elizabeth D. Baker Kara M.W. Bowyer f/k/a Kara M. Whisler Susan K. Yantis (former) Megan C. Rappolt f/k/a Megan C. Shilling Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent

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

REZONING AFFIDAVIT

DATE: August 17, 2011
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027
(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)
TCR Mid Atlantic Properties, Inc.
6110 Executive Boulevard, Suite 315
Rockville, Maryland 20852

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Harlan R. Crow
J. Ronald Terwilliger
William C. MacDonald

[OFFICERS CONTINUED ON NEXT PAGE]

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

Directors: Anne L. Raymond, Kenneth J. Valach
Officers: Kenneth J. Valach, President, Former VP; Alice S. Tanchel, VP; Clifford A. Breining, VP; John E. Lippincott, VP; Sue O'Bannon (nmi), VP; Timothy J. Hogan, VP/Treasurer/Secretary; Cheryl Christy, Asst Secretary; Faye Thetford, Asst Secretary; Laura Hopkins, Asst Secretary; Lee Ann Shamblin, Asst Secretary; Marcia L. Moody, Asst Secretary

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

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
TCR Mid Atlantic Properties, Inc. [OFFICERS CONTINUED]  
6110 Executive Boulevard, Suite 315  
Rockville, Maryland 20852

**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)

Former Directors: William C. MacDonald, Charles R. Brindell Jr., Robert A. McClain, Harlan R. Crow, J. Ronald Terwilliger

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)  
Former Officers: William C. MacDonald, President; Ashvani K. Chuchra, VP; Chad W. DuBeau, VP; Charles N. Bay, VP; P. Sean Caldwell, VP; Samuel P. Simone, VP; Charles R. Brindell, Jr., VP; Kelly B. Peacon, VP/Asst Sec; Mark R. Dempsey; VP/Treasurer; Sheryl A. Brown, VP; Shari Steinhardt, Asst Secretary; Harlan R. Crow, VP; J. Ronald Terwilliger, VP; Rachel Purcell (nmi), VP/Treasurer; Sherry A. Brown, VP; Thomas J. Patterson, VP/Asst Treasurer/Secretary

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
CREL/OAC L.L.C.  
505 Park Avenue, 11th Floor  
New York, NY 10022

**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)  
CREL Investments Limited, Sole Member

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)  
Hutham S. Olayan, President/CEO; John O. Wolcott, EVP; Camile G. Saba, SVP, Investment; Anthony S. Fusco, VP, Real Estate; James Sfiroudis, VP, Private Equity; Nazeeh S. Habachy, Secretary; Frank J. Amato, Manager, Administration & Operations

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

VIKA, Incorporated  
8180 Greensboro Drive, Suite 200  
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)

Charles A. Irish, Jr.	Mark G. Morelock
John F. Amatetti	Jeffrey B. Amateau
Harry L. Jenkins	Kyle U. Oliver
Robert R. Cochran	Philip C. Champagne

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

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

M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC  
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)

Martin J. Wells & Associates, Inc., Former Member, Terence J. Miller & Associates, Inc., Former Member, M.J. Wells & Associates, Inc., Former Member  
M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns more than 10% of any class of stock.

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

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

Martin J. Wells & Associates, Inc. [FORMER]  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

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

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

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

Martin J. Wells

**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)

Terence J. Miller & Associates, Inc. [FORMER]  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

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

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

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

Terence J. Miller

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

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(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., James P. Downey (former), 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)

LandDesign, Inc.  
1414 Prince Street, Suite 400  
Alexandria, VA 22314

**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)

Bradley W. Davis (former)  
Peter R. Crowley  
Dale C. Stewart

=====

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

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Cubellis DCA f/k/a Design Concepts Architects P.C. [FORMER]  
8614 Westwood Center Drive, #340  
Vienna, VA 22182

**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)

Rohit Anand (nmi) (former)  
Lenord G. Cubellis  
Susan M. Packard  
Richard W. Rankin

**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 Ridge Development, LLC c/o Crescent Heights of America, Inc. [FORMER]  
2930 Biscayne Boulevard, Suite 1800  
Miami, Florida 33137

**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)

Fairfax Ridge Holdings, LLC, Sole Member and Managing 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: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Fairfax Ridge Holdings, LLC [FORMER]  
2930 Biscayne Boulevard, Suite 1800  
Miami, Florida 33137

**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)  
Fairfax Ridge Holdings II, LLC

=====  
**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)  
Efy Bashary (nmi), President; Cindy A. Fancher, VP; Terry Tallant, VP (former); Kevin S. Price, VP; Shlomo Dachoh (nmi), Secretary; Joseph P. Zdon, Jr., Treasurer; Pablo de Almagro (nmi), Assistant Treasurer; Sharon Christenbury, VP

=====  
**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Fairfax Ridge Holdings II, LLC [FORMER]  
2930 Biscayne Boulevard, Suite 1800  
Miami, Florida 33137

**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)  
Fairfax Ridge Holdings III, LLC

=====  
**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)  
Efy Bashary (nmi), President; Cindy A. Fancher, VP; Terry Tallant, VP (former); Kevin S. Price, VP; Shlomo Dachoh (nmi), Secretary; Joseph P. Zdon, Jr., Treasurer; Pablo de Almagro (nmi), Assistant Treasurer; Sharon Christenbury, VP

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

Fairfax Ridge Holdings III, LLC [FORMER]  
2930 Biscayne Boulevard, Suite 1800  
Miami, Florida 33137

**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)

SK Business Trust for the benefit of Sonny Kahn (nmi)  
RF Business Trust for the benefit of Russell W. Galbut  
Menin 1998 Family Trust for the benefit of Bruce A. Menin

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

Efy Bashary (nmi), President; Cindy A. Fancher, VP; Terry Tallant, VP (former); Kevin S. Price, VP; Shlomo Dachoh (nmi), Secretary; Joseph P. Zdon, Jr., Treasurer; Pablo de Almagro (nmi), Assistant Treasurer; Sharon Christenbury, VP

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

OAC Fairfax LLC f/k/a Fairfax Ridge LP  
c/o Olayan America Corporation  
505 Park Avenue, New York, NY 10022

**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)

Olayan America Corporation, Former Sole Member  
CREL/OAC L.L.C., Sole 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: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

Olayan America Corporation  
505 Park Avenue  
New York, New York 10022

**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)

Olayan Investments Company Establishment

=====

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

Hutham S. Olayam, President; John O. Wolcott, EVP; Anthony S. Fusco, VP; Nazeeh S. Habachy, Secretary

=====

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

Olayan Investments Company Establishment  
111 Poseidonos Avenue P.O. Box 70228  
Athens, Greece 16610

**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)

Suliman S. Olayan

=====

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

Suliman S. Olayan, Chairman; Aziz D. Syrani, President; Nazeeh S. Habachy, Secretary; Gabriel N. Salia, Comptroller; Frank J. Parrotta, Executive VP

(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: February 23, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

Fairfax Ridge Condominium Unit Owners Association  
11305 Aristotle Drive  
Fairfax, VA 22030

**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)

A non-shareholder, not-for-profit association.

