

PROFFERS

FDPA 84-P-129, PCA 84-P-129

August 23, 1988

As Amended

Pursuant to Section 15.1-491 (a) Code of Virginia, 1950 edition as amended, subject to the Planning Commission approving the Final Development Plan Amendment to permit the following uses: 518,000 square feet of office gross floor area; 518,000 square feet of residential gross floor area including Elderly Housing as a Secondary Use; 80,000 square feet of retail gross floor area; and approximately 2,000 square feet of community center; and subject to the Board of Supervisors approving the Proffered Condition Amendment dated April 25, 1988, the Applicant proffers the following:

1. The subject property shall be developed in accordance with the approved Conceptual Development Plan prepared by HOK, architects and planners, dated June 23, 1987, and Final Development Plans prepared by HOK, architects and planners, dated March 23, 1988, as revised.

2. The Applicant shall provide the following along the subject property's frontage as graphically illustrated in the attachment prepared by Barton-Aschman Associates, Inc. made a part hereof dated June 24, 1987.

a) Dedicate to the Board of Supervisors and convey in fee simple right-of-way measured 65.5 feet from existing center line of Gallows Road.

b) Construct a third through lane between the property's southern boundary line and the northern access road within the dedicated right of way. In addition, Applicant shall construct a right turn lane on northbound Gallows Road extending from the southern boundary of the site to the southern access to the site. At the time of the widening of the Gallows Road bridge over I-66 the Applicant agrees to construct a right hand turn lane to the site's north access road along the frontage of Gallows Road for a distance of 250 feet. If the Gallows Road bridge is not widened prior to the completion of the last phase of this project, the Applicant agrees to escrow with Fairfax County the funds necessary as determined by DEM to complete this improvement.

c) The Applicant agrees to provide the following on-site dedication and temporary easements along the frontage of Gallows Road between the site's north access road and the right of way of I-66:

o Dedicated right of way not to exceed 77 feet from center line for the slopes/grading required for the widening of Gallows Road to a six lane facility.

o Provide a temporary construction easement not to exceed 92 feet from the center line of Gallows Road.

d) Provide a stubbed vehicular connection to the east for future connection to Hartland Road, as shown on the FDP. This connection shall be constructed to the property line as a private street and shall be designed to meet the vertical alignment of a future, possible extension of Hartland Road.

e) Subject to VDOT approval, reconstruct the median in Gallows Road between the site's southern access road and the site's northern access road to provide a south bound left hand turn lane at the southern access road. This construction may require modification by the Applicant to the existing north bound left hand turn lane for WMATA's "kiss and ride" entrance.

f) Applicant agrees to provide signals at each of the two subject site entrances to Gallows Road when warrants are achieved and signals are approved by VDOT.

Density for all on-site land areas dedicated for right of way shall be reserved pursuant to Section 2-308 of the Fairfax County Ordinance.

3. The use of mass transit, ride-sharing, and other transportation strategies to reduce single-occupant vehicular traffic generated by site development during peak periods shall be implemented to reduce peak hour trip generation. Lessees shall be advised of this transportation strategy Development Condition. The following transportation management strategies shall be implemented by the developer and/or the occupants of the building(s):

a) Voluntary car pool/van pool programs shall be established for employees occupying office space on the property, and the program shall be under the direction of a transportation director provided by the occupants of the buildings on site.

b) A program for matching car pool and van pool service shall be coordinated with various governmental agencies and other private employers in the immediate area.

c) Convenient parking in preferred locations shall be designated for car pool/van pool use.

d) Mass transit usage shall be encouraged and promoted by the transportation director, including the

construction of bus stops and/or shelters (as required by mass transit service to the site) and/or pedestrian walkways linking access to adjacent properties.

e) Applicant will conduct a transportation analysis upon occupancy of 50 percent of the subject property's square footage. In the event the projected trip generation rates set forth in the study by Barton-Aschman dated April 4, 1987, (as revised June 19, 1987) are exceeded, the Applicant shall undertake additional TSM techniques as necessary to achieve the said projected rate. If the rates are not accomplished at the 50 percent occupancy, the Applicant shall conduct a similar study at 75 percent occupancy with added TSMS implemented if necessary.

4. The Applicant agrees to develop in accordance with the Dunn Loring Metro Station Area section of the Comprehensive Plan for building heights, pedestrian circulation, open space, and landscaped buffers as illustrated in the adopted sector plan.

5. Applicant shall develop the property in substantial conformance with the accompanying Landscape Plan prepared by HOK dated June 15, 1987, which indicates high quality site and architectural design, streetscape, urban design, and development amenities.

6. Applicant agrees to contribute its pro rata share (as established by the total cost of a study shared by the total number of other neighboring development proffers or agreements) in an amount not to exceed Twenty-Five Thousand Dollars and No/100 (\$25,000.00) to provide an environmental monitoring program for noise and air quality on the subject property upon approval of non-rups for at least 50 percent of the development of the subject property.

7. Applicant agrees to provide at grade pedestrian linkages connecting the subject site to the Dunn Loring Metro Station as shown on the FDP. The crossing shall include special pavement materials, marked pavement, traffic signals with pedestrian activated cycles, subject to VDOT approval.

