

**PROFFERS
FOR THE "GREAT OAK" DEVELOPMENT
RZ #2000 HM-025**

January 31, 2001

Pursuant to Section 15.2-2303(a) of the Code of Virginia, 1950, as amended, and Section 18-203 of the Zoning Ordinance of Fairfax County (1978 amended), the property owners and Applicant in this rezoning application proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference Nos. 16-3((3))-1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 16-3((1)) 14B and inclusive of the right-of-way associated with Greg Roy Lane, Fox Hunt Lane and Roy Road (hereinafter referred to as the "Property") will be in accordance with the following conditions if, and only if, said rezoning request for the PDH-12 District is granted. In the event said application request is denied, or withdrawn, these proffers shall be null and void. The Applicant and the Owner (hereinafter collectively "Applicant"), for themselves, their successors and assigns, agree that these proffers shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board of Supervisors of Fairfax County, Virginia in accordance with applicable County and State statutory procedures. The Applicant and the Owner further agree that these proffers shall remain fully binding on the Applicant and its successors or assigns and any and all future owners of the Property.

1. Subject to the proffers and the provisions of Section 18-204 of the Zoning Ordinance, under which minor modifications to an approved development plan are permitted, the development shall be in substantial conformance with the submitted Conceptual Development Plan ("CDP") and Final Development Plan ("FDP") containing 14 sheets, prepared by Bowman Consulting Group, dated March 10, 2000, and revised January 10, 2001.

2. The Applicant acknowledges that no site or subdivision plan shall be released by DPWES for construction until or unless the vacation of the right-of-way proposed as part of the application property (Greg Roy Lane, Fox Hunt Lane, Roy Road) is approved by the Board of Supervisors and is recorded. In the event that such vacation is not approved by the Board of Supervisors, or in the event Board approval is overturned by a court of competent jurisdiction, any development of the application property under the PDH-12 District shall require a proffer condition amendment and the Applicant acknowledges that such amendment may result in a loss of density. The Applicant hereby waives any right to claim or assert a taking or any other cause of action that otherwise may have arisen out of a Board decision to deny in whole or in part the right-of-way vacation request.

3. Prior to the approval of the first site or subdivision plan for the approved development the Applicant shall request, in a form approved by the Fairfax County Department of Transportation, vacation of the Fox Mill Road right of way adjacent to the southeastern side of the site and labeled as "to be vacated" on the CDP/FDP. Once made, this request for the vacation of the Fox Mill Road right of way shall be diligently prosecuted by the Applicant. Upon approval of the vacation by the Board, the Applicant shall apply for and diligently prosecute the approvals and permission needed to scarify and reseed the currently paved areas within the former right-of-way. Subject to receiving all necessary approvals by the appropriate governmental authorities and any other landowners benefiting from the vacation of this right-of-way, the Applicant shall scarify and reseed the areas currently paved within the Fox Mill Road right-of-way. In the event the Applicant is not able to secure the necessary approvals and/or permission to scarify and reseed the currently paved area then, to the extent permitted by the appropriate governmental authorities, the Applicant shall place bollards or similar

devices at the southern and northern ends of the vacated right-of-way to prevent vehicular access to the vacated right-of-way.

4. If, pursuant to Proffer 3, the Board of Supervisors approves the vacation of the Fox Mill Road right-of-way and the Applicant obtains the approvals necessary to remove the existing paved areas, the Applicant shall then provide a new asphalt trail, designed to PFM standards as determined by DPWES, within a public access easement along the southeastern boundary of the Application property within the general area of the vacated right-of-way. In the event the Applicant is unable to scarify and reseed the paved area pursuant to Proffer 3 above, the requirement for a trail along the eastern boundary may be fulfilled by maintaining and/or improving the existing paved surface to standards determined by DPWES.

5. The development shall consist of a maximum of 445 residential units or a density of 12.69 du/ac inclusive of those Affordable Dwelling Units deemed to be required at the time of site/subdivision plan in accordance with the provisions of Article 2 of the Zoning Ordinance. The required Affordable Dwelling Units shall be disbursed throughout the multi-family portion of the project, as determined by DPWES at site plan review.