=====

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

Former Officers/Directors: Kevin S. Price, President, Director; Bruce S. Hester, Vice President, Director; Cindy A. Fancher, Secretary/Treasurer, Director; Anita J. Patankar (a/k/a Anita J. Patankar-Stoll), President; Lana S. Hartmann, Vice President; Matthew J. Carullo, Treasurer; Courtney A. McBride, Director, Melissa L. Choate, Director; Aqil A. Khan, Secretary/Director; Jonathan Isner (nmi), Director

=====

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

Fairfax Ridge Condominium Unit Owners Association [officers & directors, continued]  
11305 Aristotle Drive  
Fairfax, VA 22030

**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.**)

Current Officers/Directors:  
Cheryl J. Stokes f/k/a Cheryl J. Trent, President/Director; Christopher S. Grisafe, VP/Director; Joseph C. Stephens, Treasurer/Director; Michael N. Clements, Director; Margaret H. Stephens, Director; Richard A. Stoll, Director

(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)**

92704i

DATE: August 17, 2011  
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

CREL Investments Limited (a corporation)  
505 Park Avenue, 11th Floor  
New York, NY 10022

**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)

Olayan America Corporation, Sole Shareholder

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

Aziz D. Syriani, President, Director; Frank J. Parrotta, EVP, Director

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

Mill Creek Residential Trust Mid-Atlantic LLC  
6110 Executive Boulevard, Suite 315  
Rockville, Maryland 20852

**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)

Mill Creek Residential Trust LLC, Sole Member

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

Charles R. Brindell, Jr., Chairman & CEO; William C. MacDonald, Exec. Managing Director; Mark R. Dempsey, Exec. Managing Director & Secretary; Sheryl A. Brown, CFO & Treasurer; Shari L. Steinhardt, Chief Accounting Officer; Charles N. Bay, Sr Managing Director; Ashvani K. Chuchra, Sr. Managing Director; P. Sean Caldwell, Managing Director; Chad W. DuBeau, Managing Director; Samuel P. Simone, Managing Director; Kelly B. Peacon, VP-Finance; Rebecca J. Olmstead, Asst. Secretary; Vanessa I. Pacheco, Asst. Secretary

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

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

DATE: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(enter County-assigned application number (s))

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

Mill Creek Residential Trust LLC  
6110 Executive Boulevard, Suite 315  
Rockville, Maryland 20852

**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)

Members: Charles R. Brindell, Jr., William C. MacDonald, Mark R. Dempsey, Michael A. Collins

=====

**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: August 17, 2011  
(enter date affidavit is notarized)

92704 i

for Application No. (s): RZ/FDP 2006-PR-027  
(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: August 17, 2011  
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027  
(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:

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

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

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

None

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

REZONING AFFIDAVIT

DATE: August 17, 2011
(enter date affidavit is notarized)

92704i

for Application No. (s): RZ/FDP 2006-PR-027
(enter County-assigned application number(s))

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

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

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

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

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

WITNESS the following signature:

(check one)

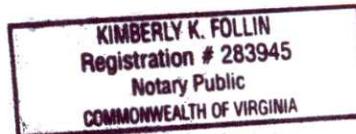
[ ] Applicant [x] Applicant's Authorized Agent
Lynne J. Strobel

Lynne J. Strobel, attorney/agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 17 day of August 20 11, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin
Notary Public

My commission expires: 11/30/2011



# SPECIAL EXCEPTION AFFIDAVIT

DATE: February 23, 2011  
(enter date affidavit is notarized)

I, Lynne J. Strobel, 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

92703 k

in Application No.(s): SEA 00-P-050  
(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.)

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
TCR Mid Atlantic Properties, Inc. Agents: P. Sean Caldwell (former) Charles N. Bay (former) Chad W. DuBeau (former) Alice S. Tanchel	6110 Executive Boulevard, Suite 315 Rockville, Maryland 20852	Applicant / Agent for Title Owner
OAC Fairfax LLC f/k/a Fairfax Ridge LP Agents: P. Sean Caldwell Charles N. Bay Anthony S. Fusco Nazeeh S. Habachy Hutham S. Olayan John O. Wolcott Camile G. Saba Frank J. Amato James (nmi) Sfiroudis	6110 Executive Boulevard, Suite 315 Rockville, Maryland 20852	Title Owner of Tax Map 56-2 ((1)) 18A

(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: February 23, 2011  
(enter date affidavit is notarized)

927034

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Mill Creek Residential Trust Mid-Atlantic LLC  Agents: P. Sean Caldwell Charles N. Bay Chad W. DuBeau	6110 Executive Boulevard, Suite 315 Rockville, Maryland 20852	Developer Consultant / Agent
VIKA, Incorporated  Agents: John F. Amatetti Robert J. Bosco Robert R. Cochran Philip C. Champagne Edmund J. Ignacio	8180 Greensboro Drive, Suite 200 McLean, Virginia 22102	Engineer/Agent
M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC  Agents: Robin L. Antonucci Jami L. Milanovich Jorjean M. Rice Terence J. Miller Robert T. Kohler	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
LandDesign, Inc. Agents: Matthew V. Clark Marci E. Bonner f/k/a Marci E. Drury Kevin J. Tankersley (former) Robert D. Anderson (former) Stephen M. Jordan (former)	200 S. Peyton Street Alexandria, Virginia 22314-2813	Architect/Agent
Cubellis DCA f/k/a Design Concepts Architects P.C Former Agent: Rohit Anand (nmi)	8614 Westwood Center Drive, #340 Vienna, VA 22182	Former Architect/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: February 23, 2011  
 (enter date affidavit is notarized)