8. Applicant and/or assigns agrees to provide the following options to promote affordable housing:

a) For those units built originally as rental units, the developer will make available, for a period of twelve (12) years, multifamily rental units for low and moderate income families in an amount equal to five percent (5%) of the total number of residential rental dwelling units ultimately built on the subject property. Units reserved for occupancy by low income families will be two (2) bedroom apartments for which initial rents

will be established at levels affordable to households at sixty percent (60%) of the median income of the Washington, D.C. Metropolitan Statistical Area. Tenants will be required to pay no more than thirty percent (30%) of gross monthly income for rent and utilities. An additional five percent (5%) of the total number of residential rental units ultimately built on the subject property shall be made available for a period of 12 years for low and moderate income families at levels affordable to households at 90 percent (90%) of the median income of the Washington, D.C. metropolitan statistical area. Affordable units will be intermixed throughout the project and made available on a pro-rata basis as herein described as each phase of the project is developed. Applicant and/or assigns may raise rents on the units subject to this requirement at the same rate at which it increases rent for comparable units in the development rented at market rents, or to the degree that the median income rises in the Washington, D.C. S.M.A. Applicant and/or assigns agree to enter into a Private Rental Program Agreement with the Fairfax County Private Rental Program Agreement with the Fairfax County Redevelopment and Housing Authority to monitor applicant's compliance with this proffer.

b) Should the developers substitute three bedroom units in lieu of the two bedroom units proffered at sixty percent (60%) of the median income there will be a corresponding reduction in the requirement for units proffered at ninety percent (90%) of the median income.

c) For those units built originally for sale, the Applicant will sell five percent (5%) of those units to the Fairfax County Redevelopment and Housing Authority at cost for resale under the moderate income direct sales (MIDS) program. It is understood that cost will not exceed a price that would be affordable within the published income limits for the MIDS program. The MIDS units shall be distributed throughout the residential buildings and will be made available on a pro-rata basis as herein described as units are completed. An additional five percent (5%) of the units built originally for sale will be offered to the Fairfax County Redevelopment and Housing Authority at cost for resale under the Moderate Income Direct Sales (MIDS) program. The said offer shall be made for a period of 90 days subject to the terms and conditions of the above referenced paragraph. In the event the Fairfax County Redevelopment and Housing Authority does not exercise the said option, there shall be no further obligations under this paragraph. Upon the exercise of the option, Applicant shall give Fairfax County Redevelopment and Housing Authority a reasonable time to settle on said units.

d) In the event the Applicant proposes to provide elderly housing at a cost of ten percent (10%) below the market cost of the said project within the subject property, said elderly program shall, if approved by Fairfax County Redevelopment and Housing Authority be credited towards the fulfillment of conditions 8 a) and b) to the extent the authority deems it appropriate.

9. Storm water management facilities constructed on the subject property shall meet the standards and policies adopted in the Fairfax County Public Facilities Manual to meet Best Management Practices facilities (BMP) for the purpose of water quality protection.

10. Applicant shall construct the below listed off-site road improvements. In the event that the existing dedicated right of way will not accommodate those improvements, Applicant will use best efforts to acquire and request County to pursue advanced dedication and reservation of density. If the Applicant is unable to acquire the said right of way, the Applicant shall request the Board of Supervisors to condemn at the Applicant's sole expense. The Applicant shall provide the road improvements (as qualified by Proffer Number 31) consistent with the phasing schedule as set forth below:

a) Prior to the issuance of non-rups for the first office building the Applicant shall construct:

o An additional two lanes eastbound along Prosperity Avenue for a distance of 200 feet plus a 100 foot transition at the metro station opposite the southern access to the site.

o A right turn lane from northbound Prosperity Avenue to eastbound Lee Highway.

o A right turn lane from westbound Lee Highway to northbound Gallows Road.

b) Prior to issuance of non-rups for the second office building, the Applicant will construct a right turn lane on southbound Gallows Road to westbound Lee Highway.

c) Prior to issuance of non-rups for the third office building, the Applicant shall construct the extension of Porter Road from the southern boundary of parcel 52 to Lee Highway. This roadway shall consist of a 48 foot road section from face of curb to face of curb within a 60 foot right of way.

d) In the event the improvements as listed in subparagraphs a, b, and c are constructed by others, Applicant shall provide the monetary equivalent as

determined by independent appraisers selected and hired by Fairfax County and the Applicant.

The above referenced improvements shall be subject to the approval of VDOT and the Fairfax Office of Transportation. All off-site improvements will utilize 11 foot wide travel lanes for all travel lanes from the center line to the face of curb. All proposed off-site turn lanes shall be a maximum of 200 feet in length with a 50 foot transitional taper. Applicant anticipates County assistance - for example, unless inconsistent with County policy, advanced density credits to the grantor to reduce the expense of acquiring necessary off-site rights of way - in taking measures to minimize off-site acquisition costs.

11. Height of the buildings shall be in accordance with the building heights as shown on the FDP. Specifically, the maximum height to the parapet wall of the parking structure for Building "B" along the eastern property line shall be approximately forty feet (40') in height above the grade of the property line closest to the southeast corner of the parking structure. No portion of the structure that exceeds forty feet (40') in height shall be visible from a point five feet above grade at the building of Merrifield Village Apartments. The maximum height of the parapet wall of the parking structure to Building "C" along the eastern property line shall be approximately forty feet (40') above the average grade at the property line along the length of the said parking structure. No portion of this structure that exceeds forty feet (40') in height shall be visible from a point five feet above grade at the buildings in Merrifield Village Apartments located on the eastern side of Pleasantdale Road.

shown on the FDP as the northern most buildings

12. With regard to the office buildings, Applicant and/or assigns proffers, in order to achieve a maximum interior noise level of 50 dBA Ldn within that area impacted by highway noise from I-66, having levels between 70 and 75 dBA Ldn, buildings shall have the following acoustical attributes:

- a) Exterior walls shall have a laboratory sound transmission class (STC) rating of at least 39.
- b) Windows shall have an STC rating of at least 28. If windows function as the walls, then they shall have the STC rating specifications for exterior walls.
- c) Adequate sealing measures and caulking between surfaces shall be provided.

