

## PROFFERS

RZ 2000-HM-063

February 26, 2001

Pursuant to Section 15.2-2303(A), *Code of Virginia*, as amended, AC Associates II, Limited Partnership, Applicant/Owner of the property subject to RZ 2000-HM-063, identified as Tax Map 18-3 ((6)) 10 (the "Subject Property"), proffers for themselves, their successors and assigns, that the development of the Subject Property shall be in accordance with the following conditions.

1. Development Plan. Subject to the provisions of Section 18-204 of the Zoning Ordinance, development of the Subject Property shall be in conformance with the Generalized Development Plan/Special Exception Plat ("GDP/SE Plat") prepared by William H. Gordon Associates, Inc., dated November 2000.
2. Minor Deviations. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications from the GDP/SE Plat may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown on the GDP/SE Plat without requiring approval of an amended GDP/SE Plat provided such changes are in substantial conformance with the GDP/SE Plat, and neither increase the total gross floor area approved nor significantly decrease the amount of open space.
3. Sunset Hills Road. At the time of final site plan approval or upon demand of Fairfax County or the Virginia Department of Transportation ("VDOT"), whichever shall occur first, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors right-of-way along the Subject Property's Sunset Hills Road frontage measuring 60 feet from the existing centerline as shown on the GDP/SE Plat. Prior to the issuance of the first Non-Residential Use Permit for the Subject Property, the Applicant shall escrow the estimated cost of providing one-half of a four lane divided road section along the Subject Property's Sunset Hills Road frontage as determined by the Department of Public Works and Environmental Services (DPWES).  
  
The Applicant shall construct the site entrance on Sunset Hills Road as shown on the GDP/SE Plat, including construction of a right turn taper into the site.
4. Density Credit. All land area dedicated for public roads in conjunction with these proffers and all densities related to the land areas of these dedications is hereby reserved for the development of the Subject Property in accordance with the provisions of Paragraph 5 of Section 2-308 of the Zoning Ordinance.
5. Landscaping. Landscaping shall be provided in general as shown on the Landscape Plan on Sheet 4 of the GDP/SE Plat. The exact number, size and species of trees and other plant material shall be submitted at the time of final site plan review and shall be subject

to the review and approval of the Urban Forester. Plantings within the Virginia Power Easement shall be subject to review and approval of Virginia Power.

6. Tree Preservation. The Applicant shall substantially conform to the limits of clearing and grading shown on the GDP/SE Plat, subject to installation of utility lines, if necessary, as approved by DPWES. The Applicant shall have the limits of clearing flagged prior to construction, and shall walk the limits of clearing with an Urban Forestry Branch representative and a certified arborist to determine where minor adjustments to the line may be made to ensure the preservation of trees in the tree save area.

The trees designated to be saved shall be protected by wire fencing four feet in height, in conjunction with silt fencing placed as close to the dripline of the trees as possible. The fencing shall be installed prior to any work being conducted on the Subject Property and shall remain at all times during construction. Signage affirming restricted access shall be provided on the temporary fence highly visible to construction personnel. The certified arborist contracted by the Applicant shall monitor the construction of the proposed development to ensure consistency with the landscape/tree preservation plan.

7. Architectural Design. The architectural design of the proposed building shall generally conform to the character of the building elevation shown on Attachment 1 and shall be complementary with the buildings located on Tax Map 18-3 ((6)) 9 ("Parcel 9") to the west. Building materials shall include one or more of the following: masonry, stone, pre-cast concrete, metal panels and glass. All exposed facades of the parking structures shall be constructed of either masonry, stone, metal panels or pre-cast concrete and shall be designed to be compatible with the façade treatment of the office building as determined by the Department of Public Works and Environmental Services ("DPWES").

8. Plaza. The Applicant shall provide a vehicular/pedestrian plaza at the front of the proposed building as shown on Sheet 3 of the GDP/SE Plat. The Plaza shall include alternative paving materials such as brick, stone, pavers, aggregate or other similar materials, and landscaping, and shall be designed to enhance the relationship between the Subject Property and the existing plaza on adjacent Parcel 9. Provided the necessary easements can be obtained from the owners of Parcel 9, the Applicant shall construct a pedestrian walkway and stairs to connect the two parcels as shown on Sheet 3 of the GDP/SE Plat. If the Applicant is not granted the easement, the Applicant shall show evidence of its good faith efforts to obtain the easement and thereby be relieved of any further obligation to construct the pedestrian connection.

9. Sidewalks. Pedestrian connections shall be constructed as follows:

- A. Sidewalks shall be maintained along the Application Property's frontages with Sunset Hills Road.
- B. Sidewalks shall be provided throughout the interior of the Application Property connecting the buildings, garage and parking areas as shown on the GDP/SE Plat.

- C. Subject to approval of the Northern Virginia Regional Parks Authority, a pedestrian connection shall be provided from the Subject Property's internal sidewalk system to the W&OD Trail as shown on the GDP/SE Plat.
10. Bicycle Racks. In order to support bicycle use by employees and visitors, the Applicant shall provide racks to accommodate at least twenty (20) bicycles within the parking structure and/or building. Visitor bicycle parking shall be provided for at least nine (9) bicycles in racks in close proximity to the building.
11. 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 encouraged. Lessees shall be advised of this transportation management development condition. Upon occupancy of the office building on the Application Property, the following transportation management strategies shall be implemented by the Applicant and/or the occupants of the building(s):
- A. Identify an individual to act as the transportation director for the Application Property, whose responsibility will be to develop and implement transportation management programs;
  - B. Lessees of the buildings shall be encouraged to join the Dulles Area Transportation Association (DATA), a recognized Commonwealth public-private Transportation Management Association;
  - C. Transportation Demand Management materials discussing available transit information, car/van pooling formation, alternative work schedules, and the Metrocheck program shall be distributed to lessees.
  - D. Voluntary car pool/van pool programs shall be established for employees occupying office space on the Application Property, with the program under the direction of the transportation director;
  - E. A program for matching car pool and van pool services shall be coordinated with DATA, various governmental agencies and other private employers in the area;
  - F. Convenient parking in preferred locations shall be designated for car pool/van pool use;
  - G. Mass transit usage shall be encouraged and promoted by the transportation director.
12. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.

[SIGNATURES BEGIN ON NEXT PAGE]

APPLICANT/TITLE OWNER

AC ASSOCIATES II LIMITED PARTNERSHIP

By: J. Douglas, Inc., Its General Partner

By: Robert J Baker

Robert J. Baker, Jr.  
Vice President

[SIGNATURES END]