92703k

for Application No. (s): SEA 00-P-050  
 (enter County-assigned application number (s))

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

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. ✓ Agents: Martin D. Walsh Lynne J. Strobel M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Jason B. Heinberg (former) Tara E. Wiedeman (former) Abby C. Denham (former) Blair A. Lonergan (former) Inda E. Stagg Elizabeth D. Baker Kara M. W. Bowyer f/k/a Kara M. Whisler Susan K. Yantis (former) Megan C. Rappolt f/k/a Megan C. Shilling Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: February 23, 2011
(enter date affidavit is notarized)

92703K

for Application No. (s): SEA 00-P-050
(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) TCR Mid-Atlantic Properties, Inc.
6110 Executive Boulevard, Suite 315
Rockville, Maryland 20852

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Harlan R. Crow
J. Ronald Terwilliger
William C. MacDonald

(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: February 23, 2011  
(enter date affidavit is notarized)

92703K

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

VIKA, Incorporated  
8180 Greensboro Drive, Suite 200  
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)

Charles A. Irish, Jr.	Mark G. Morelock
John F. Amatetti	Jeffrey B. Amateau
Harry L. Jenkins	Kyle U. Oliver
Robert R. Cochran	Philip C. Champagne

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

M.J. Wells & Associates, Inc. f/k/a M.J. Wells & Associates, LLC  
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)

Martin J. Wells & Associates, Inc., Former Member; Terence J. Miller & Associates, Inc., Former Member; M.J. Wells & Associates, Inc., Former Member	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: February 23, 2011  
(enter date affidavit is notarized)

92703k

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

Martin J. Wells & Associates, Inc. [FORMER]  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

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

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

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

Martin J. Wells

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

Terence J. Miller & Associates, Inc. [FORMER]  
1420 Spring Hill Road, Suite 600  
McLean, Virginia 22102

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

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

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

Terence J. Miller

(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: February 23, 2011  
(enter date affidavit is notarized)

92703k

for Application No. (s): SEA 00-P-050  
(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 SHAREHOLDERS:** (enter first name, middle initial, and last name)

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

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

LandDesign, Inc.  
200 S. Peyton Street  
Alexandria, VA 22314-2813

**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)

Bradley W. Davis (former)  
Peter R. Crowley  
Dale C. Stewart

(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: February 23, 2011  
(enter date affidavit is notarized)

92703 k

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

Cubellis DCA f/k/a Design Concepts Architects P.C. [FORMER]  
8027 Leesburg Pike, Suite 300  
Vienna, Virginia 22182

**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)

Rohit Anand (nmi) (former)  
Lenord G. Cubellis  
Susan M. Packard  
Richard W. Rankin

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

Nesk Corporation [FORMER]  
505 Park Avenue  
New York, New York 10022

**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)

Edward A. Kavounas  
Neil H. Smith

(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: February 23, 2011  
(enter date affidavit is notarized)

9270310

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

Olayan America Corporation  
505 Park Avenue  
New York, New York 10022

**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)

Olayan Investments Company  
Establishment

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

Olayan Investments Company Establishment  
111 Poseidonos Avenue  
P.O. Box 70228  
Athens, Greece 16610

**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)

Suliman S. Olayan

(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: February 23, 2011  
(enter date affidavit is notarized)

92703K

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

OAC Fairfax LLC f/k/a Fairfax Ridge LP  
505 Park Avenue  
New York, New York 10022

**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)

Olayan America Corporation, Former Sole  
Member  
CREL/OAC L.L.C., Sole Member

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

CREL/OAC L.L.C.  
505 Park Avenue  
New York, New York 10022

**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)

CREL Investments Limited

(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: February 23, 2011  
(enter date affidavit is notarized)

92703k

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

CREL Investments Limited [a corporation]  
505 Park Avenue  
New York, New York 10022

**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)

Olayan America Corporation, Sole  
Shareholder

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

Mill Creek Residential Trust Mid-Atlantic LLC  
6110 Executive Boulevard, Suite 315  
Rockville, Maryland 20852

**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)

Mill Creek Residential Trust LLC, Sole  
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: February 23, 2011  
(enter date affidavit is notarized)

92703k

for Application No. (s): SEA 00-P-050  
(enter County-assigned application number (s))

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

Mill Creek Residential Trust LLC  
6110 Executive Boulevard, Suite 315  
Rockville, Maryland 20852

**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: Charles R. Brindell, Jr., William  
C. MacDonald, Mark R. Dempsey, Michael  
A. Collins

**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: February 23, 2011
(enter date affidavit is notarized)

92703K

for Application No. (s): SEA 00-P-050
(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)

Fairfax Ridge LP [FORMER]
6010 Executive Boulevard, Suite 200
Rockville, MD 20852

(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)

Olayan America Corporation, General and
Limited Partner
Nesk Corporation, Limited Partner

(check if applicable) [ ] 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 AFFIDAVIT

DATE: February 23, 2011  
(enter date affidavit is notarized)

927034

for Application No. (s): SEA 00-P-050  
(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.

Application No.(s): SEA 00-P-050  
(county-assigned application number(s), to be entered by County Staff)

**SPECIAL EXCEPTION AFFIDAVIT**

DATE: February 23, 2011  
(enter date affidavit is notarized)

92703k

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

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

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

(check if applicable)  There are more disclosures to be listed and Par. 3 is continued on a "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.**

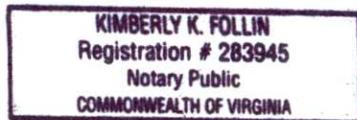
WITNESS the following signature:

(check one)  Applicant  Applicant's Authorized Agent  
Lynne J. Strobel  
Lynne J. Strobel, attorney/agent  
(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 23 day of February, 2011, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin  
Notary Public

My commission expires: 11/30/2011





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**WALSH COLUCCI  
 LUBELEY EMRICH  
 & WALSH PC**

February 23, 2010

**Via Hand Delivery**

Tracy D. Strunk  
 Fairfax County Department of Planning & Zoning  
 12055 Government Center Parkway, Suite 801  
 Fairfax, Virginia 22035

Re: RZ/FDP 2006-PR-027 concurrent with SEA 00-P-050  
 RZ/FDP Applicant: TCR MidAtlantic Properties, Inc. and Fairfax Ridge  
 Condominium Unit Owners Association  
 SEA Applicant: TCR MidAtlantic Properties, Inc.

