

3:30 PM
AGENDA
October 25, 1999

PROFFERS

INOVA HEALTH CARE SERVICES/WILLOW OAKS CORPORATE CENTER

PCA 87-P-038-3

October 21, 1999

Pursuant to Section 15.2-2303 (A), Code of Virginia, 1950 as amended, subject to the Board of Supervisors adoption of an Ordinance amending the proffered conditions associated with the existing C-3 Zoning on property identified on the Fairfax County Tax Map as 49-3 ((1)) Part of Parcel 141 (the "Application Property") and approving the related Special Exception application 99-P-023 for a medical care facility on the Application Property, the Applicant agrees that the Application Property will be developed in accordance with the following conditions:

1. Previous Proffers. The Applicant hereby reaffirms and incorporates herein the proffers previously agreed to and dated June 17, 1996, February 17, 1989 and November 18, 1982, copies of which are made a part thereof except as modified herein. If and when it is determined that a conflict exists between the previously approved proffers and these proffers, these proffers shall take precedence.
2. Development Plan. Development of the Application Property shall be in substantial conformance with the Generalized Development Plan Amendment/Special Exception Plat ("GDPA/SE") prepared by Dewberry & Davis consisting of 3 sheets dated March 23, 1999 revised through October 4, 1999.
3. Minor Deviations. Pursuant to Paragraph 4 of Section 18-204 of the Zoning Ordinance, minor modifications from the GDPA/SE may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown on the GDPA/SE without requiring approval of an amended GDPA/SE provided such changes are in substantial conformance with the GDPA/SE as determined by the Zoning Administrator, agents or assigns and neither increase the total amount of gross floor area nor decrease the amount of open space or limits of clearing and grading.
4. Density Credit. Advanced density credit shall be reserved as may be permitted by the provisions of Paragraph 4 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 Virginia Department of Transportation ("VDOT") at time of site plan approval.
5. Design Detail. The design details shown on Sheet 3 submitted with the GDPA/SE are provided to illustrate the design intent of the proposed assisted living facility. Landscaping and onsite amenities shall be generally consistent in terms of character and quantity with the illustrations and details presented on that sheet. Specific features such as locations of

plantings, sidewalks etc. are subject to modification with final engineering and architectural design. The Applicant shall submit a detailed landscape plan in conjunction with the site plan(s) for review and approval by the Urban Forestry Branch of Department of Public Works and Environmental Services ("DPWES").

6. **Building Design.** The assisted living facility will have an architectural design/character similar to that represented on Sheet 3 of the GDPA/SE. The building materials for the assisted living facility shall include, but not be limited to, brick and vinyl siding.
7. **Noise Attenuation.**
 - I. The Applicant shall use building materials with characteristics pursuant to commonly accepted industry standards in order to reduce the maximum interior noise to a level of approximately 45 dBA Ldn within that area impacted by highway noise from Route 50 having levels between 70 and 75 dBA Ldn noise which is estimated to be within 210 feet of the existing centerline of Route 50. The Applicant shall construct the portion of the proposed assisted living facility which is located within the noise impact area with the following acoustical measures to mitigate highway noise:
 - a. Construction materials and techniques known to have physical properties or characteristics suitable to achieve a Sound Transmission Class (STC) of at least 45 for exterior walls.
 - b. Doors and windows shall have a laboratory STC of at least 37. If windows constitute more than twenty (20%) of any facade they shall have the same laboratory STC as walls.
 - c. Measures to seal and caulk between surfaces shall follow methods approved by the American Society for Testing and Materials to minimize sound transmission.
 - II. The Applicant shall use building materials with characteristics pursuant to commonly accepted industry standards in order to reduce the maximum interior noise to a level of approximately 45 dBA Ldn within that area impacted by highway noise from Route 50 having levels between 65 and 70 dBA Ldn noise contours which is estimated to be within 450 feet of the existing centerline of Route 50. The Applicant shall construct the portion of the proposed assisted living facility which is located within the noise impact area with the following acoustical measures to mitigate highway noise.

- a. Construction materials and techniques known to have physical properties or characteristics suitable to achieve an STC of at least 39 for exterior walls.
- b. Doors and windows shall have a laboratory STC rating of at least 28. If windows constitute more than 20 percent of any facade, they should have the same laboratory STC rating for walls.
- c. Measures to seal and caulk between surfaces should follow methods approved by the American Society for Testing and Materials to minimize sound transmission.

III. As an alternative, the Applicant may, at its sole discretion, have a refined acoustical analysis performed in coordination with the County staff to determine if any buildings or portion thereof may have sufficient shielding to permit a reduction in the mitigation measures prescribed above, subject to approval by the DPWES.

Nothing herein shall be construed to restrict or otherwise limit the use of decks, balconies, patios or other similar appurtenances on the building.

8. Williams Drive. Subject to VDOT and DPWES approval, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors right-of-way up to a width of 70 feet from the existing centerline of Williams Drive along the Application Property frontage as shown on the GDPA/SE Plat. In lieu of ultimate improvements to Williams Drive, the Applicant shall extend the length of the existing right turn lane on Williams Drive to accommodate an interim right turn lane without curb and gutter, consisting of a total length of 125 feet with a 100 foot taper. The ultimate future improvements to Williams Drive will be provided in accordance with Proffer III.2 and III.5 of RZ 87-P-038. For the purpose of the portion of Proffer III.2 of RZ 87-P-038 which relates to the timing of Williams Drive and the right turn lane from Route 50, the gross floor area of the assisted living facility shall be counted towards the 350,000 square feet gross floor area referenced in said proffer.
9. Willow Oaks Corporate Drive.