6. The Applicant reserves the right to modify the size and location of units, or to develop fewer market rate and/or Affordable Units in accordance with the requirements of Section 16- and Section 2-800 of the Zoning Ordinance. Any such revisions shall not reduce the overall amount of open space shown on the CDP/FDP.

7. The architecture of the approved units, street scaping and other site amenities shall be in substantial conformance with the general themes and building materials illustrated on Sheets 7-13 of the CDP/FDP package. The approved attached and detached units shall be designed with brick,

stone or masonry or masonry appearing textured material on a minimum of 50% of the total area of the front facades. At the time of site/subdivision plan approval, the Applicant shall demonstrate that final building materials have been selected in a manner that ensures consistency in materials among the various unit types and within individual sections of the approved development. As generally shown on Sheets 7-9, all signage, lighting and street furniture shall be of consistent and uniform design, as determined by DPZ and/or DPWES, as applicable, at site or subdivision plan approval.

8. Prior to first site or subdivision plan approval, the Applicant shall establish a homeowners association for the purpose of maintaining common areas and private streets within the approved development. In conjunction with the appropriate site or subdivision plan review processes, private streets, common areas, open space and recreation facilities shall be dedicated to the homeowners association.

9. For all of sale units, the Applicant shall include language in its Declaration of Covenants, Conditions and Restrictions which: (a) prohibits the conversion of garages into any primary use other than the parking of vehicles; and (b) discloses the existence of private streets throughout the community. The appropriate homeowners association documents shall specify that the homeowners association is responsible for the maintenance of the private streets and recreation facilities. The Declaration of Covenants, Conditions and Restrictions shall be structured to benefit both the homeowners association and the County and shall be in a form approved by the County Attorney.

10. The private streets on the Application Property shall be constructed with a pavement section, thickness and material which conforms with Public Facilities Manual (PFM) standards for public streets as determined by the Department of Public Works and Environmental Services

(DPWES). This shall not preclude the use of the decorative pavers and paving treatments described on the CDP/FDP.

11. At the time of the first site and/or subdivision plan approval, the small acceleration lanes generally shown on the CDP/FDP at the site entrances on Fox Mill Road shall be deleted and the entrances designed to standards established by DPWES and/or VDOT.

12. At the time of site or subdivision plan review, or on demand, whichever first occurs, the Applicant shall dedicate at no cost in fee simple to the Board of Supervisors, the right-of-way located parallel to Fox Mill Road and as shown on the CDP/FDP as "right-of-way dedication." The Applicant hereby reserves advance density credit pursuant to Paragraph 5 of Section 2-308 for all eligible dedication required herein. Within the dedicated right-of-way, the Applicant shall improve Fox Mill Road so as to provide an improved one-half four lane section of the road along the entire frontage of the Application Property in accordance with design standards established by DPWES and/or VDOT. In the event DPWES or VDOT require Fox Mill Road to be improved with a median, median breaks shall be provided at the two (2) site entrances to Fox Mill Road shown on the CDP/FDP, subject to review and approval by DPWES and VDOT. This improvement to Fox Mill Road shall be designed such that the new curb line is aligned and connected with the existing or anticipated curb on the abutting properties located northwest and southeast of the Application property.

13. At the time of first site or subdivision plan approval, the Applicant shall conduct the appropriate warrant analysis to determine if a traffic signal is warranted at the intersections of Fox Mill Road and both Frying Pan Road and Sunrise Valley Drive. If warranted, the Applicant shall construct a traffic signal at one of the two intersections described herein. If warranted, the signal shall

be constructed at the intersection selected by VDOT and/or DPWES. If warrants are not met, then the Applicant shall escrow those funds necessary to install one (1) traffic signal at the intersection of Fox Mill Road and either Frying Pan Road or Sunrise Valley Drive. The amount of this escrow shall be determined at site/subdivision plan review and shall be reviewed and approved by DPWES.

14. At the time of site plan approval for the multi-family units, the Applicant shall design a total of two (2) pedestrian connections between the Application property and the abutting multi-family units to the north and northeast (tax map 16-3-((1))-25D). The trail on the eastern side of the property described in Proffer 4 may fulfill a portion of this requirement, if it is demonstrated by the Applicant at site/subdivision plan review to the satisfaction of DPWES, that this trail provides an acceptable connection to the trail system that exists or is planned for the abutting multi-family site to the north and northeast. The final design and location of these connections shall consider the nature, extent and location of similar pedestrian connections reflected on the approved site plan for the abutting multi-family site to the north and northeast and be subject to approval by DPWES. The Applicant shall provide crosswalks on Foxmill Road in the location generally show on the CDP/FDP, provided that the final location shall be adjusted if required by Fairfax County Public Schools and/or VDOT at the time of site/subdivision plan review.

