

**2000 Gallows Road  
Proffers  
RZ 2001-PR-053**

May 16, 2002  
Revised June 17, 2002  
Revised June 18, 2002  
Revised June 28, 2002  
Revised July 16, 2002  
Revised July 22, 2002  
Revised August 12, 2002  
Revised October 2, 2002  
Revised October 8, 2002  
Revised October 16, 2002

Pursuant to Section 15.2-2303(a), Code of Virginia, 1950 as amended, Jefferson Investment Group, Inc. (hereinafter referred to as the "Applicant") and the owners for themselves, successors and assigns, filed for property identified as Tax Map 39-2-((1))-18 (hereinafter referred to as the "Application Property"), proffer the following, subject to the Board of Supervisors approval of a rezoning of the Application Property to the C-2 Zoning District.

1. Generalized Development Plan (GDP)/Special Exception Plat. Development of the Application Property shall be in substantial conformance with the combined Generalized Development Plan GDP/ Special Exception Plat, prepared by Walter L. Phillips, Inc. dated October 17, 2001 and revised through September 19, 2002 consisting of five sheets entitled:
  - a. Generalized Development Plan/Special Exception Plat
  - b. Landscape Planting Plan dated 9/12/02 and prepared by Butz-Wilbern
  - c. Front Elevation dated 5/21/02 and prepared by Butz-Wilbern
  - d. Side Elevation From Parking Lot dated 5/21/02 and prepared by Butz-Wilbern
  - e. Side Elevation From Drive Aisle dated 5/21/02 and prepared by Butz-Wilbern
2. Stormwater Management. Underground stormwater management facilities and best management practices shall be provided on-site as shown on the GDP/Special Exception Plat, subject to the approval of DPWES.
3. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications from the GDP and these proffers may be permitted as determined by the Zoning Administrator.

4. Transportation.

- a) Dedication. Subject to Virginia Department of Transportation (VDOT) and Department of Public Works and Environmental Services (DPW&ES) approval, the Applicants shall dedicate and convey in fee simple to the Board of Supervisors the right-of way, along the frontage of Gallows Road sufficient to permit the sidewalk as shown on the GDP/SE Plat to be fully within the new right-of-way. Dedication shall be made upon the time of approval of the site plan or upon demand of Fairfax County or VDOT.
- b) Construction. Subject to VDOT and DPW&ES approval and prior to the issuance of the first occupancy permit (Non-RUP) the Applicant shall restripe, as shown on the GDP/SE Plat, a left turn lane within the existing painted median in Gallows Road.
- c) Traffic Light. The applicant shall design and install the following improvements to the existing traffic signal in front of the property. A left turn signal for turns into the property from Gallows Road shall be added. These signals shall be on-demand (actuated/deductible phase) facilities only as determined by VDOT. The design, installation and features of the signal shall be subject to VDOT and DPWES review and approval and shall be installed prior to the issuance of a Non-Residential Use Permit.

5. Landscaping. Landscaping of the subject property shall be in substantial conformance with Landscaping Plan prepared by Butz-Wilbern Partnership. The streetscape along Gallows Road shall be in substantial conformance with these sheets. A water feature on Gallows Road shall be provided which is in general conformance with the design shown on the attached plan labeled F-1 prepared by Butz-Wilbern and dated August 14, 2002. Any alternate plan for the water feature may be permitted if approved by the Zoning Evaluation Division. The landscaping Plan shall be reviewed and approved by the Urban Forestry Division. A seven (7) foot high brick wall shall be erected along the western property line from its intersection with the southern property line approximately 165 feet to the point where the wall would intersect with the existing brick wall on Lot 83 if such wall were to be extended to intersect with the wall on this property. A second six (6) foot brick wall shall be erected along the southern property line from its intersection with the wall along the western property line approximately 200 feet to its terminus at the point where the drive-through lane begins its curve to the north.

6. Drive-up Hours. The hours of operation of the drive through window shall be limited to no more than the hours of 8:00 a. m. to 7:00 p. m. weekdays and 9:00 a. m. to 3:00 p. m. Saturdays.

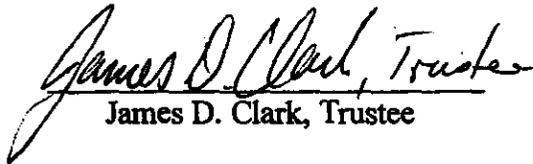
7. ATM. A walk-up ATM may be provided on the northern face of the building and/or within the lobby. These ATMs shall not be accessible after the bank is closed. An additional sidewalk shall be provided to provide access to the walk-up ATM. An additional ATM may be provided on the drive-through lane, north of the drive-thru window: the hours of operation of this ATM shall be limited to the time that the drive-thru lane is not otherwise in operation.
8. Delivery Hours. The hours for deliveries to the property and trash pick-up shall be limited to between 7:00 a. m. and 8:00 p. m. weekdays and 8:00 a. m. to 5:00 p. m. Saturdays. There shall be no deliveries or trash pick-up on Sundays and federal holidays.
9. Loudspeaker. Any noise from a loudspeaker used with the drive through window shall not project beyond the property line. There shall be no other loudspeakers on the exterior of the building.
10. Lighting. All building mounted lighting and parking lot lighting shall be directed downward to prevent the lighting from adversely impacting the adjacent residential properties. All parking lot light fixtures shall be equipped with cut-off luminaries. The lighting along the drive through lane shall be designed so as not to shine on the adjacent residential property. The height of the light standards shall be limited to twelve (12) feet.
11. Dumpster. There shall be no dumpsters on site. All trash and recyclables shall be stored within the building.
12. Architecture. The architecture of the building shall be as generally depicted on the GDP/SE Plat. The materials listed in sheets P-1 through P-3 shall be utilized in the building.
13. Signage. Any freestanding signage on the property shall be a monument type sign. Pole mounted signs shall not be permitted. Building mounted signs, other than directional signs, shall not be allowed on the southern and western facades. Notwithstanding signs shown on the GDP/SE Plat. All signs shall conform in number, size and location with the requirements of Article 12 of the Zoning Ordinance.
14. Construction hours. Shall be limited to 7:00 a.m. to 7:00 p.m. weekdays and 8:00 a.m. to 6:00 p.m. on Saturdays. There shall be no construction activities on Sundays.
15. Tyson's Road Improvement Fund At the time of site plan approval, the Applicant shall contribute \$3.15 per gross square foot of building being constructed, as adjusted yearly based on ten (10)-year trends by the Virginia Highway Construction Bid Index as published in the Engineering News

Record on the date of the rezoning approval, to the Tysons Corner Area Road Fund. Contribution shall be made at the time of site plan approval.

16. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicants and their successors and assigns.
17. 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 one and the same instrument.

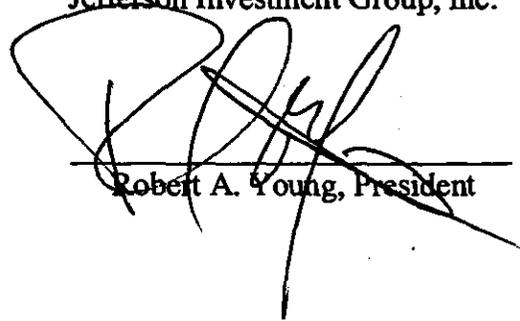
**TITLE OWNER OF TAX MAP  
PURCHASER**

Grosvenor Joint Venture Group II

  
James D. Clark, Trustee

**APPLICANT/CONTRACT**

Jefferson Investment Group, Inc.

  
Robert A. Young, President