Willow Oaks Corporate Drive shall be realigned and extended to Williams Drive as shown on the GDPA/SE prior to the issuance of the first non-residential use permit for the assisted living facility.
10. Tree Preservation. The Applicant shall retain a certified arborist to prepare a tree preservation plan to be reviewed by the Urban Forestry Branch as part of the first site plan

submission. The tree preservation plan shall consist of a tree survey which includes the location, species, size, crown spread and condition rating percentage of all trees 12 inches or greater in diameter shown to be saved outside of the limits of clearing and grading as shown on the GDPA/SE and all trees 12 inches or greater in diameter within 20 feet of either side of the limits of clearing and grading. The condition analysis shall be prepared using methods outlined in the latest edition of The Guide for Plant Appraisal. Specific tree preservation activities designed to maximize the survivability of trees designated for preservation shall be provided. Activities may include, but are not limited to, crown pruning, root pruning, mulching, and fertilization.

All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing consisting of four (4) foot high, 14 gauge welded wire attached to six (6) foot steel posts driven 18 inches into the ground and placed no further than 10 feet apart shall be erected at the limits of clearing and grading.

The tree protection fencing shall be made clearly visible to all construction personnel. The fencing shall be installed prior to any clearing and grading activities on the site, including the demolition of any existing structures. The installation of tree protection fence shall be performed under the supervision of a certified arborist. Prior to the commencement of any clearing, grading, or demolition activities, the project's certified arborist shall verify in writing that the tree protection fence has been properly installed.

11. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.
12. Counterparts. These proffers may be executed in one or more counterparts, each of one when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but one in same instrument.
13. Severability. Any of the sections may be subject to a Proffered Condition Amendment without joinder and/or consent of the other sections, if such PCA does not affect any other sections. Previously approved proffered conditions applicable to the section(s) which is not the subject of such a PCA shall otherwise remain in full force and effect.
14. Amend Proffer 2 of PCA 87-P-038 to read as follows:

The total gross floor area for Buildings D, E, F, G, H, and I shall not exceed 605,304 square feet. The Applicant reserves the right to transfer the unused gross floor area of 95,750 square feet from Building I (Assisted Living Facility) to Buildings F, G, and H, subject to the

approval by the Board of Supervisors of a future Proffered Condition Amendment application permitting such a transfer and provided that:

- a. Building H will not exceed four (4) stories.
- b. A 100 foot setback will be provided between Lot 49-3 ((10)) 6 and the parking structure behind Building H. This setback shall consist of existing undisturbed vegetation, with the exception of clearing and grading required to construct the parking garage and to install and maintain utilities. The Applicant shall work with the Urban Forester to limit the disturbance required.
- c. A 14° view angle will be provided between Buildings F, G and H (to include their related parking structure) and Lot 49-3 ((10)) 6 and the boundary of the Pine Ridge subdivision.
- d. In conjunction with Proffer III-9 of RZ 87-P-038, the Applicant will fund the improvement of the traffic signal at the intersection of Williams Drive and Route 50 to add a pedestrian activated phase if said improvement is approved by the Virginia Department of Transportation (VDOT).

15. Transportation Strategy Management.

The Applicant shall offer the owners of office Building's A through C located within Willow Oaks Corporate Center the ability to participate in the Transportation Strategy Management (TSM) program described in Proffer III.7 of RZ 87-P-038.

16. Auxiliary Grant Program. If prior to the issuance of the non-Residential Use Permit (non-RUP) for the Phase I portion of the assisted living facility, the Applicant has not obtained site plan approval for the construction of at least fifty (50) affordable assisted living units elsewhere in Fairfax County, the Applicant shall participate in the Virginia Department of Social Services Auxiliary Grant Program by maintaining a census of four (4) percent Auxiliary Grant clients in this assisted living facility. The Applicant shall also maintain a census of four (4) percent Auxiliary Grant clients for the Phase II portion of the assisted living facility if the site plan for the affordable assisted living units elsewhere in Fairfax County is not approved prior to the issuance of the non-RUP for Phase II. The Applicant may eliminate participation in the Auxiliary Grant Program at such time as the Applicant has obtained site plan approval for the fifty (50) off-site affordable assisted living units. However, the individual Auxiliary Grant clients residing in the facility at the time the participation ends shall be allowed to remain.

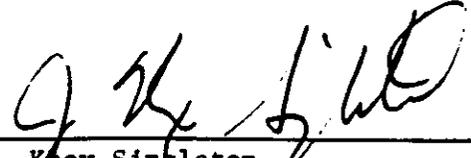
17. **Fencing.** The Applicant shall provide a fence, four (4) feet in height, around a portion of the garden area located adjacent to the rear of the building shown on the GDPA/SE in order to provide a secured open space area for the residents.

18. **Route 50 Streetscape.** Subject to VDOT approval, the Applicant shall provide streetscaping within the right-of-way along Route 50 in front of the Application Property. The streetscaping shall consist of existing vegetation supplemented as approved by the Urban Forester and a four (4) foot sidewalk that meets ADA requirements. The streetscaping shall be in accordance with a detailed streetscape plan for said area that will be submitted to the Providence District Supervisor for review and approval prior to site plan approval.

[SIGNATURES BEGIN ON NEXT PAGE]

PROFFERS
PCA 87-P-038-3

INOVA HEALTH CARE SERVICES
TITLE OWNER OF TAX MAP
49-3 ((1)) 141


By: J. Knox Singleton
Title: PRESIDENT & CEO

[END SIGNATURES]