15. Stormwater management/BMPs shall be provided for the property in accordance with Best Management Practice ("BMP") standards in accordance with Fairfax County requirements or as otherwise may be approved by DPWES. In order to restore a natural appearance to any required stormwater management pond, a landscape plan shall be submitted as part of the first submission of the site or subdivision plan for review and approval by the Urban Forestry Division, showing landscaping with native species in possible planting areas of the pond, to the maximum extent

possible, in keeping with the planting policies of DPWES. Any alternative stormwater management required by Condition 4 of FDP 2000-HM-025 shall only be required if it determined, to the satisfaction of DPWES, that such alternatives are of a construction cost generally comparable to that associated with the structural detention ponds shown on the CDP/FDP.

16. The discharge process for the swimming pool shall conform with the following guidelines, as they may be amended by the Fairfax County Health Department:

- (a) All waste water resulting from the cleaning and draining of the pool shall meet the appropriate level of water quality prior to discharge. The Applicant shall follow procedures established to ensure that pool water is properly neutralized prior to being discharged during draining or cleaning operations. The recommended method involves adding sufficient amounts of lime or soda ash to the acid cleaning solution to achieve a pH approximately equal to that of the receiving stream. Virginia water quality standards require pH discharges into most receiving waters to fall between 6.0 and 9.0. In addition, the standard for dissolved oxygen shall be attained prior to the release of pool water. This requires a minimum concentration of 4.0 milligrams per liter.
- (b) If the water being discharged from the pool is disclosed or contains a high level of suspended solids that could affect the clarity of any receiving streams, it will be allowed to stand so that most of the solids settle out prior to being discharged.

- (c) 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.

17. Landscaping shall be provided in substantial conformance with the quality and quantity of plantings identified in the landscaping concepts shown on the CDP/FDP. The specific type, number and placement of plantings and landscaping shall be determined at the time of site or subdivision plan approval, subject to review and approval of a landscape plan by the Urban Forester, DPWES, submitted with all site or subdivision plan submissions.

18. The Applicant shall perform the following measures relating to tree preservation:

- (a) In order to insure protection of the trees protected by the limits of clearing, 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 or subdivision 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 within 20 feet on 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.

- (b) A tree preservation plan specific to the large white oak tree located in the southern corner of the site shall be coordinated with and approved by the County Urban Forestry Division prior to the first site or subdivision plan approval for development adjacent to this tree. This preservation plan shall be generally consistent with the following:
 - 1. Health maintenance and protection measures such as regular monitoring and treatment for pests, pruning and fertilization. The health maintenance and protection measures shall be utilized prior to and during construction of the phase of the project adjacent to this white oak tree and for three years after this phase has been completed;
 - 2. Installation and maintenance of irrigation, drainage, and lightning protection systems.
- (c) The demolition of existing features and structures shall be conducted in a manner that minimizes the impact on individual trees and groups of trees to be preserved as approved by the Urban Forestry Branch. These methods, as approved by the Urban Forestry Branch, shall be described in detail on the tree preservation plan.
- (d) All open space areas shown on the CDP/FDP shall be dedicated and conveyed to a homeowners association.

19. At the time of site or subdivision plan review, the Applicant shall demonstrate that the proposed on-site recreational amenities generally shown on the CDP/FDP have a value equivalent to \$955.00 per market rate dwelling unit as required by Article 6 of the Zoning Ordinance. In the event

it is determined that the proposed facilities do not have sufficient value, the Applicant shall have the option to: (1) provide additional on-site recreational amenities within open space areas shown on the CDP/FDP, if it is determined that the location of such would be in substantial conformance with the CDP/FDP; or (2) contribute necessary funds to the Fairfax County Park Authority for off-site recreational purposes in locations within Hunter Mill District that can reasonably be expected to serve the future residents of the approved development, in accordance with Section 16-404 of the Ordinance.