Dear Ms. Strunk:

The referenced applications were presented at a public hearing before the Fairfax County Planning Commission on March 22, 2007. Subsequent to the recommendation of the Planning Commission on May 24, 2007, the Applicants requested an indefinite deferral of the applications. The deferral was requested to further review the concerns identified by Planning Commissioner Lawrence at the hearing and as transcribed in the verbatim. Since the deferral, the economic downturn exacerbated the delays in the preparation of an alternative development plan.

Although the economy remains weak, the Applicants have had the opportunity to carefully evaluate its plan, and propose a viable alternative that addresses community and Fairfax County concerns. Over the past six months, a number of meetings have been held with the adjacent Fairfax Ridge community to provide information and to solicit input. The Applicants have significantly revised their development proposal, and I request that the deferred applications be reactivated. In conjunction with this request, I have enclosed fifteen (15) full size copies and an 8 ½" x 11" reduction of a revised Conceptual Development Plan/Final Development Plan (CDP/FDP). The revised CDP/FDP illustrates a residential building that will be harmonious with existing development, meet the recommendations of the Fairfax County Comprehensive Plan (the "Plan") and be financially successful. The modifications to the CDP/FDP may be summarized as follows:

- The type of residential development proposed remains multi-family dwellings units. The number of proposed residential dwelling units has been reduced from 276 to 150, which is a 46% reduction. The Applicants continue to include 275 parking spaces within a garage to meet prior agreements entered into with the owner of the adjacent office development. The proposal includes 249 parking

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ATTORNEYS AT LAW

spaces to serve the residential dwelling units. The number of parking spaces is proportional to the number of bedrooms in each unit to ensure that adequate parking is provided.

- The area of the proposed residential building footprint has been altered to accommodate a parking garage structure. In lieu of underground parking, that added considerable expense to the project, the Applicants propose structured parking that will be screened on three (3) sides by the residential building so that it will not be visible from the perimeter of the property. The building height has been reduced to four (4) stories, plus a basement, or a maximum of 55 feet, to complement the four (4) story residential buildings located on the south side of Fairfax Ridge Road that are part of the Fairfax Ridge community. The building architecture and materials, as shown on the CDP/FDP, are compatible with existing residential development.
- Access to the proposed residential building is provided from Fairfax Ridge Road. An entry circle with decorative pavers is provided at the access. The entry circle includes visitor parking spaces and serves to access the parking garage. The access to the parking provided for the adjacent office buildings is also located on Fairfax Ridge Road in proximity to its existing location. The parking for each use will be separated to ensure that parking is available for residents and office tenants.
- Amenities will be provided on-site to serve the multi-family residents. The proposed residential building will have a courtyard that will include decorative pavers, seating, and water features to ensure a pleasant outdoor experience. Amenities within the residential building will include an exercise room/fitness center and a business center.

The Applicants have considerably reduced the proposed number of dwelling units, which results in an overall density is 23.76 dwelling units per acre. The Plan recommends residential development at a density of 20 to 25 dwelling units per acre. In consideration of the provision of affordable dwelling units, the Plan density range increases to 22 to 27.5 dwelling units per acre, or 23.4 to 29.25 dwelling units per acre, depending upon an analysis of the mid rise or high rise portions of the development. As a result, the Applicants' proposal is at the low end of the density range recommended by the Plan. While significantly reducing the proposed number of dwelling units, the Applicants continue to propose a quality residential development with a number of on-site amenities. The massing and scale of the proposed residential building is in harmony with existing development, and adequate parking will be provided within the parking garage. Given the surrounding existing uses, multi-family residential development is the only logical option to complete the development pattern. As designed, the proposed building fits well within the fabric of the established community.

February 23, 2010

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I would appreciate the acceptance of the enclosed plans to reactivate the pending applications. Given the amount of time since the hearing, and the significant modifications that have been made to the CDP/FDP, I anticipate additional staff review and the scheduling of a new hearing before the Fairfax County Planning Commission. Revised proffers will be prepared and submitted once the staff has had an opportunity to preliminarily review the revised proposal.

Should you have any questions regarding this request, or require additional information, please do not hesitate to give me a call. As always, I appreciate your cooperation and assistance.

Very truly yours,

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



Lynne J. Strobel

LJS/kae

Enclosure

cc: Sean Caldwell  
Bob Cochran  
Matt Clark  
Martin D. Walsh

{A0186749.DOC / 1 Strunk ltr 2-23-10 000096 000048}



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**WALSH COLUCCI  
LUBELEY EMRICH  
& WALSH PC**

March 17, 2011

RECEIVED  
Department of Planning & Zoning  
MAR 17 2011  
Zoning Evaluation Division

**Via Hand Delivery**

Virginia Ruffner  
Fairfax County Department of Planning & Zoning  
Zoning Evaluation Division  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035-5505

Re: RZ/FDP 2006-PR-027 concurrent with SEA 00-P-050  
RZ/FDP Applicants: TCR Mid Atlantic Properties, Inc. and Fairfax Ridge  
Condominium Unit Owners Association  
SEA Applicant: TCR Mid Atlantic Properties, Inc.

Dear Ms. Ruffner:

The referenced applications were previously scheduled for a public hearing before the Fairfax County Planning Commission on February 24, 2011. I requested a deferral of that hearing date in order to allow for the submission of amended application materials.

The review and evaluation of the referenced applications have been ongoing for a number of months. The fulfillment of a proffer obligation has resulted in the necessity to update the rezoning application, affidavit, zoning section sheets and development plan. In January of 2009, the Fairfax Ridge Condominium Unit Owners Association conveyed a portion of its property containing a regional stormwater management pond to the Fairfax County Board of Supervisors (the "Board"). The Deed of Division and Conveyance was recorded on January 13, 2009 in Deed Book 20235 at page 2134. The property that was created and conveyed to the Board is identified among the Fairfax County tax assessment records as 56-2 ((27)) C (Parcel C).