With regard to the residential buildings, Applicant and/or assigns proffers, in order to achieve a maximum interior noise level of 45 dBA Ldn within that area impacted

by highway noise from Gallows Road, having levels in excess of 65 dBA Ldn, shall have the following acoustical attributes:

a) Exterior walls shall have a laboratory sound transmission class (STC) rating of at least 39.

b) Windows shall have an laboratory STC rating of at least 28. If windows function as the walls, then they shall have the STC rating specifications for exterior walls.

c) Adequate sealing measures and caulking between surfaces shall be provided.

13. Residential units shall be constructed using material and techniques which merit recognition for the Northern Virginia Builders Association E-7 energy award program.

14. Applicant agrees to provide the following facade treatments for the buildings proposed on the subject site:

a) Offices building facades shall consist of construction materials consistent with the following: brick, pre-cast concrete, stone, and glass. Entries will be substantially in compliance with details submitted in the FDP graphics.

b) Residential building facades shall consist of construction materials consistent with architectural stucco (example: dry-vit), brick, and glass. First and second floors of exterior facades shall be architecturally detailed consistent with FDP graphics. Roofs shall be peaked in a residential style. Balconies and ground floor patios shall be provided.

c) Parking structure facades facing Gallows Road shall have architectural treatment compatible with adjacent office buildings (materials, color, and finish). All parking structure facades shall be architecturally treated to include building materials consisting of pre-cast concrete, brick, architecturally treated concrete, and architectural rail systems. Parking structure landscaping shall be designed consistent with landscaping guidelines adopted by Fairfax County.

15. A parking reduction plan in accordance with Section 11-102 of the Fairfax Zoning Ordinance has been proposed in recognition of the subject site's proximity to the Dunn Loring Metro Station. In the event the reduced parking plan is not approved, Applicant shall provide parking consistent with Fairfax County Zoning Ordinance within areas depicted in the FDP.

16. Applicant will construct a six foot barrier around the swimming pool in order to screen noise and visual impacts from the swimming pool to the properties located to the east. Hours of operation shall be 9:00 a.m. to 9:00 p.m. Membership shall be limited to residents of the residential buildings and tenants of the office buildings.

17. Facade materials for the office buildings shall be architecturally compatible with the residential buildings. Roofs and penthouses of the office buildings will be architecturally treated (e.g. cornice treatments, sloping roofs, setbacks and parapets, etc.). If deemed necessary by DEM, the Planning Commission will review architectural materials at the time of site plan submission to determine architectural compatibility.

18. The Applicant agrees to honor the limits of clearing and grading as shown on the landscape plan.

19. Phasing - Applicant shall not obtain building permits for its third office building until construction has commenced on two (2) of the residential buildings. Commencement of construction shall be defined as structure in place with two (2) levels above grade.

20. Pursuant to Article 6 of the Zoning Ordinance, Applicant agrees to expend at least \$300 per unit for recreational amenities on site, including the cost of a swimming pool complex, the common area room for the residents, and community center, if acceptable under the Zoning Ordinance.

21. The Applicant agrees to replace the existing eight inch sanitary sewer line with a 15 inch sewer line underneath I-495 concurrent with the construction of either the first office or residential building. No rups or non-rups shall be issued for either an office or residential building prior to the completion by the Applicant and acceptance of the sanitary sewer by Fairfax County. Applicant shall request DEM to establish a cost reimbursement program for any off-site sanitary sewer line improvements constructed by Applicant. The Applicant also agrees to pay any reimbursement fees for existing improvements of other sewer lines serving this project.

22. In addition to the transitional landscape screening as shown on the Final Development Plan, the Applicant will plant off-site a double row of staggered pines (or similar evergreens), an average of 6 feet in height, between Keystone Lane and the subject property along the eastern property line; and also between the Merrifield Village Apartments' buildings and the subject property along the southern property line. This proffer is subject to agreement to access by the owners of the Merrifield Village Apartments at no charge to the Applicant. Maintenance of the plant

materials on the Merrifield Village Apartments' property shall be the responsibility of the Merrifield Village Apartments' owners.

23. The rear elevation of the residential buildings adjacent to the Merrifield Village Apartments shall be consistent in building materials and design with the front elevations of the said buildings. Provided, however, that specific design details may vary.

24. The Applicant shall provide public ingress and egress easements for all internal streets.

25. The Applicant shall take reasonable steps (including standard parking lot security measures and towing) to preclude long term parking by users of metro in parking areas on site necessary for use of the office, retail, and residential uses on the subject property.

26. The Applicant shall review its reduced parking application with the owners of the Merrifield Village Apartments or their appointed representatives.

27. Immediately upon completion of buildings C and D, the Applicant shall provide on-site pedestrian access from the east between buildings C and D. Immediately upon completion of the second phase of building E, the Applicant shall provide pedestrian access from the east through the opening between the buildings designated E on the FDP if previously requested by Merrifield Village Apartments' owners.