20. At the time of payment, the amount of all escrowed funds or monetary contributions required by these proffers shall be adjusted upward or downward to account for any changes to the Construction Cost Index published in the Engineering News Record that have occurred subsequent to the first anniversary of the date of rezoning approval.

21. If blasting is required, and before any blasting occurs on the Application Property, the Applicant or its successors will insure that blasting is done per Fairfax County Fire Marshal requirements and all safety recommendations of the Fire Marshal, including, without limitation, the use of blasting mats shall be implemented. In addition, the Applicant or its successors shall:

- (a) Retain a professional consultant to perform a preblast survey of each house or residential building, to the extent that any of these structures are located within one hundred fifty (150) feet of the blast site.
- (b) Require his consultant to request access to house, buildings, or swimming pools that are located within said 150 foot range if permitted by owner, to determine the preblast conditions of these structures. The Applicant's

consultants will be required to give adequate notice of the scheduling of the pre-blast survey.

- (c) Require his consultant to place seismographic instruments prior to blasting to monitor the shock waves. The Applicant shall provide seismographic monitoring records to County agencies upon their request.
- (d) Upon receipt of a claim of actual damage resulting from said blasting, the Applicant shall cause his consultant to respond expeditiously by meeting at the site of the alleged damage to confer with the property owner. The Applicant will require subcontractors to maintain necessary liability insurance to cover the costs of repairing any damages to structures which are directly attributable to the blasting activity.

22. All homes on the property shall meet the thermal guidelines of the Virginia Power Energy Saver Program for energy efficient homes, or its equivalent, as determined by DPWES.

23. The Applicant shall contribute the sum of \$30,000 to the Housing Trust Fund. This payment shall be apportioned and made on a per unit basis at the time of building permit issuance for the approved units.

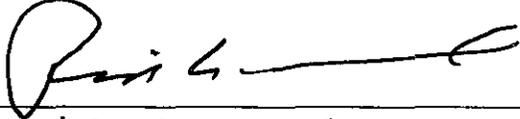
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These proffers may be executed in counterparts and the counterparts shall constitute one and the same proffer statement.

CONTRACT PURCHASER:

Dulles Consolidation LLC

By: KSI Services, Inc., Managing Member

By: 

Name: Richard W. Hausler

Title: President

CONTRACT PURCHASER:

Great Oak Land, L.L.C., a Virginia limited liability corporation

by

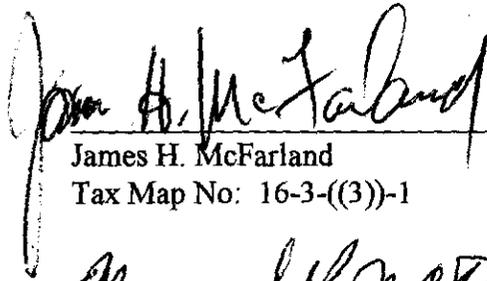
Equity Group Investments Master, L.L.C.

a Florida limited liability corporation, its
Managing Member

By:

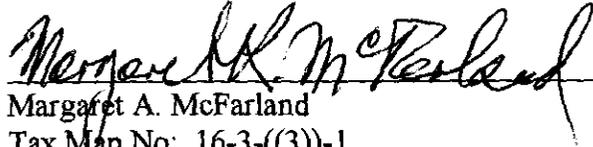
Name:

Title: Managing Member



James H. McFarland

Tax Map No: 16-3-((3))-1



Margaret A. McFarland

Tax Map No: 16-3-((3))-1

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David J. Howard

David J. Howard

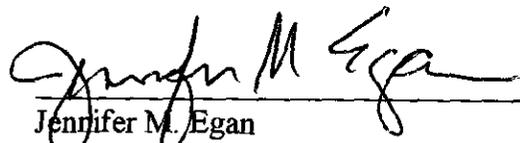
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Rita L. Howard

Rita L. Howard

Tax Map No: 16-3-((3))-2

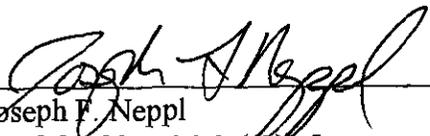
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Jennifer M. Egan

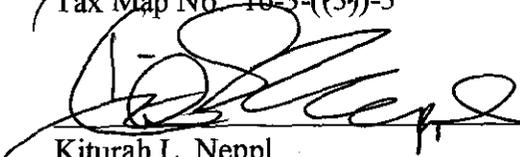
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Joseph F. Nepl

Tax Map No: 16-3-(3)-5



Kiturah L. Nepl

Tax Map No: 16-3-(3)-5

\\REA\42419.1

William G. Norcott, Jr.