Unfortunately, the tax assessment records continue to erroneously identify the owner of Parcel C as the Fairfax Ridge Condominium Unit Owners Association which has caused confusion and the failure to correctly identify the owner of Parcel C on the rezoning affidavit. Typically, the Board would make a motion to consent to the continued inclusion of Parcel C in the pending application. As the density associated with Parcel C was reserved, the exclusion of Parcel C from the pending rezoning application does not adversely impact the existing or proposed residential development. Therefore, the Providence District Supervisor believes it is better to exclude Parcel C from the rezoning application. Consequently, the land area associated with Parcel C has been removed from the rezoning application. The removal of Parcel C necessitates a waiver of the open space requirement associated with the existing and proposed residential developments.

I have enclosed the following materials for your review and acceptance:

- A revised rezoning application form removing Parcel C and its associated land area.
- A copy of a revised affidavit for the rezoning application to reflect the removal of Parcel C. Please note that the original affidavit has been delivered under separate cover to Bette Crane of the Fairfax County Attorney's Office.
- Four (4) copies of a revised legal description prepared by VIKA, Inc.
- Four (4) copies of a revised certified plat prepared by VIKA, Inc.
- Zoning section sheets 46-4 and 56-2 with the application property for the rezoning outlined in red. Please note that Parcel C is excluded.
- Original and three (3) copies of a supplemental statement of justification describing the request for a waiver of the open space requirement.

Should you have any questions regarding this submission, or require additional information, please do not hesitate to contact me. One copy of a revised development plan will be delivered under separate cover by Land Design, Inc. An additional six (6) copies will be delivered to Tracy Strunk, the staff coordinator assigned to evaluate the referenced rezoning application and its companion special exception amendment application. I would appreciate the acceptance of the enclosed materials at your earliest convenience, so that these pending applications may be reactivated and proceed to a public hearing before the Fairfax County Planning Commission as soon as possible. As always, I appreciate your cooperation and assistance.

Very truly yours,

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

  
Lynne J. Strobel

LJS/kae  
Enclosures

cc: Tracy Strunk (w/encls.) Terry Miller (w/encls.)  
Sean Caldwell (w/encls.) Robert Kohler (w/encls.)  
John Amatetti (w/encls.) Martin D. Walsh  
Bob Bosco (w/encls.)  
Matt Clark (w/encls.)



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**WALSH COLUCCI  
LUBELEY EMRICH  
& WALSH PC**

March 17, 2011

**Via Hand Delivery**

Tracy D. Strunk  
Fairfax County Department of Planning & Zoning  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035

Re: RZ/FDP 2006-PR-027  
RZ/FDP Applicants: TCR Mid Atlantic Properties, Inc. and Fairfax Ridge  
Condominium Unit Owners Association

Dear Ms. Strunk:

Please accept this letter as a statement of justification for a waiver of open space requirements to supplement previously submitted materials.

The referenced rezoning application has been pending for a number of months, however, the Applicants were only recently made aware of circumstances that necessitate a revision to the application and associated development plan. In January of 2009, the Fairfax Ridge Condominium Unit Owners Association conveyed a portion of its property containing a stormwater management pond to the Fairfax County Board of Supervisors (the "Board") in fulfillment of a proffer obligation. A Deed of Division and Conveyance recorded among the Fairfax County land records created and conveyed approximately 7.5 acres to the Board. This parcel is currently identified among the tax assessment records as 56-2 ((27)) C (Parcel C).

Unfortunately, the conveyance of Parcel C to the Board was not incorporated into the tax assessment records. The tax assessment records continue to erroneously identify the owner of Parcel C as the Fairfax Ridge Condominium Unit Owners Association. This error resulted in a failure to correctly disclose ownership information on the rezoning affidavit. When the error was discovered, I discussed the issue with Supervisor Smyth of the Providence District as typically the Board would consent to the continued inclusion of Parcel C in the pending application. As the density associated with Parcel C was reserved, the exclusion of Parcel C from the pending rezoning application does not adversely impact the existing or proposed residential development. Therefore, Supervisor Smyth believes that it is better to exclude Parcel C from the rezoning application. As a result of reserved density, the number of dwelling units per acre is unchanged and all other aspects of the Applicants' proposal remain the same. However, the exclusion of Parcel C does require a waiver of the open space requirement for both the existing and proposed residential developments.

March 17, 2011

Page 2

The Applicants hereby request a waiver of the open space requirement in accordance with the provisions of Section 9-612 of the Fairfax County Zoning Ordinance (the "Ordinance"). The requested waiver meets the Ordinance criteria as follows:

- The waiver will further the intent of the Ordinance, and the intent and implementation of the adopted Comprehensive Plan and other policies. The Applicants' proposal does not diminish the effectiveness of Parcel C as open space that benefits the existing residential development referred to as Fairfax Ridge. Parcel C will continue to serve as a regional stormwater management pond and an amenity that includes mature vegetation and a trail network. The density of the existing and proposed residential developments will continue to be within the recommended density of the Comprehensive Plan.
- The resultant development will be harmonious with adjacent development if the waiver is approved. Adjacent properties are zoned to the R-16 and C-3 Districts. Parcel C will continue to be zoned to the PDH-20 District and function as open space for the Fair Ridge community. Therefore, a waiver of the open space requirement will not result in any visual or practical differences that would impact the adjacent developments.
- The provisions of Article 13 will be satisfied as detailed on the conceptual/final development plan.

Should you have any questions regarding this statement, or require additional information, please do not hesitate to contact me. This supplemental statement of justification is submitted in conjunction with an amended rezoning application, affidavit and other materials to properly reflect the exclusion of Parcel C from the pending application. As always, I appreciate your cooperation and assistance.