28. The Applicant agrees to enclose any trash containers behind buildings D and E with screen fencing or walls and to provide landscaping and a six foot high screen wall to screen loading areas along the southern and eastern property lines.

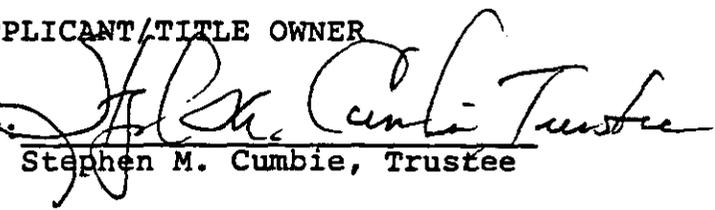
29. The Applicant will take reasonable measures to direct parking deck lighting along the eastern property line downward to minimize the impact of lighting on the adjacent residential apartment community.

30. The Applicant shall take necessary measures to assure security and prevent trespass during construction of the project.

31. If final costs of proffers numbered 2, 6, 7, 10, and 21 are less than Three Million and no/100 Dollars (\$3,000,000.00), the Applicant will upon completion and acceptance of such improvements, escrow with VDOT the difference, as determined by VDOT, of the cost of the work and \$3,000,000.00 for the design and/or construction of a grade separated interchange at the intersection of Gallows Road and Lee Highway.

APPLICANT/TITLE OWNER

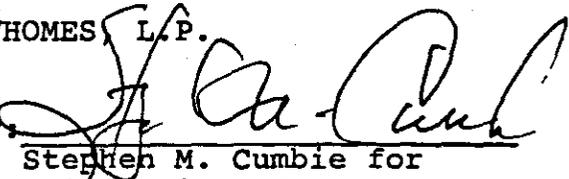
By:


Stephen M. Cumbie, Trustee

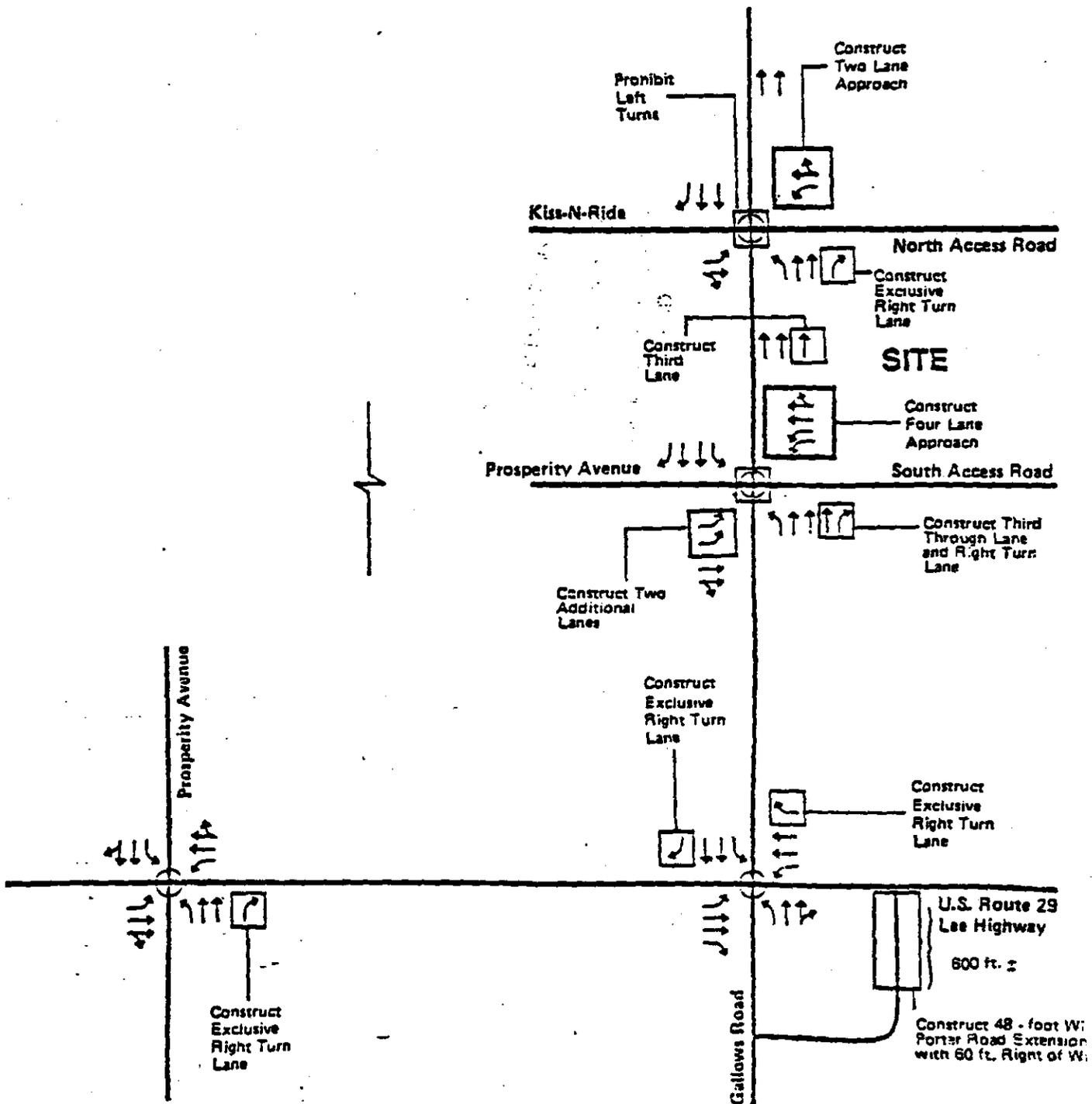
CONTRACT PURCHASER

NVHOMES, L.P.