William G. Norcott, Jr.

Tax Map No: 16-3-((3))-6

Patricia L. Norcott

Patricia L. Norcott

Tax Map No: 16-3-((3))-6

Brett E. Deboard

Brett E. Deboard

Tax Map No: 16-3-((3))-7

Jennifer L. Deboard

Jennifer L. Deboard

Tax Map No: 16-3-((3))-7

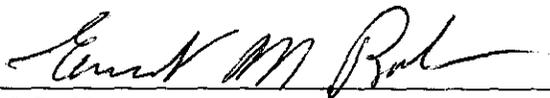
Dennis W. Webley, Trustee

Dennis W. Webley, Trustee
Tax Map No: 16-3-((3))-8

Marlene Y. Webley, Trustee

Marlene Y. Webley, Trustee
Tax Map No: 16-3-((3))-8

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Ernest M. Robic

Tax Map No: 16-3-((3))-9



Elizabeth Jane Robic

Tax Map No: 16-3-((3))-9

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Steven K. Miller

Steven K. Miller

Tax Map No: 16-3-((3))-10

Mona L. Miller

Mona L. Miller

Tax Map No: 16-3-((3))-10

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Daniel E. Carr
Tax Map No: 16-3-((3))-11

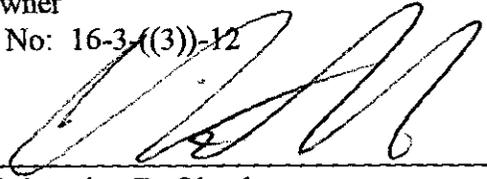


Evelyn A. Carr
Tax Map No: 16-3-((3))-11

KCB SERVICES AND COMPANY, LLP – Title
Owner

Tax Map No: 16-3-((3))-12

By:



Christopher D. Olander

Its:

General Partner

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Rachel Petwal

Rachel Petwal

Tax Map No: 16-3-((3))-13

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Paul F. Holdaway

Tax Map No: 16-3-((3))-14



Shirley A. Holdaway

Tax Map No: 16-3-((3))-14

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Eric G. Hanson

Eric G. Hanson

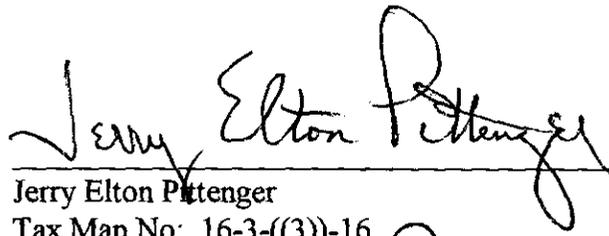
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Fredericka Hanson

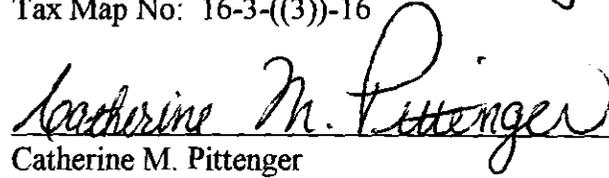
Fredericka Hanson

Tax Map No: 16-3-((3))-15

*(Proffer attachment
only)*



Jerry Elton Pittenger
Tax Map No: 16-3-((3))-16



Catherine M. Pittenger
Tax Map No: 16-3-((3))-16

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Patrick H. MacAuley

1/2/2001

Patrick H. MacAuley

Tax Map No: 16-3-((3))-17

Susan A.R. MacAuley

1-2-2001

Susan A.R. MacAuley

Tax Map No: 16-3-((3))-17

TITLE OWNER OF TM 016-3((3)) PARCEL 18

VIRGIE SPROUSE, also known of record as
VIRGINIA SPROUSE and VIRGIE V. SPROUSE

By: *Olive Ruth Anastasia*
Olive Ruth Anastasia, Agent and Attorney-
in-Fact for Virginia Sprouse, also known of
record as Virgie Sprouse and Virgie V.
Sprouse