Very truly yours,

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

  
Lynne J. Strobel

LJS/kae

cc: Sean Caldwell  
John Amatetti  
Bob Bosco  
Matt Clark  
Terry Miller  
Rob Kohler  
Martin D. Walsh

{A0216941.DOC / 1 Strunk Ltr re: waiver of open space requirements 3-17-11 000096 000048}



# County of Fairfax, Virginia

## MEMORANDUM

**DATE:** July 7, 2010

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

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

**SUBJECT:** Land Use and Environmental Analysis: RZ/FDP 2006-PR-027/SEA 00-P-050  
TCR Mid Atlantic Properties, Inc., Fairfax Ridge Land Bays A & B

This memorandum, prepared by Jennifer Bonnette, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the Conceptual Development Plan/Final Development Plan (CDP/FDP) and Special Exception Amendment (SEA) Plat dated April 4, 2005 and revised through May 25, 2010. 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, TCR Mid Atlantic Properties, Inc., seeks to rezone 23.98 acres of land from the PDH-20 Zoning District to the PDH-30 Zoning District, to develop a multi-family building with a maximum of four stories and 55 feet in height on a portion of the subject property. The proposed building, located on an existing surface parking lot on an area known as "Land Bay B" of the Fairfax Ridge development, would have 150 dwelling units and a clubhouse/leasing office. The remainder of the subject property, "Land Bay A" was developed under RZ 2000-PR-056 as multifamily housing, and has been converted from rental to condominium. No new development is proposed on Land Bay A, however, the entire site has been brought into the zoning application for calculation of density and affordable dwelling units (ADUs). Proposed density across the development is 23.76 dwelling units per acre (du/ac), based on the land area subsequent to dedication of roads for the previous development. Twenty-one ADUs are proposed, all of which would be located in the proposed building. The existing residential development on Land Bay A consists of 420 multifamily units, a clubhouse/leasing office, and 696 structured and non-structured parking spaces. Land Bay B was also considered under the rezoning of Land Bay A, and shown as parking for the adjacent office building on that CDP/FDP and developed as such. An above grade

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parking garage with 524 spaces and up to seven floors is currently proposed for Land Bay B. The applicant also seeks approval to permit a portion of the structured parking garage (275 spaces) to be used for the commercial office development on the adjacent parcel. The office and residential parking will have separate entrances to the parking garage. Pedestrian access to the proposed building is shown from Waples Mill Road and Fairfax Ridge Road.

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

The subject property is located on Waples Mill Road, north of Lee Highway (Route 29) and north and east of Fairfax Ridge Road, in Land Unit K of the Fairfax Center area. The property to the south and west of Fairfax Ridge Road is developed with eleven multifamily residential buildings. The land behind these buildings is a designated Resource Protection Area (RPA) and Environmental Quality Corridor (EQC), and has been left in its natural state, with the exception of some recreational trails to which the existing development has access. The entire semi-circular area is surrounded on the north, south and west by Lee Highway and an on-ramp for I-66. The area to the east, across Waples Mill Road makes up the remainder of Land Unit K in the Fairfax Center area, is zoned I-5 and C-6 and is planned for and developed with office.

## **COMPREHENSIVE PLAN CITATIONS**

### **Land Use:**

In the Fairfax County Comprehensive Plan, Area III, Fairfax Center Area as amended through March 9, 2010, Land Unit K, pages 77-79, the Plan states:

“This area contains office uses and a hotel. These uses are expected to remain. Undeveloped parcels are planned for medium intensity office use at .50 FAR at the overlay level to be compatible with the overall intensity of this area. Particular attention should be given to the presentation of a high-quality image from I-66 and Route 50. The planned roadway improvements for this area are shown on Figure 6.

Development in this area is constrained by an Environmental Quality Corridor (EQC) associated with the stream valley that traverses the western portion of the land unit. The EQC encompasses the floodplain, associated alluvial soils, and steep slopes. This EQC area should be retained in open space.

As an option to office use at the overlay level, Parcels 46-4((1))15A, 36, 37, and 56-2((1))15F, 16, 18A and 22 (an area with approximately 24 acres), and Parcels 47-3((1))58A and 58B (an area with approximately 14 acres), may be considered for multifamily residential uses at 20 to 25 dwelling units per acre if all of either group of the above parcels are fully consolidated and considered under one rezoning. Low-rise multifamily use and/or mid-rise multifamily use may be appropriate if the proposal results in a quality living environment. Less intensive uses or other unit types are generally not appropriate because they would not be compatible with

existing office use. A quality living environment would include usable open space for recreation, buffers, screening and noise mitigation measures. Residential development should be designed in a manner compatible with the adjacent office buildings in terms of scale and height. Any development application for this option should also be evaluated in terms of adequately addressing the following conditions:

- Preservation of the Environmental Quality Corridor and the Resource Protection Area.
- Provide usable open space and on-site active recreation facilities sufficient to serve the residents of this complex.
- Provide pedestrian walkways connecting all portions of the development and linkages to adjacent properties.
- Provide noise attenuation measures, which may include noise barriers and/or a substantial vegetative buffer adjacent to I-66 and/or the I-66/ Route 50 interchange; in addition, the site design should orient buildings in a manner that will further shield active recreational areas and open space areas from highway noise.
- At the time of zoning, provide an evaluation of the existing sewer system capacity and commit to providing any improvements necessary to offset the increased sewer flow demand of the residential development to the satisfaction of Fairfax City and Fairfax County.

As an option to office at the overlay level, Parcels 56-2((1))19 and 20 (an area of approximately 3.51 acres) may be considered for multifamily residential use at a density of 16 – 20 du/ac provided that the proposed development is designed in a manner that is compatible with the adjacent residential development in terms of height, scale, materials and massing of buildings and meets the conditions above for residential development in Land Unit K. Access should be through the adjacent residential community to Fairfax Ridge Road. No residential development should occur on Parcel 20. Density associated with these two parcels should be used to the extent possible on Parcel 19 and some or all of Parcel 20 should be considered for dedication to the County for park and transportation purposes.”

**Environment:**

The Comprehensive Plan is the basis for the evaluation of this application. The assessment of the proposal for conformity with the environmental recommendations of the Comprehensive Plan is guided by the following citations from the Plan:

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

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

Policy a. Maintain a best management practices (BMP) program for Fairfax County and ensure that new development and redevelopment complies with the County’s best management practice (BMP) requirements. . . .

Policy j. Regulate land use activities to protect surface and groundwater resources.

Policy k. For new development and redevelopment, apply better site design and low impact development (LID) techniques. . . .

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

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

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

**Objective 4: Minimize human exposure to unhealthful levels of transportation generated noise.**

Policy a: Regulate new development to ensure that people are protected from unhealthful levels of transportation noise.

Policy b: Reduce noise impacts in areas of existing development. . . .