By:


Stephen M. Cumbie for
NVCompanies, Inc.
General Partner

RZ 84-P-129:DFTW01
rev. 8/23/88



METRO PLACE AT DUNN CORING
FAIRFAX COUNTY, VIRGINIA

BARTON-ASCHMAN ASSOCIATES
WASHINGTON

-  Proposed Improvement
-  Lane Use
-  Proposed Traffic Signal
-  Existing Traffic Signal

PROPOSED ROADWAY IMPROVEMENTS

F A I R F A X C O U N T Y

BOARD OF SUPERVISORS ACTION
ZONING MAP AMENDMENT
DATE OF ACTION 09/19/88

APPLICATION NUMBER: CA 84-P-129

PROVIDENCE DISTRICT

APPLICANT: CUMBIE, STEPHEN M.

STAFF: FEIBELMAN

APPROVED THE REQUESTED AMENDMENT(S) TO THE PROFFERED CONDITIONS

APPLICATION DATA

EXISTING ZONING AND ACREAGE

ZONING:	PDC	PDH-40
ACRES:	9.94	8.33

PROPOSAL DISTRICT:

ACTION:

PDC	PDH-40	APPROVE	APPROVE
9.94	8.33	9.94	8.33

TOTAL ACRES

TOTAL ACRES

18.27

18.27

MAP NUMBERS

049-2- /04/ /0001-	,0002-	,0003-	,0004-	,0005
049-2- /04/ /0006-	,0007-	,0008-	,0009-	,0010
049-2- /01/ /0042-	,0043-	,0044-	,0045-	,0046 A
049-2- /01/ /0046-B	,0046-C	,0046-D		

NOTE ADDITIONAL MAP NUMBERS - CONTINUED ON NEXT PAGE

REMARKS:

ZONING MAP AMENDMENT

CA 84-P-129

ADDITIONAL MAP NUMBERS

049-2- /04/ /0011- ,0012- ,0013- ,0014- ,0015

049-2- /04/ /0016- ,0017- ,0018- ,0019-

ZONING MAP AMENDMENT

CA 84-P-129

ZONING DISTRICT DATA

ZONING DISTRICT: PDC

PROFFERED/CONDITIONED DWELLING UNIT DATA

TYPES	UNITS	ACRES	DENSITY	RANGE	LOMOD INCL	LOMOD ADD
SFD						
SFA						
LOR						
MID						
HI						

TOT						

PROFFERED/CONDITIONED NON-RESIDENTIAL GROSS FLOOR AREAS

USE	GFA	FAR	USE	GFA	FAR
COMMERICAL-GEN			PUBLIC/QUASI PUB		
HOTEL/MOTEL			OFFICE		
INDUSTRIAL-GEN			TRAN-UTIL-COMM		
CULT/EDU/RELG/ENT			RETAIL-EATING EST		
INDUST-WAREHOUSE			*****TOTAL*****		

REMARKS:

ZONING MAP AMENDMENT

CA 84-P-129

CONDITION/CONTRIBUTION DATA

COND CODE DESCRIPTION	COND CODE DESCRIPTION
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5H ELDERLY/HANDICAPPED

CONTRIB DATA:	CND CODE	AMOUNT	CONDITIONED	EXPIRES	CONTRIB CODE
		\$0		00/00/00	
		\$0		00/00/00	
		\$0		00/00/00	
		\$0		00/00/00	

REMARKS:

N/A Designation Added 3/3/88.
10m



COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX

11/23/87

APPLICATION FOR ZONING MAP AMENDMENT

PCA/PPA
PETITION
PLCA NO. 84 / 9 / 170-1
YR. DIST. NO.

FIDAL DEVELOPMENT PLAN AMENDMENT

TO: THE BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA

I (We), Stephen M. Orsile, Trustee the applicant(s),
of _____
hereby petition you to adopt an ordinance amending the Zoning Map of Fairfax County, Virginia, by
reclassifying from the N/A District to the N/A District the
property described below and outlined in red on the Zoning Section Sheet(s) accompanying and made a part of
this application.

PDC - 994
PDH - 40-833

PROPERTY DESCRIPTION

LEGAL DESCRIPTION: (If metes and bounds, attach copy)

See Attachment.
Lot(s) Block(s) Subdivision Deed Book Page No.

NAMES(S) AND ADDRESS(ES) OF OWNER(S) OF RECORD
See Attachment.

TAX MAP DESCRIPTION: 49-2((1)) 1-9 inclusive;
49-2((1)) 42, 43, 44, 45, 46A, 46B, 46C, 46D

18.272 acres

Map No. Subdiv. Deng. Block(s) Parcel(s) Total Area(Ac. or Sq. Ft.)

POSTAL ADDRESS (if any) DESCRIPTION:

8108 - 8132 Belle Forest Drive; 2701 - 2726 Gallows Road

No. and Street P.O. Zip Code

ADVERTISING DESCRIPTION: (Example: South side of Rt. 236 approximately 1000 feet west of Rt. 274)
Southeast quadrant of intersection of Gallows Road and Interstate 66 and west
side of GALLOWAY ROAD approx. 800 feet south of I-66 and Dunn Loring Metro station.