*Agent and Attorney-in-fact
for Virginia Sprouse also known
of record as Virgie Sprouse
and Virgie V. Sprouse*

James L. Viar

James L. Viar

Tax Map No: 16-3-((3))-19

Mary B. Viar

Mary B. Viar

Tax Map No: 16-3-((3))-19

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Marilyn B. Omsky

Marilyn B. Omsky

Tax Map No: 16-3-((3))-4 & 20

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Nicholas T. Lappas

Nicholas T. Lappas

Tax Map No: 16-3-((3))-21

Marcia I. Lappas

Marcia I. Lappas

Tax Map No: 16-3-((3))-21

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Robert A. Verchek

Robert A. Verchek

Tax Map No: 16-3-((3))-22

Grace Verchek

Grace Verchek

Tax Map No: 16-3-((3))-22

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Regina E. Craft

Regina E. Craft

Tax Map No: 16-3-((3))-23

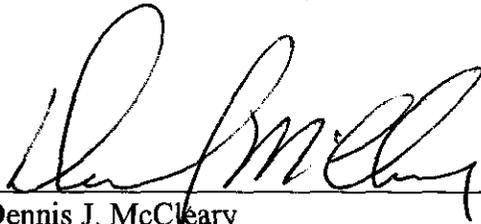
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Alan R. Gerber

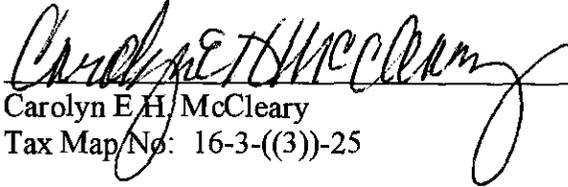
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Dennis J. McCleary

Tax Map No: 16-3-((3))-25



Carolyn E.H. McCleary

Tax Map No: 16-3-((3))-25

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CREDIT SHELTER/FAMILY TRUST,
Title Owner of Tax Map No: 16-3-((3))-26, 27

By: Tom Shaw
Thomas L. Shaw, Trustee
Trustee

By: Evelyn L. Shaw
Evelyn L. Shaw, Trustee
Trustee

William P. Heffernan

William P. Heffernan

Tax Map No: 16-3-((3))-28

Sharon A. Heffernan

Sharon A. Heffernan

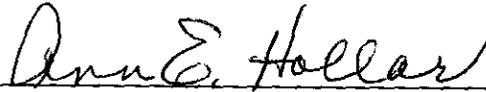
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Hugh A. Hollar

Tax Map No: 16-3-((3))-29



Ann E. Hollar

Tax Map No: 16-3-((3))-29

Ray W. Kidwell

Ray W. Kidwell

Tax Map No: 16-3-((3))-30

Virginia D. Kidwell

Virginia D. Kidwell

Tax Map No: 16-3-((3))-30

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William T. Smith

William T. Smith

Tax Map No: 16-3-((1))-14B

Joanne M. Smith

Joanne M. Smith

Tax Map No: 16-3-((1))-14B



PROPOSED FINAL DEVELOPMENT CONDITIONS

FDP 2000-HM-025

January 17, 2001

If it is the intent of the Planning Commission to approve FDP 2000-HM-025 for residential development located at Tax Map 16-3 ((1)) 14B, 16-3 ((3)) 1-30 staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions.

1. Development of the property shall be in substantial conformance with the fourteen sheets of the CDP/FDP entitled "Great Oak" and dated March 10, 2000 as revised through October 31, 2000; Sheet 3 revised through December 19, 2000.
2. All peripheral lots of the development shall conform to the bulk regulations of the R-12 District, pursuant to Sect. 16-102 of the Zoning Ordinance.
3. A soil survey and a geotechnical study shall be submitted to DPWES for review and approval prior to site plan approval, and the recommendations of the study shall be implemented to the satisfaction of DPWES.
4. The applicant shall work with DPWES at the time of site plan and/or subdivision plat submission to determine if less land consumptive stormwater management alternatives to the proposed SWM facilities are desirable or feasible for the subject property. If determined feasible by DPWES, such facilities shall be implemented on the subject property in lieu of the ponds shown on the CDP/FDP.

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