**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. . . .

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

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

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

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

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

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

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

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

## **COMPREHENSIVE PLAN MAP: Fairfax Center Area**

### **LAND USE ANALYSIS**

The subject property is located in Land Area K of the Fairfax Center Area which is planned for office use at 0.25 floor area ratio (FAR), 0.35 FAR and 0.50 FAR at the Baseline, Intermediate and Overlay levels, respectively. The Plan recommends an option for residential use at 20-25 du/ac with full consolidation of designated groups of parcels, including those included with this application, if several conditions are satisfied. The applicant has proposed to develop the site under the residential option. The extent to which the proposed use and density are consistent with the site-specific conditions in the Comprehensive Plan, are discussed below.

**Issue: Consolidation.** The Comprehensive Plan recommends that multifamily residential uses at 20 to 25 du/ac may be considered on the subject property if all of the designated parcels are considered as a group within one rezoning application. The rezoning application includes the approximately 24 acres, including the parcels formerly identified (prior to the existing residential development on the site) as 46-4 ((1)) 15A, 36, 37 and 56- ((1)) 15 F, 16, 18A and 22, as specified as the first parcel grouping listed in the Plan. While no changes are proposed for Land Bay A, this area is brought into the application for density and affordable housing calculations. This is in conformance with the Comprehensive Plan recommendation for the residential option. However,

the intent of the Plan guidance to consider the above referenced group of parcels under a single rezoning, is to achieve a development that is consistent and integrated across the designated area and where the Plan conditions can be applied to the entire development. In this respect, as described in more detail below, the proposed development does not appear to treat the entire group of parcels as a single development.

**Issue: Compatibility.** While overall density across the residential portion of the site would be 23.76 du/ac, the effective density on Land Bays A and B, respectively, would be 29.1 du/ac (excluding the undeveloped Resource Protection Area) and 47 du/ac with the proposed new residential building, creating a different scale of development across the two Land Bays. The proposed building is to be 55 feet in height, which given the slightly lower elevation of the vacant area of the site, is consistent with the 60-foot residential buildings existing on the site, as shown by cross sections provided by the applicant. The scale of development has been reduced significantly from the previous proposal, however, the massing of the proposed building lend a different character to the site than that of the development on Land Bay A.

The CDP/FDP does not show how residential developments in Land Bays A and B will be integrated and function as a single development. It is recommended that direct entrances to dwelling units on the ground floor be provided, particularly along the Fairfax Ridge Road frontage, similar to the building design in Land Bay A.

The existing multi-family residential buildings on the site integrate open space and recreational areas within the development. Courtyards between the buildings provide amenities such as benches and open areas for residents to congregate. The addition of an archway through the first and second floor on the side of the proposed building along Fairfax Ridge Road helps to mirror the courtyard space between residential buildings across the street, and slightly reduces the comparative effect of the massing on this side of the building. To further reduce the massing, a complete break in the building façade on this side is recommended.

The applicant has proffered that the architectural materials used in the construction of the proposed building will be substantially consistent in style to the Land Bay A structures. As an additional improvement to the site design, it is recommended that a majority of the surface parking provided along the eastern portion of the site be removed.

**Issue: Open Space and Recreation Facilities.** The Comprehensive Plan recommends that residential development of this parcel at the overlay level provide usable open space and on-site active recreation facilities. As mentioned above, the adjacent residential development provides a courtyard where residents may congregate. The courtyard will include water features, a fire pit and seating, but no active recreational facilities. The physical separation of these facilities from the existing development on the site provides no assurance that all of the residential units on the site will function as an integrated development. While the applicant has proffered to pursue use and access agreements for residences in both developments to use the proposed facilities, the prior conversion of units in Land Bay A to condominiums may make this arrangement difficult. The

applicant has also committed to make recreational facilities available to residents of Land Bay C, which is not part of this application.

**Issue: Affordable Housing.** A commitment to provide 21 affordable dwelling units (ADUs) is proposed. It is expected that the applicant will commit to providing affordable housing that meets Fairfax County's Guidelines for Provision of Workforce Housing, which call for a minimum of 12 percent of all residential units to be provided as affordable housing.

**Issue: Pedestrian Circulation.** The Comprehensive Plan recommends that development under the residential option at the overlay level provide pedestrian walkways connecting all portions of the development and linkages to adjacent properties. While the existing residential development provides open courtyards linked to sidewalks, as well as access to trails through the Resource Protection Area (RPA) behind the development, the proposed development does not appear to be linked with this pedestrian network. Given the inward focus of the passive recreational facilities in the proposed building, the existing pedestrian network appears to be physically separated from the proposed development, and has the effect of not being accessible to residents of the proposed building. At a minimum, the applicant should provide a crosswalk on Fairfax Ridge Road connecting the courtyard entrance to Land Bay A in order to facilitate safe access to recreational facilities for residents on both sides of the Fairfax Ridge Road.

Access to the proposed building is shown on the southeast and northwest corners of the building. It is not clear if residents will be able to access the building through the parking garage as well. Pedestrian circulation through the garage should provide a safe passage from parking areas to the building and the applicant should demonstrate how pedestrian and vehicle conflicts will be minimized. It is also not shown how employees of the adjacent office will safely exit the shared garage to access the entrance to the office building.

**Issue: Sewer System Capacity.** An analysis of existing sewer system capacity and a commitment to provide any improvements necessary to offset increased sewer flow demand of residential development is recommended by the Plan under the residential option. The application does not indicate that such an analysis has been or will be performed. The applicant should commit to performing this analysis to be reviewed and approved by both Fairfax County and the City of Fairfax.

**Conclusion.** In summary, staff does not feel that the proposed development sufficiently meets Comprehensive Plan guidance for the residential option, with respect to creating a single development on the designated group of parcels which provides pedestrian connections, usable open space and active recreation facilities which serve the entire residential complex. Massing of the proposed new residential development should be in a character consistent with the existing residential development on Land Bay A, and through provision of open space, recreational facilities and pedestrian networks, should appear physically integrated with this development.

## 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.

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

The applicant has not committed to attaining LEED certification or certification through another comparable program. A proffer to some energy conservation and green building techniques has been proposed, but these proposed commitments do not meet the Policy Plan recommendations.