PRESENT USE: Mixed use office, retail, residential
Entirely housing as a secondary use

PROPOSED USE: Providence II

SUPERVISORS DISTRICT _____ AREA PLAN _____

The undersigned has the power to authorize and does hereby authorize Fairfax County staff representatives on official
business to enter the subject property as necessary to process the application.

AFFIDAVIT

Martin D. Walsh, Attorney

I, _____ do hereby make oath or affirmation that to the best of my knowledge and
belief the foregoing information contained in this application is true, and:

- 1. (a) That the following constitutes a listing of names and last known addresses of all applicants, title owners, con-
tract purchasers, and lessees of the land described in the application, and if any of the foregoing is a trustee, each
beneficiary having an interest in such land, and all attorneys, real estate brokers, architects, engineers, planners,
surveyors, and all agents who have acted on behalf of any of the foregoing with respect to the application:

Name	Address	Relationship
<u>See Attachment.</u>		

10/10/87 m

2:30 p.m. Item - PCA-84-P-129-1 - STEPHEN M. CUMBIE, TRUSTEE
Providence District

On Wednesday, May 4, 1988, the Planning Commission voted unanimously (Commissioner Thillmann not present for the vote; Commissioners Murphy and Sparks absent from the meeting) to recommend to the Board of Supervisors approval of PCA-84-P-129-1, subject to the proffers dated April 29, 1988, amended as follows:

- Revise proffer #11 to add after the word "structure", the following: "No portion of the structure that exceeds 40 feet in height shall be visible from a .5 feet above grade at the building shown in the FDP as the northernmost building of Merrifield Village Apartments", and subject to the addition at the end of proffer #11 of a sentence to read: "No portion of this structure that exceeds 40 feet in height shall be visible from a .5 feet above grade at the buildings in Merrifield Village Apartments located on the eastern side of Pleasantdale Road."

The Commission further voted unanimously (Commissioner Thillmann not present for the vote; Commissioners Murphy and Sparks absent from the meeting) to approve FDPA-84-P-129-1, subject to approval by the Board of Supervisors of PCA-84-P-129-1.

Planning Commission Meeting
May 4, 1988
Verbatim Excerpts

PCA-84-P-129-1 - STEPHEN M. CUMBIE, TRUSTEE
FDPA-84-P-129-1 - STEPHEN M. CUMBIE, TRUSTEE

After Close of the Public Hearing

Chairman Lilly: The public hearing is closed. Turn to Mr. Hanlon.

Commissioner Hanlon: Mr. Chairman, I think this one, with one minor exception, is fairly straight forward and that has to do with what we've just been talking about. It's true that all along elderly housing on this site was seen as a possibility and I think that the amendment for the FDPA here is essentially a technical matter. What we are trying to do with all of this complicated gyration about the parking is just change the negative from the positive. Originally what we did was we said that if you got your parking reduction it would be the way you had it pictured. But if not, then certain things would follow from that. Now we have a drawing that assumes they are not going to get their parking waiver, but if they do, then it'll -- the buildings won't be quite as high. What we're trying to do here is to continue to protect the interest of the residents in Merrifield Village for not having a great big wall right next to those easternmost apartment buildings and we may have done it clumsily, but I think that we have achieved that objective with the amendments to the proffers that Mr. Martin said he agreed to. With that said, Mr. Chairman, I'm going to break this down into two motions because -- since we don't have proffers that have this new language in it, I want to keep the development condition that we already have and modify it the way we have done. So, I'm going to separate the PCA from the FDPA, and MOVE, first of all, THAT THE PLANNING COMMISSION RECOMMEND TO THE BOARD OF SUPERVISORS APPROVAL OF THE PCA, SUBJECT TO THE PROFFERS DATED APRIL 29, 1988, PROVIDED THAT PROFFER #11 IS REVISED TO ADD A SENTENCE AFTER THE WORD "STRUCTURE" IN THE FIFTH LINE UP FROM THE BOTTOM OF THAT SAYING, "NO PORTION OF THE STRUCTURE THAT EXCEEDS 40 FEET IN HEIGHT SHALL BE VISIBLE FROM A .5 FEET ABOVE GRADE AT THE BUILDING SHOWN IN THE FDP AS THE NORTHERNMOST BUILDING OF MERRIFIELD VILLAGE APARTMENTS" AND SUBJECT TO THE ADDITION AT THE END OF PROFFER #11 OF THE SENTENCE, "NO PORTION OF THIS STRUCTURE THAT EXCEEDS 40 FEET IN HEIGHT SHALL BE VISIBLE FROM A .5 FEET ABOVE GRADE AT THE BUILDINGS IN MERRIFIELD VILLAGE APARTMENTS LOCATED ON THE EASTERN SIDE OF PLEASANTDALE ROAD".

Commissioner Byers: Second

Chairman Lilly: Seconded by Mr. Byers. Discussion of the motion? If not, all those in favor say aye.

Commissioners: Aye.

Chairman Lilly: Opposed? The motion carries. Mr. Hanlon?

Commissioner Hanlon: Mr. Chairman, I MOVE THAT THE PLANNING COMMISSION APPROVE THE FDPA, SUBJECT TO THE APPROVAL BY THE BOARD OF SUPERVISORS OF THE PROFFER CONDITION AMENDMENT INDICATED IN THE PREVIOUS MOTION.

Commissioner Byers: Second.

Chairman Lilly: Seconded by Mr. Byers.

Commissioner Hanlon: Mr. Chairman, I meant -- I changed course in midstream there because it suddenly occurred to me that if the proffer is in fact changed in the way that we just indicated, that we would probably not need that development condition because it would be in the proffers, and it seemed cleaner to do it this way.

Chairman Lilly: Okay. All those in favor of the motion say aye.

Commissioners: Aye.

Chairman Lilly: Opposed? The motion carries. Anything else? Thank you.

//

(The motions passed unanimously with Commissioner Thillmann not present for the vote; Commissioners Murphy and Sparks absent from the meeting.)

FAH

Commissioner Hanlon: Mr. Chairman, I MOVE THAT THE PLANNING COMMISSION APPROVE THE FDPA, SUBJECT TO THE APPROVAL BY THE BOARD OF SUPERVISORS OF THE PROFFER CONDITION AMENDMENT INDICATED IN THE PREVIOUS MOTION.

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Chairman Lilly: Okay. All those in favor of the motion say aye.

Commissioners: Aye.

Chairman Lilly: Opposed? The motion carries. Anything else? Thank you.

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(The motions passed unanimously with Commissioner Thillmann not present for the vote; Commissioners Murphy and Sparks absent from the meeting.)

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Commissioner Byers: Second.

Chairman Lilly: Seconded by Mr. Byers.

Commissioner Hanlon: Mr. Chairman, I meant — I changed course in midstream there because it suddenly occurred to me that if the proffer is in fact changed in the way that we just indicated, that we would probably not need that development condition because it would be in the proffers, and it seemed cleaner to do it this way.

Chairman Lilly: Okay. All those in favor of the motion say aye.

Commissioners: Aye.

Chairman Lilly: Opposed? The motion carries. Anything else? Thank you.

//

(The motions passed unanimously with Commissioner Thillmann not present for the vote; Commissioners Murphy and Sparks absent from the meeting.)

FAH

00000
1. Stephen M. Cumbie, Trustee, do hereby make oath or affirmation that I am an applicant in Rezoning Application Number PCA/FDPA 84-P-129 and that to the best of my knowledge and belief, the following information is true:

1. (a) That the following constitutes a listing of names and last known 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 having an interest in such land, and all attorneys, real estate brokers, architects, engineers, planners, surveyors, and all agents who have acted on behalf of any of the foregoing with respect to the application:

Name	Address	Relationship
See Attachment.		

(b) That the following constitutes a listing of the shareholders of all corporations of the foregoing who own ten (10) per cent or more of any class of stock issued by said corporation, and where such corporation has ten (10) or less shareholders, a listing of all the shareholders:

Name	Address	Relationship
See Attachment.		

(c) That the following constitutes a listing of all partners, both general and limited, in any partnership of the foregoing:

Name	Address	Relationship
None.		

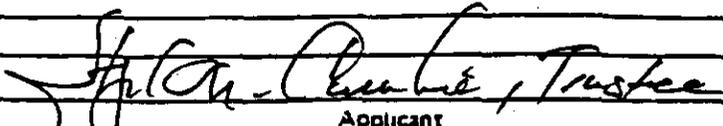
2. That no member of the Fairfax County Board of Supervisors or Planning Commission owns or has any interest in the land to be rezoned or has any interest in the outcome of the decision.

EXCEPT AS FOLLOWS: (If none, so state)
None.

3. That within the five (5) years prior to the filing of this application, no member of the Fairfax County Board of Supervisors or Planning Commission or any member of his immediate household and family, 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 outstanding bonds or shares of stock with a value in excess of fifty dollars (\$50), 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 fifty dollar (\$50) or more with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (If none, so state)
See Attachment.

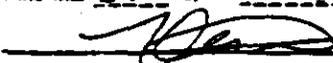
WITNESS the following signature:


Applicant

The above affidavit was subscribed and confirmed by oath or affirmation before me this 28 day of April, 1988

in the State of Virginia

My commission expires 10/8/90


Notary Public

ATTACHMENT

STEPHEN M. CUMBIE, TRUSTEE

PCA/FDPA 84-P-129-1

1. (a)

Stephen M. Cumbie, Trustee Title Owner/Applicant
1355 Beverly Road, Suite 300
McLean, Va. 22101

Beneficiary:

Metroplace Limited Partnership
(See attached Schedule A)

NVCommercial, Inc. ✓ Agent for Cumbie, Trustee
1355 Beverly Road
Suite 300
McLean, Va. 22101
Jake Jacobson Agent

NVProperties ✓ Agent for Cumbie, Trustee
1355 Beverly Road
Suite 320
McLean, Va. 22101

NVHomes, L.P. ✓ Contract Purchaser of
1355 Beverly Road Residential Component
Suite 320
McLean, Va. 22101

HOK ✓ Architects
1110 Vermont Avenue, N.W.
Third Floor
Washington, D.C. 20005
Mary Ann Lasch, Larry Osborne Agents

William H. Gordon Associates ✓ Engineers
1806 Robert Fulton Drive
Reston, Va. 22091

Walsh, Colucci, Stackhouse, ✓ Attorneys
Emrich & Lubeley, P.C.
950 North Glebe Road
Suite 300
Arlington, Va. 22203
Keith C. Martin Agent

Barton-Aschman Associates, Inc. ✓ Traffic Consultants
1133 15th Street, N.W.
Washington, D.C. 20005
Edward Papazian Agent