**Issue: Asbestos Soils.** Fairfax County soils maps indicate the presence of asbestos bearing soils and bedrock on the subject property. This area is also indicated as having a shallow depth to bedrock which could necessitate blasting during construction phases for the proposed development. The asbestos bearing materials present a potential health risk for those coming in contact with the materials. As such, the applicant will be required to provide appropriate protective measures for construction workers on-site during clearing and grading phases of the proposed development as well as suppression methods to ensure that any asbestos which might be encountered cannot become airborne and present a hazard to individuals on adjacent properties. In proffers dated May 28, 2010, the applicant has committed to address the asbestos issues and has included commitments to safe practices and precautions against property damage which might result from blasting bedrock in such close proximity to existing structures and residences.

**Issue: Transportation Generated Noise.** The subject property is affected by transportation generated noise from I-66 on the north, south and west of the property, from Lee Jackson Memorial Highway (Route 50), to the south of the property, and from Waples Mill Road, immediately east of the property. The existing residential development on the site, as well as the noise attenuation walls constructed to mitigate the existing units provide significant noise mitigation for the subject property. The applicant has submitted a noise study performed for the development on Land Bay A, which indicates that the proposed building is not subject to noise greater than 65 dBA DNL from Route 50. To address noise impacts to the proposed building from Waples Mill Road, the applicant has committed to mitigating interior noise in the proposed building to 45 dBA DNL. Additionally, the applicant should commit to mitigating exterior noise in recreation areas to 65 dBA DNL.

**Issue: Tree Preservation.** The CDP/FDP depicts an area of tree save in the southeast corner of the subject property, and this area is shown to be outside the limits of clearing and grading. The area shown as tree save is the only area of the site that remains with natural tree cover. The remainder of the site is developed as a surface parking lot, with landscaped islands.

**Issue: Stormwater Management.** The applicant has stated that stormwater management for the subject property is provided in Regional Pond #47. Any (SWM/BMP) facility will be subject to review and approval by staff in the Department of Public Works and Environmental Services.

### **COUNTYWIDE TRAILS PLAN**

The Countywide Trails Plan depicts a Major Paved Trail (defined as asphalt or concrete, eight feet or more in width) on the subject property's Waples Mill Road frontage. The applicant has shown a ten-foot wide trail in this location.

PGN: JRB



# County of Fairfax, Virginia

## MEMORANDUM

**DATE:** June 29, 2010

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

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

**SUBJECT:** Transportation Impact

**FILE:** 3-4 (RZ 2006-PR-027)

**REFERENCE:** FDP 2006-PR-027; TCR Mid Atlantic Properties, Inc and the Fairfax Ridge Condominium Unit Owners Assoc.  
Land Identification: 46-4 ((19)) all parcels; 56-2 ((27)) all parcels; and 56-2 ((1)) 18A

The following comments reflect the position of the Department of Transportation, and are based on the applicant's final development plan revised to May 25, 2010, and draft proffers revised to May 28, 2010. Because this review is based in part on the information submitted, development and use of the site in accordance with this information should be a condition of approval.

The applicant is seeking permission to replace an existing surface parking lot with structured parking and 150 multi-family dwelling units. The development will be a part of the existing development located across Fairfax Ridge Road from the surface lot. Many of the transportation related proffers and commitments have already been addressed.

The following transportation concerns remain with the application.

1. Because of the close proximity of Land Bay B entrance to the intersection of Waples Mill Road and Fairfax Ridge Road, an exception for entrance spacing from the intersection will be needed to place the entrance as proposed. It is expected that an exception will be granted.
2. Draft proffer 2.D. commits to right-out only from the driveway serving the parking garage. This department would not object to left turns out from this drive if acceptable to VDOT at time of site plan review, and would not object to a modification of 2.D. to permit left turns out if approved by VDOT.

Regina Coyle, Director  
Zoning Evaluation Division  
June 29, 2010  
RZ 2006-PR-027  
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3. The travel aisle to the garage has a sharp reverse turn at the end of the right angle parking, which seems unnecessary and could be eliminated.
4. Parking may need to be restricted and vegetation removed or trimmed along portions of Fairfax Ridge Road in order to maintain adequate sight distance.
5. The applicant should demonstrate the legal right to access the parking structure through the adjoining parcel.
6. Maintenance of adequate parking could be problematic during construction of the parking garage and residential units.

AKR/CAA

Michelle Brickner, Director, Office of Site Development Services, Department of Public Works and Environmental Services.



# COMMONWEALTH of VIRGINIA

## DEPARTMENT OF TRANSPORTATION

GREGORY A. WHIRLEY  
COMMISSIONER

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

September 17, 2010

**To:** Ms. Regina Coyle  
Director, Zoning Evaluation Division

**From:** Kevin Nelson  
Virginia Department of Transportation – Land Development Section

**Subject:** <sup>02/100</sup> SP 2006-PR-027 TCR Mid-Atlantic Properties, Inc., et. al.  
Tax Map # 46-4((19)) All, 56-2((27)) All & 56-2((01))0018A

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.

I have reviewed the above plan submitted on August 31, 2010, and received August 31, 2010. The following comments are offered:

1. No pavers should be placed within the public rights of way.
2. Standard CG-11 entrances are required for all site entrances to public streets.
3. A trail should be constructed along the Waples Mill Road frontage matching the trail constructed with the County project at Rt. 50.
5. No paver crosswalks will be permitted to cross public streets. Thermoplastic markings which look like brick paver materials can be permitted if the County is responsible for the maintenance.
6. No trees will be permitted within entrance sight lines or the clear zone for the public streets.
7. No mid-block crosswalks will be permitted.
8. Sight distance lines need to be provided for both entrances and shall meet the current requirements.
9. All sight distance lines need to be shown on the landscaping plans. Numerous trees are in conflict and shall be removed from the entrance sight lines.
10. The painted island is unacceptable for the western entrance.

SP 2006-PR-027

TCR Mid-Atlantic Properties, Inc., et. al.

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11. The existing pedestrian access between the site and Rt. 50 needs to be shown on the plans.
12. The landscaping within the sidewalk area along Waples Mill Road shall be removed and not obstruct the sight lines of the adjacent parcels.

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

cc: Ms. Angela Rodeheaver

fairfaxrezoningr2006-PR-027rz7TCSMidAtlanticProp9-17-10RC