Womack-Humphreys Architects ✓ 8300 Boone Boulevard Fifth Floor Vienna, Va. 22180	Architects
Lawrence & Martha Waters 9 Spencer Shores Haines City, FL 33844	Lessee
Terry Schroeder American Embassy Rome/P APO, NY 09794	Lessee
John & Marie Warmenhoven 3239 Rounding Run Court Herndon, Va. 22071	Lessee
Nelson & Annette Herrman 13170 Rounding Run Court Herndon, Va. 22071	Lessee
James & Glenda Beth Zarin 13154 Pavilion Lane Fairfax, Va. 22033	Lessee
Robert Schafer 8125 Belleforest Drive Vienna, Va. 22180	Lessee
Jack Walters, Jr. 21 Point Place Petersburg, W.Va. 26847	Lessee
Irma Selquist 10207B Ashbrooke Court Oakton, Va. 22124	Lessee
Jose & Lia Valazquez Lia Hueck 8113 Belleforest Drive Vienna, Va. 22180	Lessee
Charles & Anna Traina 8109 Belleforest Drive Vienna, Va. 22180	Lessee
Hilda Harrell Jones 8128 Belleforest Drive Vienna, Va. 22180	Lessee
Morris & Blanche Cascio 8124 Belleforest Drive Vienna, Va. 22180	Lessee



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Carolyn Pitluck Chase 8120 Belleforest Drive Vienna, Va. 22180	Lessee
George & Naimah Saliba 2644 Sandburg Street Vienna, Va. 22180	Lessee
Marty Thibault 8112 Belleforest Drive Vienna, Va. 22180	Lessee
Frances Nelson Connor 1436 Savoy Circle San Diego, CA 92107	Lessee
Richard & Evelyn White 2704 Elsmore Street Fairfax, Va. 22031	Lessee
Randy & Richard Beasley 2711 Gallows Road Fairfax, Va.	Lessee
Abdon & Christina Zoghaib 2701 Gallows Road Fairfax, Va.	Lessee
Thomas & Bonnie Johnson 2721 Gallows Road Fairfax, Va.	Lessee
K.W. & Rhonda Williams 2725 Gallows Road Fairfax, Va.	Lessee

1. (b)

Dwight C. Schar, Stephen M. Cumbie, William A. Moran - All shareholders of NVCommercial, Inc.

Dwight C. Schar, Stephen M. Cumbie, William A. Moran, David D. Flanagan, Eric Johnson - All shareholders of NVProperties.

There are more than ten (10) shareholders of HOK. Gyo Obata is the sole shareholder with ten percent (10%) or more of stock of HOK.

William H. Gordon, Joseph W. McClellan - All shareholders of William H. Gordon Associates.

Martin D. Walsh, Thomas J. Colucci, Peter K. Stackhouse, Jerry K. Emrich, Michael D. Lubeley, Nicholas Malinchak,

Charles L. Shumate - All shareholders of Walsh, Colucci, Stackhouse, Emrich & Lubeley, P.C.

Barton-Aschman Associates, Inc. is wholly owned by The Parsons Corporation. The Parsons Corporation is an employee stockholder corporation with more than ten (10) shareholders and no shareholder owning ten percent (10%) or more of said stock.

Mark Humphreys, Charles Womack - All shareholders of Womack-Humphreys Architects.

Dwight C. Schar, Stephen M. Cumbie, William A. Moran, P. Reed Wills, II - All shareholders of NVCompanies, Inc.

1. (c)

NVHomes, L.P. - General partner is NVCompanies, Inc.; Limited partner - Traded as public stock. There are more than 10 shareholders; Dwight C. Schar and P. Reed Wills, II are only shareholders who own 10 percent or more of any class of stock.

Please see attached Schedule A for Metroplace Limited Partnership.

3.

On Friday, February 5, 1988, applicant became aware of the following: Three of the individuals listed under paragraph 1(b) above (Schar, Cumbie, Moran) are Limited Partners in Northpoint Limited Partnership, whose Managing General Partner is Cambridge Development, Inc. In its role as Managing General Partner, Cambridge entered Northpoint Limited Partnership into an additional partnership, without the knowledge of the aforesaid three (3) individuals that such a partnership had been entered into (agreement and endorsement of three (3) was not required). The resulting partnership was Northpoint Richards Limited Partnership, whose general partner is Northpoint Limited Partnership (i.e., Cambridge) and whose limited partners are Northpoint Limited Partnership and The Richards Family Trust. The beneficiaries of The Richards Family Trust are: Stanley I. Richards, Margaret R. Hayes, Harold H. Richards, George W. Richards; John F. Rodgers, Esquire, Margaret Montzcka - Co-Trustees. Schar, Cumbie and Moran have no control over, and only a minority, limited partner participation in Northpoint Limited Partnership.



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METROPLACE LIMITED PARTNERSHIP

SCHEDULE A

1.(a) continued

Name and Address

I. General Partner

NVCommercial Incorporated
1355 Beverly Road, S 300
McLean, Virginia 22101

II. Limited Partners

Stephen M. Cumbie
744 Ridge Drive
McLean, Virginia 22101

Dwight C. Schar
1288 Ballantrae Farm Drive
McLean, Virginia 22102

William A. Moran
5965 Ranleigh Manor Drive
McLean, Virginia 22101

S. Michael Vardell
1421 McLean Mews
McLean, Virginia 22101

Peter H. Lunt
4201 Maple Tree Court
Alexandria, Virginia 22304

J. David Sittler
8607 Dellway Lane
Vienna, Virginia 22180

Lorraine G. Dove
1704 Westwind Way
McLean, Virginia 22102

